

An Invitation to Attend the General Assembly Meeting
of Invest Bank P.S.C (Public Joint Stock Company)
Commercial Register No. 61581

The Board of Directors of Invest Bank P.S.C. (*Bank*) is pleased to invite the shareholders of the Bank (the *Shareholders*) to attend the General Assembly Meeting (GA) to be held in person at Invest bank Head Office, 5th Floor, Al Nad Area, AlQasimia Emirate of Sharjah, United Arab Emirates, on Thursday 15th October 2026 at 11:00 am or by attending virtually through an electronic link for the meeting that will be sent to the shareholders via SMS or email following registration of their attendance to enable shareholders to attend the meeting virtually to consider the following agenda:

1. Authorize the Chairman of the General Assembly Meeting to appoint the Meeting's Secretary and Vote Collector.
2. Absolve the former member of the Board of Directors of the Bank from liability for his actions.

Special Resolutions

3. Approval of Reverse Share Split (share consolidation), Effective Date, Trading Suspension, Treatment of Fractional Shares and Amendment of Share Capital clauses of Articles of Association:

- a. **Approval of the Reverse Share Split (Shares Consolidation):** The shareholders approve the proposed reverse share split – share consolidation (the "**Consolidation**") of the Bank's issued ordinary shares at a consolidation ratio of **82.18:1**, whereby every 82.18 existing ordinary shares of nominal value AED 0.0122 each shall be consolidated into one (1) ordinary share of nominal value AED 1.00 each, with the total issued share capital remaining unchanged at AED 3,202,492,929.

The position before and after the Consolidation is as follows:

	Before Consolidation	After Consolidation
Total issued share capital	AED 3,202,492,929	AED 3,202,492,929 (unchanged)
Number of issued shares	263,180,982,143	3,202,492,929
Nominal value per share	AED 0.0122	AED 1.00

- b. **Activation / Effective Date and Trading Suspension:** Trading in the Bank's shares will be suspended for five (5) trading days, with the closing-book date falling on the fourth (4th) day of the suspension period. The last day on which the Bank's shares will trade at the pre-Consolidation nominal value will be the tenth (10th) day following the GA meeting approving the Consolidation, and that day shall be designated as the effective date (closing book date). The ADX reference price will be adjusted on the Last Entitlement Date using the formula: Previous Closing Price × (Number of Shares Before Reverse Split ÷ Number of Shares



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After Reverse Split). AD CSD will capture holdings as of the closing-book date, apply the Consolidation ratio and adjust securities balances. On record date +1, the ADX system will reflect the revised paid-up capital. There will be no change to the ISIN following the Consolidation. The relevant dates and the resumption of trading will be announced by ADX and the Bank through the ADX disclosure platform.

- c. **Treatment of Fractional Shares:** Shareholders holding 82 shares or fewer before the Consolidation will receive one (1) new share, so that they remain shareholders of the Bank. For all other shareholders, fractional entitlements shall be rounded down to the nearest whole number. Fractional entitlements, net of the shares required to ensure that each shareholder receives at least one (1) new share, shall be aggregated into whole shares and sold through ADX at the prevailing market price. The net proceeds of sale will be distributed pro rata to the entitled shareholders ten (10) working days from the settlement date of the sale of the fractional shares in the market. AD CSD will manage the calculation and distribution process. The applicable fee for this service will be borne by the Bank.
- d. **Amendment to the Articles of Association:** The shareholders approve the consequential amendment to Article 5 of the Articles of Association to reflect: (a) the revised number of issued shares as 3,202,492,929; and (b) the new nominal value per share as AED 1.00. The shareholders authorise the Board of Directors to complete all filings, registrations and notifications required in connection with the Consolidation and the amendment to the Articles of Association with the CMA, ADX, CBUAE, the competent authority and the commercial registrar within the periods required by applicable law and the relevant authorities, including the prior consent or approval required under Article 139 of the Companies Law and Article 52(2) of the Articles of Association.

Enclosed with this Invitation

The Shareholder Information Circular is published on Bank's Website and Bank's page on ADX Portal and contains the rationale for the proposed Consolidation, together with information on its effects and implementation.

