

الإشارة	رقم الصادر	التاريخ
ب و / ر ت	281	2026/04/05

M/s. Boursa Kuwait Company

السادة/ شركة بورصة الكويت المحترمين

May Allah's Peace and blessing be upon you...

السلام عليكم ورحمة الله وبركاته ...

Subject: Supplementary Disclosure about Warba Bank Ordinary General Assembly Meeting

الموضوع: إفصاح مكمل بشأن اجتماع الجمعية العامة العادية لبنك وربة

With reference to the above subject, and pursuant to the requirements of Chapter Four (Disclosure of Material Information) of Book Ten (Disclosure & Transparency) of the Executive Regulations of the Capital Markets Authority Law No. 7 of 2010 and its amendments.

بالإشارة إلى الموضوع أعلاه، وبموجب متطلبات الفصل الرابع (الإفصاح عن المعلومات الجوهرية) من الكتاب العاشر (الإفصاح والشفافية) من اللائحة التنفيذية لقانون هيئة أسواق المال رقم 7 لسنة 2010 وتعديلاته.

Please find enclosed the Supplementary Disclosure Form.

نرفق لكم نموذج الإفصاح المكمل.

Best regards ...

وتفضلوا بقبول فائق التقدير والاحترام ...

Shaheen Hamad Al Ghanem

شاهين حمد الغانم

Chief Executive Officer

الرئيس التنفيذي



٢٠٢٦

Supplementary Disclosure Form

نموذج الإفصاح المكمل

Date	التاريخ
05/04/2026	2026/04/05
Name of the Listed Company	اسم الشركة المدرجة
Warba Bank (K.S.C.P)	بنك وربة (ش.م.ك.ع)
Disclosure Title	عنوان الإفصاح
Supplementary Disclosure from Warba Bank concerning Warba Bank's Ordinary General Assembly meeting.	إفصاح مكمل من بنك وربة بشأن اجتماع الجمعية العامة العادية لبنك وربة.
Date of Previous Disclosure	تاريخ الإفصاح السابق
30/03/2026	2026/03/30
Developments that occurred to the disclosure	التطور الحاصل على الإفصاح
<p>In reference to the disclosure issued by our bank on 30/03/2026, concerning the Results of Warba Bank's Ordinary General Meeting, kindly find attached the following:</p> <ol style="list-style-type: none"> The Ordinary General Assembly meeting certified minutes. The quorum report of the Ordinary general assembly meeting. The voting report (Physical presence/ electronic) on the agenda items of the Ordinary General Assembly Meeting. <p>Kindly note during the abovementioned meeting there were no observations or reservations raised by the shareholders or their representatives and auditors.</p>	<p>إلحاقاً بإفصاح مصرفنا بتاريخ 2026/03/30، بشأن نتائج اجتماع الجمعية العامة العادية لبنك وربة، نرفق لكم ما يلي:</p> <ol style="list-style-type: none"> 1- محضر اجتماع الجمعية العامة العادية المصدق. 2- تقرير احتساب نصاب الجمعية العامة العادية. 3- تقرير نتائج التصويت (الحضور الشخصي/ الإلكتروني) لكل بند من بنود اجتماع الجمعية العامة العادية. <p>ونود الإفادة بأنه لم يرد خلال الاجتماع سالف الذكر أي ملاحظات أو تحفظات من المساهمين أو من ينوب عنهم ومراقبي الحسابات</p>
The financial effect of the occurring developments (if any)	الأثر المالي للتطور الحاصل (إن وجد)
N/A	لا يوجد

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.

يتحمل من اصدر هذا الإفصاح كامل المسؤولية عن صحة المعلومات الواردة فيه ودقتها واكتمالها، ويقر بأنه بذل عناية الشخص الحريص في تجنب أية معلومات مضللة أو خاطئة، وذلك دون أدنى مسؤولية على كل من هيئة أسواق المال وبورصة الكويت للأوراق المالية بشأن محتويات هذا الإفصاح، وبما ينفي عنهما المسؤولية عن أية أضرار قد تلحق بأي شخص جراء نشر هذا الإفصاح أو السماح بنشره عن طريق أنظمتهم الإلكترونية أو موقعهما الإلكتروني، أو نتيجة استخدام هذا الإفصاح بأي طريقة أخرى.

