

Bank Albilad invites its Shareholders to attend the Extraordinary General Assembly by Means of Modern Technology (First Meeting)

Explanation	Close
Number of invitations for the General Assembly's Meeting *	First Meeting
Announcement Title *	Bank Albilad invites its Shareholders to attend the Extraordinary General Assembly by Means of Modern Technology (First Meeting)
Introduction	The Board of Directors is pleased to invite the Bank's shareholders to participate and vote in the Extraordinary General Assembly Meeting (First Meeting) to be held, at 07:00 pm on Tuesday 15-04-1447H corresponding to 7-10-2025G, at the Bank's Head Office in Riyadh by means of modern technology.
City and Location of the General Assembly's Meeting	Riyadh- by means of modern technology.
Hyperlink of the Meeting Location	https://login.tadawulaty.com.sa/ir/user/login.xhtml
Date of the General Assembly's Meeting	2025-10-7 Corresponding to 1447-4-15
Time of the General Assembly's Meeting	19:00
Methodology of Convening the General Assembly's Meeting	Via modern technology means
Attendance Eligibility, Registration Eligibility, and Voting End	Each shareholder registered in the bank's shareholder register at the Securities Depository Center (Edaa) by the end of the trading session preceding the General Assembly meeting is entitled to attend the meeting in accordance with the applicable laws and regulations. The shareholder has the right to delegate whomever other than the members of the board of directors. The right to register attendance for the General Assembly meeting ends at the time of the meeting's commencement. Additionally, the right to vote on the agenda items for attendees expires once the ballot counting committee completes the vote counting process.
Quorum for Convening the General Assembly's Meeting	The Extraordinary General Assembly meeting shall be valid if attended by shareholders representing at least half of the capital. In the event that the legal quorum is not met in the first meeting, a second meeting will be held one hour after the scheduled time of the first meeting. The second meeting shall be considered valid if attended by shareholders representing at least one-quarter of the capital.

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Meeting Agenda	<p>1) Voting on the Board of Directors' recommendation to purchase a number of the Bank's shares, with a maximum of (10,000,000) shares, for the purpose of allocating them to the Employee Shares Program and authorized the Board of Directors to complete the purchase within a maximum period of (18) months from the date of the Extraordinary General Assembly's resolution. The purchase will be financed through the Bank's own resources and the Bank shall retain the purchased shares for a period not exceeding (10) years from the date of the Extraordinary General Assembly's resolution, as a maximum, until they are allocated to eligible employees. Upon the expiration of this period, the Bank shall follow the procedures and regulations stipulated in the relevant laws and regulations. (Attached)</p>
Proxy Form	N/A
The shareholder right in discussing the assembly agenda topics, asking questions, and exercising the voting right	Shareholders have the right to discuss the topics listed on the General Assembly's agenda and to raise questions. Additionally, shareholders registered in the Tadawulaty services can vote electronically on the assembly's agenda items remotely.
Details of the electronic voting on the Assembly's agenda	<p>Shareholders registered in Tadawulaty services can vote electronically on the General Assembly's agenda items remotely, starting from 1:00 AM on Friday, 11 Rabi' al-thani 1447H (according to the Umm Al-Qura calendar), corresponding to October 3, 2025, until the end of the assembly meeting. Registration and voting through Tadawulaty services will be available and free of charge for all shareholders via the following link:</p> <p>https://login.tadawulaty.com.sa/ir/user/login.xhtml</p>
Method of Communication in Case of Any Enquiries	Please be informed that the General Assembly meeting will be broadcast live through the link available on the Tadawulaty system. Shareholders will also have the opportunity to submit their questions and inquiries during the meeting.

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	<p>For any inquiries, please contact Investor Relations during the business hours through:</p> <p>Phone: +966 11 479 8585</p> <p>Email: Shareholders@bankalbilad.com</p>
Additional Information	

نموذج التوكيل Proxy Form

Dear Bank Albilad's Shareholders

السادة مساهمي بنك البلاد الكرام

The proxy form is not available as the general assembly meeting will be conducted by means of modern technology. The shareholders can participate in the General Assembly via electronic voting by the using Tadawulaty platform. Noting that the registration and voting in Tadawulaty service is available free of charge for all shareholders.

نموذج التوكيل غير متاح حيث سيتم بالاكْتفاء بعقد اجتماع الجمعية العامة عبر وسائل التقنية الحديثة عن بُعد، ويمكن للسادة المساهمين المشاركة في الجمعية العامة عبر التصويت الإلكتروني باستخدام نظام تداولتي. علماً بأن التسجيل في خدمة تداولتي والتصويت متاح مجاناً لجميع المساهمين.

