

P.O. Box 5389, Al Safat 12170

State of Kuwait

Telephone: +965 2298 8000

Fax: +965 2298 8419

Authorized Capital KD 600,000,000

Issued and paid up capital KD 380,605,394/500

Commercial Registration Number 24067

www.burgan.com

ص.ب. ٥٣٨٩، الصفاة ١٢١٧٠

دولة الكويت

هاتف: ٨٠٠ ٢٢٩٨ ٩٦٥+

فاكس: ٨٤١٩ ٢٢٩٨ ٩٦٥+

رأس المال المصرح به ٦٠٠,٠٠٠,٠٠٠ د.ك.

رأس المال المصدر والمدفوع ٣٨٠,٦٠٥,٣٩٤/٥٠٠ د.ك.

سجل تجاري رقم ٢٤٠٦٧



بنك بروتان
BURGAN BANK

ش.م.ك.ع. | K.P.S.C.

Date : 15/02/2026

Ref : 127 /2026

M/S. Boursa Kuwait

Dear Sirs,

Subject: The 62nd Annual General Assembly Meeting for the Shareholders of Burgan Bank K.P.S.C.

In accordance with Article 10 (Disclosure and Transparency) of the Executive Regulations of Law No. 7 of 2010 and its amendments issued pursuant to the decision of the Capital Markets Authority No. (72 of 2015) regarding the disclosure of material information and its announcement mechanism.

Please find attached the disclosure model concerning material information related to the invitation to hold the Ordinary General Assembly Meetings for the shareholders of Burgan Bank K.P.S.C. as mentioned above. Also attached is a copy of the agendas for the aforementioned assemblies for consideration of the items included therein.

Please accept our highest regards,

Khalid Fahad Al-Zouman
Group Chief Financial Officer



Application Form for the Announcement of a General Assembly Meeting

Date	15/02/2026
Name of Listed Company	Burgan Bank (K.P.S.C)
Type of assembly	<input checked="" type="checkbox"/> Ordinary <input type="checkbox"/> Extraordinary
Date and time of the general assembly	On Saturday 28/03/2026 at 12:00 PM
Final date for purchasing the company's shares to be registered in the registry of the right to attend the general assembly ❖	15/03/2026
Date of the Right to Attend the General Assembly ❖❖	18/03/2026
Participation period ❖❖❖	18/03/2026
Items of the agenda	<p>First: Reading the Board's report for the fiscal year ended as at 31/12/2025 and ratify the same.</p> <p>Second: Reading BB external auditors' report for the fiscal year ended as at 31/12/2025 and ratify the same.</p> <p>Third: Reading the Board of Director's report on imposed penalties during the financial year ended as at 31/12/2025.</p> <p>Fourth: Approve & ratify the Financial Statements and profit & loss account for the financial year ended as at 31/12/2025.</p> <p>Fifth: Approve the deduction of 10% for the statutory reserve.</p> <p>Sixth: Approve the deduction of 10% for the voluntary reserve</p>

Seventh: Approve the Board's proposal to distribute 6% cash dividends of the share's nominal value (6 fils per share) such dividends are due to the shareholders registered in the bank's records at the end of the maturity date specified as on 16/04/2026 - after deducting treasury shares - and shall be distributed on 23/04/2026, and the timetable for shares maturity regarding cash dividends shall be as follows:

Cum-Dividend Date (last trading date of Securities cum-dividend)	Monday 13/04/2026
Maturity Date	Thursday 16/04/2026
First Trading Day without Dividend	Tuesday 14/04/2026
Cash Payment Date	Thursday 23/04/2026

And to authorize the Board of Directors to amend the timetable for the execution of the AGM resolution regarding cash dividend in the case of an inability to complete the necessary requirements to execute the timetable for any reason.

Eighth: Approve the Board's proposal to issue 190,302,697 shares (one hundred and ninety million, three hundred and two thousand, six hundred and ninety - seven shares) and at a rate of 5% of the issued and paid-up capital, distributed as free bonus shares to the shareholders registered in the bank's records as of the due date, each in proportion to what he owns (and at a rate of 5 shares for every hundred shares) – in the manner issued by the bank's board of directors' decision to increase the issued and paid-up capital from an amount of 380,605,394/500 KWD (three hundred and eighty million, six hundred and five thousand, three hundred and ninety-four Kuwaiti dinars and five hundred fils) to an amount of 399,635,664/200 KWD (three hundred and ninety-nine million, six hundred and thirty-five thousand, six hundred and sixty-four Kuwaiti dinars and two hundred fils) and amending Articles (6) of the memorandum of association and (5) of the bank's articles of association accordingly, and to cover this increase amounting to KWD 19,030,269/700 (nineteen million, thirty thousand and two hundred sixty-nine Kuwaiti dinars and seven hundred fils) from the profit and loss account and authorize the Board of Directors to act as it deems fit regarding the resulting fractional shares, all after obtaining the approval of the competent authorities. These shares are due to shareholders registered in the bank's records at the end of the due date set for 16/04/2026 and will be distributed on 23/04/2026, and the timetable related to share entitlements regarding bonus shares shall be as follows:



Cum-Dividend Date	
(last trading date of Securities Cum-dividend)	Monday 13/04/2026
Maturity Date	Thursday 16/04/2026
First Trading Day without Dividend	Tuesday 14/04/2026
The date in which the bonus shares will be listed in the shareholders' records	Thursday 23/04/2026

And to authorize the Board of Directors to amend the timetable for implementing the assembly's decision regarding the bonus shares in the event that the month's procedures are not completed at least eight working days before the maturity date.

