

Kuwait: 4th of November 2025

Chief Executive Officer - Boursa Kuwait Company State of Kuwait

Dear Sir,

## Subject: Disclosure regarding the issuance and the pricing of USD Tier 2 Subordinated Bonds up to USD 300 Million

As per Chapter No. 4 of the Module 10 (Disclosure and Transparency) of the Capital Markets Authority's Executive Bylaws to its Law No.7 of 2010, each as amended regarding disclosure of Material Information.

We would like to disclose that National Bank of Kuwait (S.A.K.P) (the "Bank") has resolved, after satisfying all related provisions and requirements and having received all requisite approvals from the relevant authorities, to issue USD Tier 2 Subordinated Bonds (the "Issuance") for an amount not exceeding USD 300 million. NBK would like to disclose the successful pricing of the Issuance.

Attached; Disclosure of Material Information Form for the Issuance.

Sincerely Yours,

On behalf of the National Bank of Kuwait (S.A.K.P) For

İsam J. Al-Sager

Vice Chairman

**And Group Chief Executive Officer** 

بنك الكويت الوطني National Bank of Kuwait ش.م.ك.ع  $\mu$ 



## Appendix no. (10)

## Disclosure of Material Information Form

Date	4 <sup>th</sup> of November 2025	
Name of the Listed Company	National Bank of Kuwait (S.A.K.P)	
Material Information	Issuer  Issuer's Ratings	National Bank of Kuwait (S.A.K.P)  A1 by Moody's A by Standard & Poor's
	Issue Ratings	A+ by Fitch A- by Fitch
	Issuance Type	USD Subordinated Tier 2 Bonds
	Format	Regulation S, Category 2, Registered Form
	Aggregate Nominal Amount	Up to USD 300 million
	Tenor	10 years and 3 months non-call 5 years
	Put/Call Options	Call option - any date on or after five (5) years from the Issue Date up to 5 years and 3 months from the issue date, and on every interest payment date thereafter
	Issue Price	100 per cent. of the aggregate principal amount of the Bonds.
	Interest Rate	The Bonds bear interest on their outstanding principal amount from (and including) the Issue Date to (but excluding) the Reset Date at the rate of 5.25% per annum and thereafter, reset on the Reset Date, at the rate per annum which is determined by the Calculation Agent to be the aggregate of the Margin and the Relevant Five-Year Reset Rate.
	Settlement Date	10 November 2025
	First Call Date	10 November 2030
	Maturity Date	10 February 2036
	Listing	London Stock Exchange plc's International Securities Market
	Sole Managers	Citigroup Global Markets Limited





Significant Effect of the material information on the financial position of the company

- Enhancing liquidity position of the Bank
- Improving the relevant regulatory ratios
- Diversifying the sources of funding

Significant Effect on the financial position shall be mentioned if the material information can measure that effect, excluding the financial effect resulting from tenders or similar contracts.

If a Listed Company, which is a member of a Group, disclosed some material information related to it and has Significant Effect on other listed companies' which are members of the same Group, the other companies' disclosure obligations are limited to disclosing the information and the financial effect occurring to that company itself.

The issuer of this disclosure bears full responsibility for the soundness, accuracy, and completeness of the information contained therein. The issuer acknowledges that it has assumed Care of a Prudent Person to avoid any misleading, false, or incomplete information. The Capital Markets Authority and Boursa Kuwait Securities Exchange shall have no liability whatsoever for the contents of this disclosure. This disclaimer applies to any damages incurred by any Person as a result of the publication of this disclosure, permitting its dissemination through their electronic systems or websites, or its use in any other manner.