Notes:

1. Each shareholder who has the right to attend the Assembly Meeting may delegate any other person other than a member of the Bank's Board of Directors, staff of the Bank, or securities brokerage companies, or its employees, to attend on his/her behalf as per a special written delegation. A delegated person for a number of shareholders shall not represent more than (5%) of the Bank's issued capital after gaining such delegations, persons lacking legal capacity or who are incompetent shall be represented by their legal representatives (according to Clauses 1 and 2 of Article (40) of the Chairman of Authority Board of Directors', Decision no. (3/Chairman) of 2020 concerning the Approval of Joint Stock Companies Governance Guide issued by the Securities and Commodities Authority). For further clarification, you can view the clarifying declaration as published on Bank's electronic webpage and the disclosure on ADX website regarding the procedures for the approval of proxies.
2. A corporate shareholder may delegate one of its representatives or those in charge of its management pursuant to a resolution passed by its board of directors (or similar body) to attend the General Assembly of the Bank with authority as per the as per delegation text.

Shareholders can send the published proxy form duly filled in as well as their representatives can send their delegation documents for verification at least 5 days prior to the General Assembly Meeting to the Bank's consultants M/S LUMI via: <https://smartagm.ae/>

3. Shareholders who are registered on Wednesday 14th October 2026 shall be entitled to attend, and vote, in person or to register and vote through the digital platform "smartagm.ae", at the General Assembly Meeting.
4. No proposal to distribute any dividends.
5. The General Assembly Meeting shall be held at Invest Bank Head Office, Al Nad, Al Qasimia, Emirate of Sharjah, UAE, on the date and time stated on the invitation, by the attendance of Board of Directors, Financial and Legal Advisors, Secretary and Vote Collector, Shareholders and / or their representatives. Participation will be in person at the address set out above or remotely/electronically.
6. Shareholders can view the documents related to the general assembly through ADX's website www.adx.ae and the Bank's website www.investbank.ae.
7. Shareholders attending the meeting remotely can register and vote using SMART AGM digital platform "smartagm.ae". To enquire about the registration and voting procedure, please visit SMART AGM's website www.smartagm.ae
8. The Meeting of the General Assembly is not valid unless registration, personally or electronically, of shareholders who own or represent by proxy no less than (50%) of the Bank's capital. If this quorum is not available at the first meeting, then the second meeting will be held on Thursday 22nd October 2026 at the same time and place. The postponed meeting is considered valid regardless of the attendance rate of the registered shareholders.
9. In the event that the assembly's quorum was not formed, the proxies issued to attend the first meeting are considered valid and enforceable for the subsequent meeting unless explicitly cancelled by the concerned shareholder via notice addressed to the Bank at least two days before the aforementioned date.
10. The special resolutions of the GM shall be adopted by way of a resolution requiring the consent of shareholders representing at least three-quarters of the shares represented at the meeting.
11. You can view the Investors' Rights in the Securities Guide, available on the main page of the Capital Market Authority's official website:

<https://www.sca.gov.ae/en/regulations/minority-investor-protection>

Proxy Form

I / we:

The shareholder(s) of Invest Bank PSC.

Hereby appoint by virtue of the proxy

Mr. / Mrs.:

To represent me and vote on my behalf in the General Assembly meeting of Invest Bank on all agenda items which will be held on Thursday 15 of October 2026 at 11:00 AM. Remotely/e-voting or In person or any adjourned meeting, thereafter.

Shareholder Investor Number:

Shareholder Valid Mobile Number:

Proxyholder Valid Mobile Number:

Proxyholder Valid ID Number:

Proxyholder Valid Email Address:

Date: / / 2026

By signing this proxy, I / we confirm my/our consent to use the remote attendance technology and acknowledges that I/ we, or the authorized representative, fully understand the procedures for using this technology to attend and vote.

Signature of Shareholders / Authorized Representatives:

Corporate Stamp:

Individual Proxy	Corporate Proxy
1- Shareholder's signature on the written delegation shall be approved by any of the following entities: • Notary Public • Commercial chamber or economic department in the state. • Bank or company licensed in the state, provided that the agent shall have an account with any of them. • Any other entity licensed to perform attestation works. 2-Additionally, please attach the following Valid Documents: • Emirates ID copy (Front and Back) or Passport Copy of the shareholder. • Emirates ID copy (Front and Back) or Passport Copy of the Proxyholder.	1- 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. 2- The delegation letter or form should be signed by an authorized signatory and provide the supporting document such as POA, Trade License etc. 3- Additionally, please attach the following Valid Documents: • Emirates ID copy (Front and Back) or Passport Copy of the Proxyholder.

