



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 Annual General Meeting to be successively held via audiovisual communication technology (ZOOM) on Thursday 25 March 2021, or any subsequent adjournment of these meetings.

Authorization for the following:

- | The Ordinary General Meeting: | Yes | No | Abstain |
|--|--------------------------|--------------------------|--------------------------|
| 1. Approval of the minutes of the Ordinary General Assembly meeting held on March 23, 2020. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. To discuss and approve the Board's Report on the activities of the Bank for the Financial Year ended 31/12/2020. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To review the Sharia Supervisory Board's Report for the financial year ended 31/12/2020. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. To review the External Auditors' report for the financial year ended 31/12/2020. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. To discuss and approve the consolidated financial statements for the financial year ended 31/12/2020. | <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: | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| a. The transfer of 10% of the Net Income attributable to equity holders of the Parent amounting to US\$ 6,657,906 to the Statutory Reserve. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b. The transfer of US\$ 59,921,155 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 31/12/2020, 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 CBB instruction: | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| a. To review the evaluation of ABG's 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 2020 (included in the annual report distributed to shareholders). | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 10. To ratify the recommendation of the Board of Directors to appoint Mr. Tawfig Shaker Mufti in the vacant position in the Board of Directors of Al Baraka Banking Group, subject to the approval of the Central Bank of Bahrain. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |



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11. To authorize the management of Al Baraka Banking Group to pay an amount of US\$ 1,014,815 as zakat on behalf of all shareholders by US Cent 0.08 for each 100 shares and 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.
12. To absolve the Directors from liability for the Financial Year ended 31/12/2020.
13. To approve the aggregate benefits and remuneration of the members of the Sharia Supervisory Board for the financial year ending 31 December 2020.
14. To ratify the recommendation of the Board of Directors to reappoint Messrs. Ernst and Young as External Auditors for Al Baraka Banking Group for the financial year ending on 31/12/2021, 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.

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Investor No.: _____

Shareholder Name : _____

Number of Shares: _____

Signature: _____ Date: _____ / _____ / 2021

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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