**Minutes of the Ordinary General Assembly Meeting of Warba Bank Shareholders for
the fiscal year ending December 31, 2025
Monday, March 30, 2026**

On Monday, 30th March 2026, at 12:30 PM, the Ordinary General Assembly of Warba Bank Shareholders held its meeting for the financial year ending 31 December 2025, at the Bank's headquarters located at Sharq, Omar Bin Al Khattab Street, Al Raya Administrative Tower, Floor (13). Shareholders representing 3,241,524,251 shares, or 72.062% of the bank's capital of KD 449,821,600, were present (Four hundred and forty-nine million, eight hundred and twenty-one thousand, six hundred Kuwaiti Dinars) divided into 4,498,216,000 shares (four billion, four hundred and ninety-eight million, two hundred and sixteen thousand shares), distributed as follows:

- Participation through the electronic system by shareholders owning 1,720,949,012 shares, representing 38.258%.
- Participation through in-person attendance by shareholders owning 1,520,575,239 shares, representing 33.804%.

In the presence of:

1. Mr. Hamad Musaed Al Sayer, Chairman of the Board of Directors - Warba Bank
2. Mr. Shaheen Hamad Al Ghanem, Chief Executive Officer - Warba Bank
3. Sheikh Dr. Essam Khalaf Al Enezi, Chairman of Shari'a Supervisory Board - Warba Bank
4. Mr. Mohamad Sabri Eissa - Chief Financial Officer - Warba Bank
5. Ms. Shaikha Adnan Al Fulaij, Ernst & Young
6. Dr. Rasheed Mohammad Al Qenaee, KPMG
7. Mr. Fahad Al Hudaib, Kuwait Clearing Company

After announcing the quorum for the Ordinary General Assembly meeting, Mr. Hamad Musaed Al Sayer, Chairman of the Board of Directors and Chairman of the General Assembly, opened the meeting, welcoming the attendees. The items on the agenda were then discussed, and the Ordinary General Assembly approved the following resolutions:

- 1) The Board of Directors' report for the fiscal year ending December 31, 2025, was approved and ratified.
0.006% of shareholders voted against the item, and 2.133% abstained without providing reasons, these included shareholders participating both in person and electronically.
- 2) The Bank's auditors' report for the fiscal year ending December 31, 2025, was approved and ratified.
0.833% of shareholders participating in person and electronically abstained from voting without providing reasons.
- 3) The Sharia Supervisory Board's report regarding the bank's compliance with Islamic Sharia principles for the fiscal year ending December 31, 2025, was approved and ratified.
0.006% of shareholders voted against the item, and 2.129% abstained without providing reasons, these included shareholders participating both in person and electronically.
- 4) The External Sharia Auditor's report for the fiscal year ending December 31, 2025, was approved and ratified.
0.006% of shareholders voted against the item, and 2.129% abstained without providing reasons, these included shareholders participating both in person and electronically.
- 5) A report on the penalties imposed on the bank by regulatory authorities during 2025 was heard and ratified.
0.833% of shareholders participating in person and electronically abstained from voting without providing reasons.
- 6) A report was heard regarding the mechanism for handling profits resulting from the acquisition of Warba Strategic Company, whether recorded or received, and the mechanism for handling outstanding debts related to it, in accordance with the Sharia Supervisory Board's decision, and was approved.
5.202% of shareholders voted against the item, and 2.128% abstained without providing reasons, these included shareholders participating both in person and electronically.

- 7) The financial statements and profit and loss accounts for the fiscal year ending December 31, 2025, were approved and ratified.

0.833% of shareholders participating in person and electronically abstained from voting without providing reasons.

- 8) The Board of Directors' proposal to distribute cash dividends for the fiscal year ending December 31, 2025, at a rate of 5% of the nominal value per share (5 fils per share), was approved

0.833% of shareholders participating in person and electronically abstained from voting without providing reasons.

- 9) The Board of Directors' proposal to distribute profits for the fiscal year ending December 31, 2025, in the form of bonus shares, was approved. This involves issuing 224,910,800 new shares, representing 5% of the authorized, issued, and paid-up capital, at a rate of five (5) shares for every one hundred shares held, for a total amount of KD 22,491,080 (twenty-two million, four hundred and ninety-one thousand and eighty Kuwaiti dinars).

0.833% of shareholders participating in person and electronically abstained from voting without providing reasons.

