To all shareholders of National Bank of Fujairah PJSC ("the Bank")

Notice to attend the Annual General Assembly Meeting ("AGAM")

The Board of Directors of NBF is pleased to invite all shareholders to attend the Annual General Assembly Meeting of the Bank at 12:00 noon which will be held at DoubleTree by Hilton, Fujairah, United Arab Emirates on Tuesday, 24 March 2026 with the option of remote attendance through Microsoft Teams application to conduct the following business:

Annual General Assembly Agenda

1. To consider and approve the Chairman's Report and Directors' Report on the Bank's activities and its financial position for the year ended 31 December 2025.
2. To consider and approve the Internal Shari'ah Supervision Committee Report for NBF Islamic, the Islamic Banking Window of National Bank of Fujairah PJSC, for the year ended 31 December 2025.
3. To consider and approve the Independent Auditor's Report for the year ended 31 December 2025.
4. To consider and approve the Balance Sheet and Profit and Loss Statement for the year ended 31 December 2025 including the staff bonus pool.
5. To consider and approve the recommendation of the Board of Directors to distribute profit by way of cash dividends of 20% (AED 516.1 million) of paid-up capital.
6. To consider the proposal of the Board of Directors concerning the remuneration of the members after deducting all the depreciations and reserves.
7. To discharge the board members of the Bank from liability for the year ended 31 December 2025.
8. To discharge the external auditors of the Bank from liability for the year ended 31 December 2025.
9. To appoint the external auditors of the Bank for the year ending 31 December 2026 and fix their remuneration.
10. To elect the Board of Directors for a term of three years.
11. To ratify appointing the Internal Shari'ah Supervision Committee Trainee member for NBF Islamic, the Islamic Banking Window of National Bank of Fujairah PJSC upon recommendation by the Board of Directors, for a period of 3 years and fix his remuneration.

To consider passing the following special resolutions:

1. To amend and restate the Memorandum of Association and Articles of Association of the Bank which are currently available on the Bank's website (www.nbf.ae) and Abu Dhabi Securities Exchange (ADX) website (www.adx.ae) and to authorize the Board of Directors of the Bank to take all necessary actions for amendments and restatements and other terms and conditions that do not contradict the provisions of the Commercial Companies Law and to seek any and all approvals from all the relevant competent regulatory authorities required in this connection.

2.a To consider and approve the issuance of non-convertible additional tier 1 (AT1) capital securities of USD ($) 350 million [AED 1.286 billion] for the purposes of strengthening the Bank's capital base.

2.b To authorize the Board of Directors to take all necessary actions to determine the timing, amount, offering mechanism, transaction structure and other terms and conditions (provided that such issuance is subordinated and the terms and conditions also contain a point of non-viability provision and coupon cancellation under certain circumstances) and after obtaining approvals required from the relevant competent regulatory authorities.

Notes

- Any shareholder that has the right to attend the Annual General Assembly may delegate any person elected by such shareholder, other than a member of the Board, or the employees of the Bank under a special written proxy. A proxy of a number of shareholders shall not hold in this capacity over 5% of the capital of the Bank. Shareholders who are minors or interdicted shall be represented by their legal representatives. (Provided that the requirements stipulated in items 1 and 2 of Article No. (40) of the Securities & Commodities Authority's Chairman Decision No. (3 / R.M) of 2020 regarding the approval of the Governance Manual for Public Joint Stock Companies). You can view the disclosure published on the Bank's and Abu Dhabi Securities Exchange website regarding the required procedures to validate the proxy.
- A corporate person may delegate one of its representatives or those in charge of its management under a decision passed by its Board of Directors or any similar entity to represent such corporate person in any General Assembly of the Bank. The delegated person shall have the powers as determined under the delegation decision.
- Remote registration and voting procedures:

  The shareholder or his representative can attend remotely. Shareholders of the bank can attend, register and vote through the Teams application. The link for the invitation and participation in the General Assembly Meeting shall be shared. Therefore, we request the shareholders to contact the bank's Investor Relations Team to complete the registration process for attending the General Assembly Meeting remotely on telephone number: 09-2029210 or by email: NBF-investorrelations@nbf.ae.
- Shareholders entitled to vote in the Annual General Assembly Meeting are shareholders recorded in the Shareholders' Register on Monday, 23 March 2026.
- Dividends shall be paid to shareholders recorded in the Shareholders' Register on Friday, 3 April 2026.
- Shareholders can view the Bank's Financial Statements through the Abu Dhabi Securities Exchange (ADX) website (www.adx.ae) and the Bank's website (www.nbf.ae). Also, the Integrated Annual Report for the year ended 31 December 2025 will be available for all the shareholders at the ADX and NBF websites with sufficient time before the Annual General Assembly Meeting.
- Shareholders can view the guide on investor rights in securities, which is available on the main page of Capital Market Authority (CMA) official website, on the following link: https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx. The same is available on nbf website on the following link: https://nbf.ae/en/about-us/investor-relations/shareholder-services/contact-us
- Quorum at a meeting of the General Assembly shall be present, if shareholders holding or representing by proxy at least 50% of the capital of the Bank are present at the meeting. In the event the quorum for the first meeting of the General Assembly is not met, the next meeting will be held at the same venue on 31 March 2026 at the same time and manner and the second meeting will be valid in all cases.

For more information, please contact Finance Department:
Telephone: 09-2029210 **Facsimile: 09-2029403**

Clarifying disclosure regarding the approval of proxies

According to Clauses 1 & 2 of Article (40) of the Corporate Governance Manual, we would like to inform the shareholders with the following:

1. Each shareholder who has the right to attend the General Assembly may delegate someone from other than the Board members or the staff of the Bank, to attend on his behalf as per a written delegation stating expressly that the agent has the right to attend the General Assembly and vote on its decisions. A delegated person for a number of shareholders shall not have more than (5%) of the Bank's issued capital after gaining that delegation. Persons lacking legal capacity and are incompetent must be represented by their legal representatives.

2. The shareholder signature on the power of attorney referred in clause No. (1) shall be the signature approved by any of the following entities, and the Bank must take the necessary procedures to verify so:

   A. Notary Public.
   B. Commercial chamber of economic department in the UAE.
   C. Bank or company licensed in the UAE, provided that the agent shall have account with any of them.
   D. Any other entity licensed to perform attestation works.

3. The Proxy form shall include the name and the contact number(s) of the shareholder and the brokerage firm or the authority who approved the proxy.