Notes:

- After completing the proxy form please upload it with the supporting documents electronically at <https://smartagm.ae>
- The registrar has the right to communicate with the shareholders to validate the given data as deemed appropriate

INVEST BANK P.S.C.

(A public stock company incorporated in the Emirate of Sharjah, UAE)

Listed on the Abu Dhabi Securities Exchange

Commercial Register No. 61581

SHAREHOLDER INFORMATION CIRCULAR SHAREHOLDERS CONFIRMATION STATEMENT

Proposed Reverse Share Split (Share Consolidation)

*This circular is issued for the information of shareholders of Invest Bank P.S.C.
in connection with the General Assembly to be held on 15 October 2026.*

Circular Dated 23 September 2026

1. Introduction

The Board of Directors (the "**Board**") of Invest Bank P.S.C. (the "**Bank**") is proposing a reverse share split (share consolidation) (the "**Consolidation**") to be approved by the shareholders of the Bank at a General Assembly (the "**GA**"). This circular provides shareholders with the information necessary to consider and vote on the proposed Consolidation.

The Consolidation requires approval by the shareholders by special resolution at a General Assembly (a resolution approved by shareholders holding not less than 75% of the shares represented at the meeting, as contemplated by Article 1 of the Companies Law) in accordance with Article 52(1) of the Articles. Any amendment to the Articles and any required regulatory approvals will be subject to Article 139 of the Companies Law and Article 52(2) of the Articles, including the prior approvals of the CMA and the CBUAE.

The Consolidation has received preliminary no-objection from the Central Bank of the UAE ("**CBUAE**") and the approval of the Capital Market Authority ("**CMA**") and the Abu Dhabi Securities Exchange ("**ADX**").

2. Rationale for the Reverse Share Split

The Board recommends the Consolidation for the following reasons:

- (a) **Normalisation of capital structure:** The Bank's current low nominal value and corresponding low share price are the result of prior capital restructuring measures undertaken to strengthen the Bank's regulatory capital position. The Consolidation will

restore the nominal value to AED 1.00 per share, bringing the Bank's capital structure into alignment with market norms and regulatory expectations.

- (b) **Improved share price presentation and orderly trading:** The Bank's shares currently trade at approximately AED 0.028 per share. Following the Consolidation, the market price per share is expected to be proportionately higher and in the range of AED 2.00 – 2.50. Because trading on ADX is subject to minimum price increments, a higher trading price is expected to reduce the applicable tick size as a proportion of the share price, which may support tighter relative bid-ask spreads and more orderly trading.

3. The Proposed Consolidation

3.1 Consolidation Ratio

It is proposed that the Consolidation will be effected on the basis of a 82.18:1 ratio: every 82.18 existing ordinary shares of the Bank, each with a nominal value of AED 0.0122, will be consolidated into one (1) new ordinary share with a nominal value of AED 1.00. A shareholder holding 82 existing shares or fewer will receive one (1) new share under the minimum allocation described in Section 4. In all other cases, the number of new shares allocated will be rounded down to the nearest whole number, and any resulting fractional entitlement will be dealt with in accordance with Section 4.

3.2 Before and After — Capital Table

Consolidation ratio: 82.18:1 (that is, 82.18 existing shares for one (1) new share)

	Before Consolidation	After Consolidation
Total issued share capital	AED 3,202,492,929	AED 3,202,492,929 (unchanged)
Number of issued shares	263,180,982,143	3,202,492,929
Nominal value per share	AED 0.0122	AED 1.00

Important: The total issued share capital of the Bank remains unchanged at AED 3,202,492,929. The Consolidation does not involve any increase or decrease of the Bank's total capital. It is purely a change in the denomination of shares - fewer shares, each of a higher nominal value, representing the same total capital.

4. Treatment of Fractional Shares

The whole-share entitlement for each shareholder will be calculated by dividing the shareholder's existing shares by 82.18 and rounding down to the nearest whole number, except

that a shareholder whose rounded-down entitlement is zero will receive one (1) new share. This one-share minimum ensures that every current shareholder remains a shareholder of the Bank following the Consolidation.

Following the rounding-down calculation and the one-share minimum allocation, any remaining fractional entitlements will be aggregated into whole shares and sold on ADX at the prevailing market price, subject to confirmation by ADX. The net proceeds of sale will be distributed pro rata to the shareholders entitled to those fractional proceeds within ten (10) working days from the settlement date of the sale of the fractional shares in the market.