- 10) The cash dividends and bonus shares mentioned in clauses 8 and 9 are payable to shareholders registered in the bank's records at the close of business on the entitlement date of Sunday, April 26, 2026. Distribution to shareholders will take place on Wednesday, April 29, 2026. The Board of Directors is authorized to handle any fractional shares resulting from these dividends. The schedule for bonus share entitlements is as follows:

Corporate Action	Today	Date
Cum-Div. Date <i>Last day on which the stock must be held in order for the shareholder to be registered in the bank's records to receive the dividends.</i>	Tuesday	21 April 2026
Ex-Div. Date <i>The day on which the stock is traded ex-dividend.</i>	Wednesday	22 April 2026
Record Date <i>The day on which the shareholders registered in the company's records and eligible for bonus stock distributions are determined.</i>	Sunday	26 April 2026
Distribution Date <i>The day on which the bonus shares are listed in the shareholders' records.</i>	Wednesday	29 April 2026

And authorize the Board of Directors to amend the corporate action schedule in the event that confirmation of the schedule cannot be announced before at least eight working days from the record date due to a delay in finalizing the declaration formalities.

0.833% of shareholders participating in person and electronically abstained from voting without providing reasons.

- 11) Approving deduction of a statutory reserve of KD 5,194,534 representing 10% of the net profit before deductions for the financial year ending 31 December 2025, which is attributed to the Bank shareholders before deductions.

0.072% of shareholders voted against the item, and 0.833% abstained without providing reasons, these included shareholders participating both in person and electronically.

- 12) Approving the Board of Directors' recommendation to pay bonuses in the amount of KD 66,000 (sixty-six thousand Kuwaiti dinars) to the Chairman and members of the Board of Directors for the financial year ending 31 December 2025, to be distributed at the rate of KD 6,000 for each member.

0.072% of shareholders voted against the item, and 0.833% abstained without providing reasons, these included shareholders participating both in person and electronically.

- 13) Approving the report heard on transactions made with related parties during the financial year ending 31 December 2025 was heard and approved.

6.503% of shareholders voted against the item, and 0.837% abstained without providing reasons, these included shareholders participating both in person and electronically.

- 14) Authorizing the Board of Directors to deal with related parties, as well as to grant financing through current accounts, provide facilities, securities, letters of guarantee and all banking transactions to Board members and related parties pursuant to Islamic Sharia provisions and subject to the same terms and conditions applied by the Bank to its third-party clients, in accordance with Article (69) of Law No. (32) of 1968 Concerning Currency, the Central Bank of Kuwait and the Regulation of the Banking Profession, as amended.

6.503% of shareholders voted against the item, and 0.837% abstained without providing reasons, these included shareholders participating both in person and electronically.

- 15) Approval was given to the Board of Directors to issue Sukuk, or other financing instruments (of any type), directly or indirectly, in accordance with contract formats compliant with the provisions of the Islamic Sharia, the accounting standards requirements for capital adequacy for Islamic banks, the instructions of the Central Bank of Kuwait regarding the Basel (3) capital adequacy standard for banks and any other instructions that may be issued in the future by the Central Bank of Kuwait in this regard. The Board of Directors is also authorized to establish a Sukuk issuance program and to issue or update any previous Sukuk issuance program in Kuwaiti Dinar or any other currency, as it deems appropriate, inside or outside Kuwait in accordance with the said standards. In addition, the Board of Directors may handle all matters related to the issuance of Sukuk, determine their nominal amount, issue amount, relevant terms and conditions, proceeds and the means of offering and redemption. The Board may take all necessary measures in this regard in accordance with the provisions of applicable laws and relevant resolutions, after obtaining the approval of the regulatory authorities whenever necessary. The Board of Directors may seek assistance from whomever it deems appropriate to implement all or some of the above.

6.503% of shareholders voted against the item, and 0.837% abstained without providing reasons, these included shareholders participating both in person and electronically.

- 16) Approving renewal of the Board of Directors' authorization to purchase, sell or dispose of up to 10% of the Bank's shares, in accordance with the provisions of the Law and the Central Bank of Kuwait's instructions issued in this regard. The said authorization shall remain valid for eighteen (18) months from the date of issue thereof.

0.833% of shareholders participating in person and electronically abstained from voting without providing reasons.

- 17) Approving the release and discharge of the Board members with regard to all legal and financial actions taken during the financial year ending 31 December 2025.

0.833% of shareholders participating in person and electronically abstained from voting without providing reasons.

- 18) Approving the Board of Directors' recommendation to reappoint "Al Mashoura and Al Rayah for Sharia Consulting Company" as the external Sharia auditor of the Bank's operations for the financial year ending 31 December 2026. The Board of Directors was authorized to determine their fees.

