



NATIONAL BANK OF RAS AL KHAIMAH (P.S.C) INVITATION TO ATTEND THE ANNUAL GENERAL ASSEMBLY MEETING

The Board of Directors of the National Bank of Ras Al Khaimah (P.S.C) (the “Bank”) is pleased to invite the Bank's shareholders to attend the Annual General Assembly meeting scheduled on Monday, 2nd March 2026, at 10:00 AM, to be held at the Bank's Head office in Ras Al Khaimah for in-person attendance, or virtually (remotely/online) by means of virtual meeting through an electronic link for the meeting which will be sent to the shareholders via SMS or email following attendance registration, to attend, discuss and vote on the proposed resolutions with visual communication and electronic voting, to consider the following agenda:

Ordinary Resolutions:

1. To authorize the Chairman of the Annual General Assembly Meeting to appoint the meeting's Secretary and Vote Collector.
2. To consider and approve the Board of Directors' Report on the Bank's activities and financial position for the financial year ended 31st December 2025.
3. To consider and approve the External Auditors' Report on the Bank's financial statements for the financial year ended 31st December 2025.
4. To consider and approve the Internal Sharia Supervision Committee Report in respect of the Bank's Islamic banking window for the year ended 31st December 2025.
5. To discuss and approve the Bank's financial statements for the financial year ended 31st December 2025.
6. To discuss and approve the Board of Directors' proposal on the distribution of profit, for the financial year ending 31st December 2025, of a cash dividend of AED 1,267 Million, equivalent to 63% of the share capital, 63 fils per share.
7. To approve the remuneration of the Board of Directors for the financial year ended December 31, 2025.
8. To discharge the Members of the Board of Directors from any liability for the financial year ended 31st December 2025, or to dismiss the Directors and to file the liability claim against them, as the case may be.
9. To discharge the External Auditors from liability for the financial year ended 31st December 2025, or to dismiss the External Auditors and to file the liability claim against them, as the case may be.
10. To appoint the External Auditors for the financial year 2026 and to determine their remuneration.



Special Resolutions:

1. To approve and authorise the renewal of the Bank's U.S.\$2,000,000,000 Euro Medium Term Note Programme (the "Bond Programme") and the listing of the Bond Programme on the International Securities Market of the London Stock Exchange and/or any other local or international stock exchange as any of the Authorized Signatories (as such term is defined below) may consider appropriate, and to issue any notes thereunder (in each case, non-convertible into shares) on such terms as may be determined by any of the Authorized Signatories.

That any two of the following signatories (each, an "**Authorised Signatory**") comprising either one of the GCEO or GCFO and either one of WBG Products Head or WBG Coverage Head, are hereby authorised to jointly execute any agreement, deed, certificate, letter, document or notice required to be executed or delivered in connection with the Bond Programme and the issuance of notes thereunder:

- a. Raheel Ahmed, Group Chief Executive Officer (GCEO), a British national with Emirates ID no. 784-1970-3290539-6;
- b. Jean Pierre Le Roux, Managing Director – Wholesale Banking Group- Coverage Head (WBG – Coverage Head), a South African national with Emirates ID no. 784-1970-6943509-3;
- c. Suri Vikas, Managing Director – Wholesale Banking Group- Product Head (WBG Products Head) a Singaporean national with Emirates ID no. 784-1967-2849365-9; and
- d. Mohammad Jaffer Nini Ahmed Nini, Group Chief Financial Officer (GCFO), a Pakistan national with Emirates ID no. 784-1967-7052952-5.

In respect of instruments issued or to be issued in connection with the Bond Programme:

- To undertake any liability management exercise with respect thereto (including, without limitation, by way of consent solicitation, exchange offer, tender offer, buyback or any combination thereof);
- To prepare and enter into such finance agreements and related documents as may be necessary (including, without limitation, any offering documents / prospectus(es), relevant programme agreements / dealer agreements, subscription agreements, dealer manager agreements, guarantees, hedging arrangements and all related and Ancillary Documents (as such term is defined below) in respect of the foregoing;

Any two of the following signatories (each, an "Authorised Signatory") comprising either one of the GCEO or GCFO and either one of WBG Products Head or WBG Coverage Head, are hereby authorised to jointly:

- Approve any cost associated with the implementation and execution of the Bond Programme and the issuance of notes thereunder;
- Appoint third party service providers in connection with the Bond Programme and the issuance of notes thereunder, including, but not limited to, joint lead managers, dealer managers, consent solicitation agents, tabulation agents, registrars, paying agents, bond trustees/delegates, auditors, rating agencies, corporate services administrators, service process agents, listing agents and legal counsel;
- Initiate on behalf of the Bank, or submit the Bank to, arbitration proceedings as a dispute resolution mechanism in connection with the Bond Programme and/or notes thereunder, and
- Give, make, sign, execute (under hand, seal or as a deed) and deliver any other documents, notes, deeds, agreements, listing applications, letters, notices, certificates, acknowledgements, receipts, authorisations, instructions, releases, waivers, proxies, and other documents (whether of a like nature or not) relating to any of the foregoing (and including, for the avoidance of doubt, any supplemental offering documents and any auditors' arrangement letter and/or comfort letter) ("Ancillary Documents") as they may in their opinion and absolute discretion consider necessary or desirable for the purpose of compliance with any condition precedent or the coming into effect of or otherwise giving effect to, consummating or completing or procuring the performance and completion of all or any of the transactions contemplated by the Bond Programme and the

issuance of notes thereunder and the liability management exercises mentioned above, and to do all other such acts and things as might in the opinion and absolute discretion of such Authorised Signatories be necessary or desirable for the purposes aforesaid.

2. To approve cessation of additional statutory reserve contributions for the financial year ending 31 December 2025 and authorize Group Chief Executive Officer and Group Chief Financial Officer hereby singly to take all necessary actions to effect the resolution.

Notes:

1. Any shareholder that has the right to attend the Annual General Assembly meeting may delegate someone from other than the Bank's Board Members or Bank's staff or the staff of the securities brokerage company to attend on his/her behalf as per a written delegation stating expressly that the agent has the right to attend the Annual General Assembly meeting and vote on its decisions. A delegated person for a number of shareholders shall not have more than (5%) of the Bank issued capital after gaining that delegation. Persons lacking legal capacity and who are incompetent must be represented by their legal representatives. (Subject to the requirements of sections 1 and 2 of Article 40 of the Chairman's Decision (3/R.M.) for 2020 on the adoption of the Public Shareholding Governance Manual).
2. A corporate person may delegate one of its representatives or those in charge of its management under a resolution passed by its Board of Directors or any similar entity to represent such corporate person in any Annual General Assembly meeting of the Bank. The delegated person shall have the powers as determined under the delegation resolution.
3. Shareholders can register to attend the meeting and vote on the items of the Annual General Assembly meeting through www.smartagm.ae.
4. The Annual General Assembly meeting's on-line registration will open from Friday, 27th February 2026 at 10:00 AM to Monday, 2nd March 2026, at 10:00 AM through www.smartagm.ae.
5. Each shareholder registered in the share register on Friday, 27th February 2026, shall be entitled to vote in the General Assembly meeting.
6. Shareholders entitled for cash dividend are those recorded in the share register on Thursday, 12th March 2026, and the last day to participate is Tuesday, 10th March 2026.
7. The Bank's Audited Financial Statements and Directors' Report are available at the Bank's website: www.rakbank.ae and ADX website: www.adx.ae.
8. Quorum at the Annual General Assembly meeting shall be present if shareholders holding or representing by proxy at least 50% of the share capital of the Bank are present at the meeting. If the quorum is not present at the first meeting, the Annual General Assembly meeting shall be adjourned to another meeting to be held on Monday, 9th March 2026, at the same place and time. Quorum at the adjourned meeting shall be present irrespective of the number of the present shareholders.
9. Investors are requested to update their contact details and addresses in ADX records to ensure receiving their dividend appropriately. If approved, dividends shall be distributed through ADX.
10. Special Resolution: a resolution issued by the majority votes of shareholders holding at least 75% of the shares represented at the Annual General Assembly meeting of the Bank.
11. Individual and corporate proxies can register through (www.smartagm.ae), fill out the proxy form and upload it with the supporting documents once the online registration is open.
12. For any queries related to the electronic registration, attendance and eVoting, please read the instructions available on SmartAGM Portal (www.smartagm.ae) or via the support channels on SmartAGM Portal. Alternatively, please contact the Bank at corporate.governance@rakbank.ae.
13. A written proxy form should be lodged with the Bank's Head Office, Sheikh Mohamed Bin Zayed Road, Exit No. 129, Ras Al Khaimah, to the attention of corporate secretariat and governance Team, Tel: +971 4291 3263, before close of business day on Thursday, 26th February 2026.
14. Link to the SCA Investors Rights Guide is accessible on: <https://www.sca.gov.ae/ar/awareness/publications/guidelines.aspx>

Board of Directors