Ninth: Approve the authorization of the Board of Directors to purchase, sell or dispose shares not exceeding 10% (ten percent) of the bank's shares and pursuant to the terms and regulations stipulated by the law as well as regulations, instructions and resolutions of the regulatory authorities in this regard, provided that this authorization will be valid for eighteen months starting from the date of issue.

Tenth: Approval to authorize the Board of Director to issue bonds of all types including "Perpetual Bonds" in Kuwaiti Dinar or any other currency deemed appropriate inside or outside the State of Kuwait, provided that it shall not exceed the limit permitted by law or equivalent in foreign currencies, whether for supporting capital adequacy ratios ("CAR") in accordance with CBK instructions regarding the application of Capital Adequacy Ratio (CAR) of Basel III or for other strategic purposes and in all cases in accordance with the relevant legal rules. Also, authorize the Board of Directors to determine the type of these bonds, their currencies, tenor, nominal value, interest rate and repayment date – if any -, in addition to their amount coverage, rules of offering and redemption and all terms and conditions therein, after having the approval of the competent regulatory authorities and the Board of directors shall have the right to seek assistance from entities deemed to be appropriate for the execution of all or some of the above-mentioned provisions.

Eleventh: Recitation and approval of the report of transactions made for the period ended m 31/12/2025 or transactions to be made with related parties during the year 2026.

Twelfth: Approval of the General Assembly on the Board Members' Remuneration and the Board Committees' Remuneration for the year 2025



	<p>with the amount of KD 445,000 (Kuwaiti Dinar Four hundred and forty-five thousand only).</p> <p>Thirteenth: Authorize the bank to grant loans or advances on current account and to provide facilities and guarantees to the Board Members during the fiscal year 2026 in accordance with the similar terms and conditions the bank applies when dealing with other parties pursuant to the applicable law and CBK instructions.</p> <p>Fourteenth: Authorize the Board of Directors to undertake donations to charity projects.</p> <p>Fifteenth: Discharge and clear the board members from liability for their legal actions during the fiscal year ended as of 31/12/2025.</p> <p>Sixteenth: Appoint or re-appoint the External Auditors for the fiscal year 2026 and authorize the board to specify their financial charges.</p>
Methods of participating in the Assembly	<p><input type="checkbox"/> Attendance (in person or through power of attorney)</p> <p><input checked="" type="checkbox"/> Attendance + electronic</p>
Place of holding the general assembly	Banking hall at Burgan Bank premises, located in Sharq Area, Abu-Obaida Ibn Al-Jarah Street, beside Boursa building.
The postponed date of the assembly in the event of a lack of quorum	06/04/2026

◆ Third Business Day before the date of the right to attend the general assembly according to the current settlement cycle.

◆◆ Every shareholder registered in the company's registries on this day has the right to attend the general assembly, even if the share was sold before the date of the general assembly.

◆◆◆ It is the period that commences from the Date of the Right to Attend the General Assembly, amounting to ten Business Days prior to the date specified for holding the meeting, and lasts until closing the participation in each Item of the Meeting's agenda by the system's manager.



Khalid Fahad Al-Zouman
Group Chief Financial Officer




**Agenda of the Annual Meeting of
BB 62st Ordinary General Assembly
for the Shareholders of Burgan Bank (K.P.S.C)**

The Board of Directors of Burgan Bank (K.P.S.C) is pleased to invite the esteemed shareholders to attend the annual meeting of BB 62st Ordinary General Assembly scheduled at 12 noon on Saturday, corresponding to 28/03/2026 at the banking hall at Burgan Bank, located in Sharq Area, Abu-Obaida Ibn Al-Jarah Street, beside Boursa, to look into the agenda items as given below:

First: Reading the Board's report for the fiscal year ended as at 31/12/2025 and ratify the same.

Second: Reading BB external auditors' report for the fiscal year ended as at 31/12/2025 and ratify the same.

Third: Reading the Board of Director's report on imposed penalties during the financial year ended as at 31/12/2025.

Fourth: Approve & ratify the Financial Statements and profit & loss account for the financial year ended as at 31/12/2025.

Fifth: Approve the deduction of 10% for the statutory reserve.

Sixth: Approve the deduction of 10% for the voluntary reserve.

