

The Board of Directors of Al Baraka Group B.S.C (C.R No. 48915) is pleased to invite you to attend the e-Extraordinary General Assembly meeting at 11:00 am (Bahrain Time) on Tuesday November 14th 2023 under the administration of Bahrain Clear Company, in order to consider the agenda items set below and pass appropriate resolutions regarding them. In the event that the quorum is not complete or a technical issue/glitch occurs during the meeting at the electronic platform, the second or third meeting of the E-extraordinary General Assembly will be held electronically at the same time and as per the below notes No. (9):

e-Extraordinary General Assembly Meeting Agenda

1. To approve the minutes of the Extraordinary General Assembly Meeting held on March 30th 2022.
2. To approve the delisting of Al Baraka Group's shares from Bahrain Bourse pursuant to the Exit Offer by Dallah AlBaraka Holding Company B.S.C.(c) to the shareholders of the Company on the terms and conditions as set out in the Offer Document dated October 3rd 2023 and the Board's Circular dated October 24th 2023, subject to obtaining necessary regulatory approvals.
3. To approve the proposed conversion of the legal form of Al Baraka Group B.S.C. from Public (B.S.C.) to a Closed Shareholding Company (B.S.C.(c)) as per the terms of offer contained in the offer Document dated October 3rd 2023 and the Board's Circular dated October 24th 2023, the provisions of the Commercial Companies Law and the Ministry of Industry, and Commerce ("MOIC")'s approval.
4. To approve the proposed commercial name change from Al Baraka Group B.S.C. to Al Baraka Group B.S.C.(c).
5. To approve the amendment and restatement in full of the Memorandum and Articles of Association of the Company (in the form of the draft circulated to the shareholders), subject to obtaining the approval of the Central Bank of Bahrain and to finalizing the shareholding structure following the objection period as per the requirements under the Commercial Companies Law and the MOIC's approval, and authorising the Board of Directors to finalize the terms of the Memorandum and Articles of Association to reflect any changes required by MOIC or Central Bank of Bahrain subsequent to the issuance of the EGM resolution and to finalise the shareholding structure following the lapse of the objection period following the publication of the conversion notice by the MOIC.
6. To authorize the Board of Directors to (i) to undertake the necessary steps to implement and execute any documents necessary to give effect to the resolutions issued pursuant to the foregoing agenda items, including signing the fully amended and restated memorandum and articles of association before the notary (public or private) and any forms or documents required by the relevant regulatory authorities; and (ii) delegate all or any of its powers and authorities pursuant to the resolutions to any one or more persons as it deems fit.

Note: The Draft resolutions for the above items and the passing quorum for voting on each will be available electronically with the rest of the meeting attachments on Al Baraka Group and Bahrain Clear Company's website before sufficient time of the meeting.

All shareholders who intend to attend the meeting, or whomever they authorize, are kindly requested to register in advance to receive the invitation and the meeting link, by adhering to the required steps as per the following link: <https://eagm.bahrainclear.com/en/>

Notes:

1. Registration of the attendance for the shareholders and proxyholders electronically will start 10 days prior to the meeting and shall close 24 hours before the meeting time by visiting the above link of Bahrain Clear.
2. Holders of proxies (other than representatives of juristic persons) may not be the Chairman, Directors and employees of the Group (Article 203, Commercial Companies Law 21/2001, as amended).
3. Adopting electronic voting exclusively in voting on all agenda items.
4. Electronic copies of the meeting documents will be available on the meeting date at Al Baraka Group website <https://www.albaraka.com/en/> and at Bahrain Clear website <https://eagm.bahrainclear.com/en/>
5. For any other inquiries related to the e-Extraordinary General assembly meetings, please send an email to the Investor Relations Department at the Group aghaffar@albaraka.com or call Mr. Ahmed AbdulGhaffar - at Al Baraka Group on the following numbers 00973 17520701 or 00973 17541122.
6. The meeting will be recorded electronically, in audio and video, for record-keeping purposes.
7. We recommended you attend the e-meeting from your computer or laptop in order to have better quality services; also, you still have the option to attend the meeting using your tablet or smartphone (Mobile).
8. It is not possible for the shareholder to change his/her vote after he/she has voted, and this is based on the resolution of the Ministry of Industry and Commerce No. (63) of 2021 regarding measures for meetings by electronic means and the conditions and controls of the electronic voting system in the general assembly of the joint-stock company.
9. The Extraordinary General Assembly Meeting shall be valid if attended by shareholders representing at least two-thirds of the capital. If the said quorum is not obtained, the Second Meeting shall be held with the same agenda on November 29th 2023 at the same time and place. The Second Meeting shall not be considered valid unless it is attended by shareholders with voting rights who represent more than one third of the capital. If the said quorum in the Second Meeting is not obtained, the Third Meeting shall be held on December 14th 2023 at the same time and place, and the third meeting will be valid if attended by shareholders representing at least one-fourth of the capital.