We would like to inform you that there will be a live broadcast of the meeting through the link available in Tadawulaty system.

ونود الاشارة بأنه سيكون هناك بث مباشر للجمعية وذلك عن طريق الرابط المتاح في نظام تداولتي.

For any quires please contact Investor Relations Department at:

في حال وجود أي استفسارات يرجى الاتصال على علاقات المستثمرين عن طريق:

Phone Number: 00966 11 4798585

الهاتف 011 4798585

Email: shareholders@bankalbilad.com

البريد الإلكتروني: Shareholders@bankalbilad.com

Best Regards

وتقبلوا وافر التحية والتقدير



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LIMITED ASSURANCE REPORT ON THE SCHEDULE OF INFORMATION PREPARED IN CONNECTION WITH THE IMPLEMENTING REGULATION OF THE COMPANIES LAW FOR LISTED JOINT STOCK COMPANIES RELATING TO THE PROPOSED BUY-BACK OF SHARES TRANSACTION TO THE SHAREHOLDERS OF BANK ALBILAD (A SAUDI JOINT STOCK COMPANY)

Scope

We have been engaged by Bank Albilad (a Saudi joint stock company) (the “Bank”) to perform a ‘limited assurance engagement’, as defined by International Standards on Assurance Engagements, here after referred to as the engagement, to report on whether anything has come to our attention that causes us to believe that the Schedule in Appendix A (“Appendix A”) in relation to the proposed buy-back of shares from it’s shareholders (the “Subject Matter”) which was prepared by the management of the Bank on 7 September 2025 as set out in the attached (Appendix A), has not been reported and presented fairly, in all material respects, in accordance with the applicable criteria mentioned below.

Other than as described in the preceding paragraph, which sets out the scope of our engagement, we did not perform assurance procedures on the remaining information included in the Schedule, and accordingly, we do not express a conclusion on this information.

Criteria Applied by the Bank

In preparing the Subject Matter, the Bank applied the below criteria (the “Criteria”). Such Criteria were specifically designed for the Appendix A prepared by the management of the Bank in relation to the proposed buy-back of shares transaction of the Bank. As a result, the subject matter information may not be suitable for another purpose.

- Regulations stipulated in Paragraph 3 of Article 17 of the Implementing Regulation of the Companies’ Law for Listed Joint Stock Companies issued by the Board of the Capital Market Authority (“CMA”) pursuant to Resolution No. 8-127-2016 dated 16/1/1438H (corresponding to 17/10/2016G) based on the Companies’ Law issued by Royal Decree No. M/3 dated 28/1/1437H (corresponding to 10/11/2015G) as amended by the Resolution of the Board of the CMA No. 2-114-2024 dated 4/4/1446H (corresponding to 7/10/2024G) based on the Companies’ Law issued by Royal Decree No. M/132 dated 1/12/1443H (corresponding to 30/6/2022G).

Bank’s Responsibilities

The Bank’s management is responsible for selecting the Criteria, and for presenting the Subject Matter in accordance with that Criteria, in all material respects. This responsibility includes establishing and maintaining internal controls, maintaining adequate records and making estimates that are relevant to the preparation of the Subject Matter, such that it is free from material misstatement, whether due to fraud or error.

Our Responsibilities

Our responsibility is to express a conclusion on the presentation of the Subject Matter based on evidence we have obtained.

We conducted our engagement in accordance with the *International Standard for Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* (“ISAE 3000 (Revised)”) that is endorsed in the Kingdom of Saudi Arabia, and the terms of reference for this engagement as agreed with the Bank on 31 August 2025. Those standards require that we plan and perform our engagement to express a conclusion on whether we are aware of any material modifications that need to be made to the Subject Matter in order for it to be in accordance with the Criteria, and to issue a report. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risk of material misstatement, whether due to fraud or error.

We believe that the evidence obtained is sufficient and appropriate to provide a basis for our limited assurance conclusion.

LIMITED ASSURANCE REPORT ON THE SCHEDULE OF INFORMATION PREPARED IN CONNECTION WITH THE IMPLEMENTING REGULATION OF THE COMPANIES LAW FOR LISTED JOINT STOCK COMPANIES RELATING TO THE PROPOSED BUY-BACK OF SHARES TRANSACTION TO THE SHAREHOLDERS OF BANK ALBILAD (A SAUDI JOINT STOCK COMPANY) (continued)

Independence and Quality Management

We have maintained our independence and confirm that we have met the requirements of the Code of Ethics for Professional Accountants issued by the International Ethics Standards Board for Accountants that is endorsed in the Kingdom of Saudi Arabia, and have the required competencies and experience to conduct this assurance engagement.