The proceeds distributed to shareholders will be net of brokerage and stock exchange transaction costs attributable to the sale of the aggregated fractional shares. The applicable fee for the fractional-share distribution service will be borne by the Bank. AD CSD will manage the calculation and distribution process. No cost will be borne by shareholders in connection with the fractional-share aggregation, sale and distribution process; all applicable fees and costs will be borne by the Bank.

5. Impact on Shareholders

5.1 Proportional Ownership Unchanged

Each shareholder's proportionate ownership of the Bank is expected to remain substantially unchanged following the Consolidation, subject to the effects of rounding down and the one-share minimum allocation. The number of shares held by each shareholder will decrease, but the percentage of the Bank's capital represented by the holding will generally be unchanged, except to the extent affected by those mechanics. The total nominal value and market value of an individual holding may differ modestly as a result of the one-share minimum, rounding and any cash distribution for a fractional entitlement.

5.2 Illustrative Example — Shareholders Holding an Exact Multiple of the Consolidation Ratio

For the illustrative examples in this Section 5, the assumed pre-Consolidation trading price is AED 0.028 per existing share and the assumed post-Consolidation trading price is AED 2.30104 per new share (approximately AED 2.30). The pre-Consolidation trading price is a placeholder to be updated near execution, and the same assumed prices are used throughout solely to facilitate comparison.

	Before Consolidation	After Consolidation
Shareholder holds	8,218 shares	100 shares
Nominal value per share	AED 0.0122	AED 1.00
Assumed market price per share	AED <u>0.028</u>	AED 2.30104 (approximately AED 2.30)

Total nominal value of holding	AED 100.00	AED 100.00
Percentage ownership of Bank	0.00000312%	0.00000312%
Market value (illustrative)	AED 230.10	AED 230.10
Cash amount for fractions	-	AED 0.00
Market value incl. cash	AED 230.10	AED 230.10

5.3 Illustrative Example - Shareholders Holding More Than 82 Shares and Receiving Cash for a Fractional Entitlement

Illustrative Example — Shareholders Holding More Than 82 Shares and Receiving Cash for a Fractional Entitlement	Before Consolidation	After Consolidation
Shareholder holds	100 shares	1 share
Nominal value per share	AED 0.0122	AED 1.00
Assumed market price per share	AED <u>0.028</u>	AED 2.30104 (approximately AED 2.30)
Total nominal value of holding	AED 1.22	AED 1.00
Percentage ownership of Bank	0.00000004%	0.00000003%, subject to rounding
Market value (illustrative)	AED 2.80	AED 2.30
Cash amount for fractions	-	AED 0.50
Market value incl. cash	AED 2.80	AED 2.80

5.4 Illustrative Example — Shareholders Holding 82 Shares or Fewer

A shareholder holding 80 existing shares (which is 82 shares or fewer) would receive one (1) new share because the rounded-down entitlement would otherwise be zero. At the assumed prices, the holding has an illustrative market value of AED 2.24 before the Consolidation and AED 2.30 after the Consolidation, with no cash amount payable for a fractional entitlement. This example illustrates the one-share minimum and is not a cash-for-fraction example.

Note: The examples in this section are illustrative only and use the 82.18:1 Consolidation ratio, the assumed pre-Consolidation trading price of AED 0.028 per existing share and the assumed post-Consolidation trading price of AED 2.30104 per new share (approximately AED 2.30). The pre-Consolidation trading price is a placeholder to be updated near execution. Final amounts may change depending on the final share register, the final ADX trading price and the fractional-share mechanism approved by ADX and the relevant regulators.

6. Indicative Timetable

Event	Indicative Date / Status
Board Meeting — approval of GA invitation and agenda	14 September 2026
Publication of GA notice and circular (2 Arabic newspapers + ADX)	22 September 2026
Record date for GA attendance and voting	14 October 2026
Record date for Consolidation entitlement (to be included in GA invitation resolution)	29 October 2026
General Assembly (GA)	15 October 2026
Submit GA results to CMA and ADX	Same day or following morning
CMA final approval	16 October 2026
Last trading day at pre-Consolidation nominal value / Effective date (closing book date)	10th day following the GA (to be confirmed by ADX — must be a trading day)
AD CSD share register adjustment	On Record Date
ADX reference pricing date for technical adjustment (Last Entitlement Date)	The reference price will be adjusted on the Last Entitlement Date using the formula: Previous Closing Price × (Number of Shares Before Reverse Split ÷ Number of Shares After Reverse Split).
Activation/effective date (closing-book date)	Tenth (10th) day following the GA meeting approving the Consolidation; designated as the effective date (closing-book date).
Resumption of trading at post-Consolidation nominal value	First trading day following end of suspension
Distribution of fractional share proceeds (if applicable)	Within ten (10) working days from the settlement date of the sale of the fractional shares in the market
New ISIN	No change

