



Proxy form

I, the undersigned _____, being a shareholder in Al Baraka Banking Group B.S.C. appoint Mr. / Ms. _____ to represent me and vote on my behalf in the e-Ordinary and e-Extraordinary General Assembly Meeting to be successively held on Wednesday 23 March 2022, or any subsequent adjournment of these meetings.

Authorization for the following:

The e-Ordinary General Meeting:

	Yes	No	Abstain
1. To approve the minutes of the Ordinary General Assembly meeting held on 25/03/2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To discuss and approve the Directors Report on the activities of the Bank for the Financial Year ended on 31/12/2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To review the Unified Sharia Supervisory Board's Report for the financial year ended on 31/12/2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To review the External Auditors' report for the financial year ended ended on 31/12/2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To discuss and approve the consolidated financial statements for the financial year ended on 31/12/2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To approve the related parties' transactions as stated in note No. (25) of the above financial statements, which accommodates with the Article 189 of the Commercial Companies Law.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To approve the following Board of Directors' recommendations, after obtaining the required official approvals:			
a. The transfer of 10% of the Net Income attributable to equity holders of the Parent amounting to US\$ 11,274,985 to the Statutory Reserve.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. The transfer of US\$ 101,474,868 to the Retained Earnings.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To approve a remuneration of US\$ 1.5 Million to the Members of the Board of Directors for the financial year ended on 31/12/2021, after obtaining the required approval from the Minister of Industry, Commerce and Tourism.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To review the Corporate Governance Report as per the instruction of the Central Bank of Bahrain:			
a. To review the evaluation of the Board, Board Members and Board Committees (included in the annual report distributed to shareholders).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. To review the board members attendance percentage report for the board meetings for the year 2021 (included in the annual report distributed to shareholders).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To approve a delisting of Al Baraka Banking Group's shares from Nasdaq Dubai, effected through a cancellation of the admission of the ordinary shares of the Group to the Official List of Securities maintained by the Dubai Financial Services Authority and the removal from trading on Nasdaq Dubai, subject to obtaining the necessary regulatory approvals; and the approval to authorize and empower the Board of Directors or its delegate to undertake the necessary steps and to implement or execute any documents necessary in order to implement the resolution of the ordinary general assembly on the foregoing item, including signing the forms or documents required by the relevant regulatory authorities.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To authorize the management of Al Baraka Banking Group to pay an amount of US\$ 346,967 as zakat on behalf of all shareholders amounting to US Cent 3.0 for each 100 shares, and to approve that the amount to be deducted directly from the retained earnings, and the management has the right to authorize whomever it deems appropriate to distribute the Zakat to the parties entitled to it.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To absolve the Directors from liability for the Financial Year ended on 31/12/2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



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13. To approve the aggregate benefits and remuneration of US\$ 105,000 to the members of the Unified Sharia Supervisory Board for the financial year ended on 31/12/2021..
14. To ratify the recommendation of the Board of Directors to appoint Messrs. PricewaterhouseCoopers as External Auditors for Al Baraka Banking Group for the financial year ending on 31/12/2022, and to authorize and empower the Board of Directors or its delegate to determine their remuneration, subject to the approval of the Central Bank of Bahrain.
15. To discuss any urgent matter arises according to Article 207 of Commercial Companies Law No. 21/2001 and its amendments.

The e-Extraordinary General Meeting:

Yes No Abstain

1. To approve the minutes of the Extraordinary General Assembly meeting held on 30/11/2020.
2. To approve the amendments of Al Baraka Banking Group's memorandum and articles of association in accordance to the legislative decree no. (3) of the year 2022, legislative decree no. (20), (63) and (64) of the year 2021, and the legislative decree no. (28) of the year 2020 in relation to the Commercial Companies Law ("CCL") issued by the legislative decree no. (21) of the year 2001 and its amendments, subject to the approvals of the relevant regulatory authorities; and to approve to authorize and empower the Board of Directors or its delegate to undertake the necessary steps and to implement or execute any documents necessary in order to implement the resolution of the extraordinary general assembly on the foregoing item, including signing the fully amended memorandum and articles of association before the notary public and any forms or documents required by the relevant regulatory authorities.

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Shareholder Name : _____

Investor No.: _____

Number of Shares: _____

Signature: _____ Date: _____ / _____ / 2022

Important Notes to the Shareholders:

1. The shareholders or the persons who have been authorized to attend must send the above data at least 24 hours before the date of the meeting.
2. The appointed proxy shall neither be the Chairman nor a director or an employee of the Company.

Al Baraka Banking Group (B.S.C.)

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