Seventh: Approve the Board's proposal to distribute 6% cash dividends of the share's nominal value (6 fils per share) such dividends are due to the shareholders registered in the bank's records at the end of the maturity date specified as on 16/04/2026 - after deducting treasury shares - and shall be distributed on 23/04/2026, and the timetable for shares maturity regarding cash dividends shall be as follows:

Cum-Dividend Date (last trading date of Securities cum-dividend)	Monday 13/04/2026
Maturity Date	Thursday 16/04/2026
First Trading Day without Dividend	Tuesday 14/04/2026
Cash Payment Date	Thursday 23/04/2026

And to authorize the Board of Directors to amend the timetable for the execution of the AGM resolution regarding cash dividend in the case of an inability to complete the necessary requirements to execute the timetable for any reason.

Eighth: Approve the Board’s proposal to issue 190,302,697 shares (one hundred and ninety million, three hundred and two thousand, six hundred and ninety - seven shares) and at a rate of 5% of the issued and paid-up capital, distributed as free bonus shares to the shareholders registered in the bank’s records as of the due date, each in proportion to what he owns (and at a rate of 5 shares for every hundred shares) – in the manner issued by the bank’s board of directors’ decision to increase the issued and paid-up capital from an amount of 380,605,394/500 KWD (three hundred and eighty million, six hundred and five thousand, three hundred and ninety-four Kuwaiti dinars and five hundred fils) to an amount of 399,635,664/200 KWD (three hundred and ninety-nine million, six hundred and thirty-five thousand, six hundred and sixty-four Kuwaiti dinars and two hundred fils) and amending Articles (6) of the memorandum of association and (5) of the bank’s articles of association accordingly, and to cover this increase amounting to KWD 19,030,269/700 (nineteen million, thirty thousand and two hundred sixty-nine Kuwaiti dinars and seven hundred fils) from the profit and loss account and authorize the Board of Directors to act as it deems fit regarding the resulting fractional shares, all after obtaining the approval of the competent authorities. These shares are due to shareholders registered in the bank’s records at the end of the due date set for 16/04/2026 and will be distributed on 23/04/2026, and the timetable related to share entitlements regarding bonus shares shall be as follows:

Cum-Dividend Date (last trading date of Securities Cum-dividend)	Monday 13/04/2026
Maturity Date	Thursday 16/04/2026
First Trading Day without Dividend	Tuesday 14/04/2026
The date in which the bonus shares will be listed in the shareholders’ records	Thursday 23/04/2026

And to authorize the Board of Directors to amend the timetable for implementing the assembly's decision regarding the bonus shares in the event that the month's procedures are not completed at least eight working days before the maturity date.

Ninth: Approve the authorization of the Board of Directors to purchase, sell or dispose shares not exceeding 10% (ten percent) of the bank's shares and pursuant to the terms and regulations stipulated by the law as well as regulations, instructions and resolutions of the regulatory authorities in this regard, provided that this authorization will be valid for eighteen months starting from the date of issue.

Tenth: Approval to authorize the Board of Director to issue bonds of all types **including "Perpetual Bonds"** in Kuwaiti Dinar or any other currency deemed appropriate inside or outside the State of Kuwait, provided that it shall not exceed the limit permitted by law or equivalent in foreign currencies, whether for supporting capital adequacy ratios ("CAR") in accordance with CBK instructions regarding the application of Capital Adequacy Ratio (CAR) of Basel III or for other strategic purposes and in all cases in accordance with the relevant legal rules. Also, authorize the Board of Directors to determine the type of these bonds, their currencies, tenor, nominal value, interest rate and repayment date – **if any** -, in addition to their amount coverage, rules of offering and redemption and all terms and conditions therein, after having the approval of the competent regulatory authorities and the Board of directors shall have the right to seek assistance from entities deemed to be appropriate for the execution of all or some of the above-mentioned provisions.

Eleventh: Recitation and approval of the report of transactions made for the period ended m 31/12/2025 or transactions to be made with related parties during the year 2026.

Twelfth: Approval of the General Assembly on the Board Members' Remuneration and the Board Committees' Remuneration for the year 2025 with the amount of KD 445,000 (Kuwaiti Dinar Four hundred and forty-five thousand only).

Thirteenth: Authorize the bank to grant loans or advances on current account and to provide facilities and guarantees to the Board Members during the fiscal year 2026 in accordance with the similar terms and conditions the bank applies when dealing with other parties pursuant to the applicable law and CBK instructions.

Fourteenth: Authorize the Board of Directors to undertake donations to charity projects.

Fifteenth: Discharge and clear the board members from liability for their legal actions during the fiscal year ended as of 31/12/2025.

Sixteenth: Appoint or re-appoint the External Auditors for the fiscal year 2026 and authorize the board to specify their financial charges.

The Board of Directors is pleased to invite the holders of bonds issued by the bank to attend this meeting at the same time and place as mentioned above. They shall have the right to contribute in discussion without voting right on the resolutions.

If the legal quorum for the meeting isn't fulfilled, a second meeting for the Ordinary General Assembly will be held in the same place and with the same agenda at 2:30 pm on Monday, corresponding to 06/04/2026. This invitation applies to the second meeting which will be valid regardless of the representative shares.

In conclusion, our esteemed shareholders are kindly requested to contact Kuwait Clearing Company ("KCC") to collect their attendance cards.

Regards,

Chairman of the Board