7. No Change to Total Share Capital

For the avoidance of doubt:

- The Bank's total issued share capital remains AED 3,202,492,929;
- No new capital is being raised and no capital is being returned to shareholders;
- Each shareholder's proportionate economic interest is expected to remain substantially unchanged, subject to the effects of rounding down and the one-share minimum allocation;
- The Bank's regulatory capital (CET1, Tier 1, Total CAR) is unaffected; and
- The Consolidation is an administrative restructuring of share denomination only and, by itself, is not expected to affect the Bank's overall market capitalisation.

8. Frequently Asked Questions

Q1: Will my total investment value change?

No. The Consolidation is intended to leave the total value of your holding broadly unchanged, subject to market movements and the effects of rounding, the one-share minimum allocation and any cash paid for a fractional entitlement. You will hold fewer shares, but each new share is expected to have a proportionately higher nominal value and market price. Market prices are determined by supply and demand and may fluctuate.

Q2: Do I need to take any action?

No action is required from you. The adjustment will be made automatically to your ADX investor account. Please ensure that your bank account details registered with ADX or the AD CSD are current so that any cash proceeds in respect of a fractional entitlement can be paid to you promptly. If you have questions, please contact Investor Relations using the details in Section 10.

Q3: Will I receive a new share certificate?

Shares are held in dematerialised form on the ADX register. No physical certificates are issued. Your updated shareholding will be reflected in your ADX investor account and/or your broker account automatically.

Q4: Where will the cash amount in respect of the fractional entitlement be paid?

AD CSD will manage the calculation and distribution of the cash proceeds from the sale of fractional entitlements. The cash proceeds are expected to be paid to the bank account registered with ADX or the AD CSD, subject to confirmation with ADX and/or the AD CSD. This is usually the same bank account through which you receive dividends from ADX-listed shares. If you would like the amount to be paid to a different bank account, you should update your bank account details through the ADX application or any other channel confirmed by ADX.

Q5: What happens if my shares do not divide evenly?

Please see Section 4 above regarding the treatment of fractional entitlements.

Q6: What happens if I hold 82 shares or fewer?

You will remain a shareholder. If you hold 82 shares or fewer before the Consolidation, your rounded-down entitlement would otherwise be zero, but you will receive one (1) new share under the one-share minimum. No cash amount will be paid in respect of that holding's fractional entitlement.

Q7: Will the Bank's share price change?

The market price per share is expected to increase proportionately to reflect the reduced number of shares. However, market prices are determined by supply and demand and may fluctuate.

Q8: Will there be any impact on dividends?

Future dividend distributions (if any) will be paid on the basis of the new (lower) number of shares in issue. The per-share dividend amount will therefore be proportionately higher, but the total dividend paid to you (as a proportion of the Bank's total distribution) will be unchanged.

Q9: Is this a capital reduction?

No. The Bank's total paid-up share capital remains unchanged at AED 3,202,492,929. This is not a reduction of capital and no capital is being returned to shareholders.

Q10: What approvals are required?

Before this circular is published, the Bank expects to have obtained the required regulatory approvals or no-objections from the CBUAE, CMA and ADX, as applicable. Shareholders will also be asked to approve the Consolidation by special resolution at the GA.

9. Recommendation

Having considered the rationale for the Consolidation and its expected effects on the Bank and its shareholders, the Board considers the Consolidation to be in the best interests of the Bank and its shareholders and unanimously recommends that shareholders vote in favour of the special resolution at the GA.

10. Further Information

Shareholders who have questions regarding the Consolidation may contact the Investor Relations Department. Investor Relations will coordinate shareholder queries with the Bank's legal advisors and financial advisors, as appropriate:

Invest Bank P.S.C.

Investor Relations Department

5th Floor, Al Nad Area, Al Qasimia, Emirate of Sharjah, UAE

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