0.006% of shareholders voted against the item, and 2.129% abstained without providing reasons, these included shareholders participating both in person and electronically.

19) Approving the Board of Directors' recommendation to re-appoint the honorable members of the Sharia Supervisory Board for the financial year ending 31 December 2026, and to authorize the Board of Directors to determine their remuneration. The members are:

1. Sheikh Dr. Essam Khalaf Al Enezi
2. Sheikh Dr. Ali Ibrahim Al Rashed
3. Sheikh Dr. Mohammad Oud Al Fuzai

1.298% of shareholders voted against the item, and 0.837% abstained without providing reasons, these included shareholders participating both in person and electronically.

20) Approving the Board of Directors' recommendation to appoint the Bank's external auditors for the financial year ending 31 December 2026, and to authorize the Board of Directors to determine their fees, the Auditors are:

1. Ms. Sheikha Adnan Al Fulaij - Ernst & Young Al-Aiban, Al-Osaimi & Co.
2. Mr. Safi Abdulaziz Al Mutawa - KPMG Al-Qenae & Co.

0.062% of shareholders voted against the item, and 2.129% abstained without providing reasons, these included shareholders participating both in person and electronically.

In conclusion, the Chairman thanked all shareholders for attending and, thereupon closed the Ordinary General Assembly meeting for the financial year ending 31 December 2025.

The meeting ended at 1:30 PM.

Hamad Musaed Al Sayer
Chairman of the Board of Directors



تقرير نصاب الجمعية العمومية

الشركة بنك وربة	الجمعية العامة عادية وغير عادية	طالة الإدراج مدرجة
العنوان شرق - شارع عمر بن الخطاب - برج الراية الإداري - الدور 13	الهاتف 99035339	الفاكس -

توقيت الجمعية العمومية

اليوم الاثنين	التاريخ 2026/03/30	الساعة 12:30 PM
------------------	-----------------------	--------------------

معلومات الأسهم

إجمالي الأسهم المصدرة	4,498,216,000
أسهم الخزينة	0
أسهم محيدة	0
إجمالي الأسهم الحرة	4,498,216,000
عدد أسهم الحضور	3,241,524,251
نسبة الحضور	72.062%
الأسهم المستبعدة من التصويت	0.000%

الاسم
حمد مساعد السابر

حزّر في
2026-03-30

الصفة
رئيس مجلس الإدارة

التوقيع:

بنك وربة
WARBA BANK

الشركة الكويتية للمقاصة
Kuwait Clearing Company



الشركة الكويتية للمقاصة
KUWAIT CLEARING COMPANY K.S.C

الجمعيات العامة - تقرير التصويت

2025	السنة المالية :	عادية	√ 0	تقرير التصويت على بنود جدول الأعمال
		غير عادية	0	
2026/3/30	التاريخ :	بنك وربة		اسم الشركة :
12:30	الساعة :	المقر الرئيسي - برج الراجية الإداري - الدور 13		مكان الانعقاد :
نسبة التصويت: 72.062%				رقم الجمعية
ممتنع	غير موافق	موافق	البند	
%2.133	%0.006	%97.861	البند الأول	
%0.833	%0	%99.167	البند الثاني	
%2.129	%0.006	%97.864	البند الثالث	
%2.129	%0.006	%97.864	البند الرابع	
%0.833	%0.000	%99.167	البند الخامس	
%2.128	%5.202	%92.670	البند السادس	
%0.833	%0	%99.167	البند السابع	
%0.833	%0	%99.167	البند الثامن	
%0.833	%0	%99.167	البند التاسع	
%0.833	%0	%99.167	البند العاشر	
%0.833	%0.072	%99.095	البند الحادي عشر	
%0.833	%0.072	%99.095	البند الثاني عشر	
%0.837	%6.503	%92.659	البند الثالث عشر	
%0.837	%6.503	%92.659	البند الرابع عشر	
%0.837	%6.503	%92.659	البند الخامس عشر	
%0.833	%0	%99.167	البند السادس عشر	
%0.833	%0	%99.167	البند السابع عشر	
%2.129	%0.006	%97.864	البند الثامن عشر	
%0.837	%1.298	%97.864	البند التاسع عشر	
%2.129	%0.062	%97.808	البند العشرون	

الصفة : رئيس مجلس الإدارة

اسم رئيس الاجتماع: حمد مساعد السابر

التوقيع :

وقت انتهاء الاجتماع : 01:30 بعد الظهر


بنك وربة
WARBA BANK

4