Our firm also applies International Standard on Quality Management 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, that is endorsed in the Kingdom of Saudi Arabia, which requires that we design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Description of Procedures Performed

Procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Our procedures were designed to obtain a limited level of assurance on which to base our conclusion and do not provide all the evidence that would be required to provide a reasonable level of assurance.

Although we considered the effectiveness of management's internal controls when determining the nature and extent of our procedures, our assurance engagement was not designed to provide assurance on internal controls. Our procedures did not include testing controls or performing procedures relating to checking aggregation or calculation of data within IT systems.

A limited assurance engagement consists of making enquiries, primarily of persons responsible for preparing the Subject Matter and related information and applying analytical and other appropriate procedures.

Our procedures comprised the following:

1. Reviewed of minutes of Board of Directors meeting dated 23 June 2025 (corresponding to 27 Thul-Hijjah 1446H), in relation to purchase of a maximum of 10,000,000 shares of the Bank's shares to be allocated for the Employee Shares Plan.
2. Obtained the Schedule ("Appendix A") as at the Report Date, which details the Bank's workings and calculations that support the requirements specified in Part 6, Chapter 1, Article 17.3 of the Implementing Regulation of the Companies Law for Listed Joint Stock Companies issued by the Board of Capital Markets Authority (CMA) on 17 October 2016 and amended on 07 October 2024.
3. Compared the proposed number of shares for buy-back by the Bank as set out in Appendix A with the number of shares approved in the resolution passed in the meeting of Board of Directors of the Bank held on 23 June 2025 (corresponding to 27 Thul-Hijjah 1446H).
4. Recalculated the estimated cost of purchasing treasury shares which was calculated based on average prices from 01 July 2025 to 31 August 2025 provided by the management and multiplied by the proposed number of shares to buy-back.

LIMITED ASSURANCE REPORT ON THE SCHEDULE OF INFORMATION PREPARED IN CONNECTION WITH THE IMPLEMENTING REGULATION OF THE COMPANIES LAW FOR LISTED JOINT STOCK COMPANIES RELATING TO THE PROPOSED BUY-BACK OF SHARES TRANSACTION TO THE SHAREHOLDERS OF BANK ALBILAD (A SAUDI JOINT STOCK COMPANY) (continued)

Description of Procedures Performed (continued)

5. Agreed the total assets, total liabilities including contingent liabilities, retained earnings and balance of treasury shares held, included in the Appendix A as at 30 June 2025 to the Bank's interim condensed consolidated financial statements as at 30 June 2025.
6. Agreed the arithmetical accuracy of working capital calculation of excess of assets over the liabilities (including contingent liabilities) included in the Appendix A, maturing within 12 months from 30 June 2025, with the underlying interim condensed consolidated financial statements as at 30 June 2025 and accounting records prepared by management as at 30 June 2025.
7. Checked the arithmetical accuracy of computation of the surplus assets as at 30 June 2025 as reported in the Appendix A (i.e, being the amount of total assets remaining after the deduction of total liabilities, contingent liabilities, treasury shares currently held and the estimated purchase cost of the shares to be bought back by the Bank).

Inherent limitation of procedures performed

- The adequacy of working capital was determined based on management's forecast and assumptions. The requirements mentioned in the Criteria that were followed by management in preparing the Subject Matter do not define or determine what constitutes an adequate working capital. Accordingly, our work has been limited to the procedures performed as described in the *Description of Procedures Performed* section of our report.
- The share price of the Bank on the actual date of execution of the proposed share buy-back of shares transaction may be substantially different from the share price used in arriving at the estimated purchase cost of the proposed buy-back of shares transaction in the Appendix A as at the date prepared by management and will be accompanied in our report. Further, the working capital following the proposed buy-back of shares transaction may also differ significantly from the calculation made by management and reflected in the Appendix A.
- The consolidated financial information as of 30 June 2025, is stated in order of liquidity, and the working capital cannot be derived directly from consolidated statement of financial position. The realisation of working capital as projected in the Appendix A may therefore differ depending on the result of the Bank's operations and realisation of projected assumptions for the period ended 31 August 2025 and period ending 31 August 2026.
- Our procedures are subject to inherent limitations and, accordingly, errors or irregularities may occur and not be detected.

Conclusion

Based on our procedures and evidence obtained, and subject to the inherent limitations as described above, we are not aware of any material modifications that need to be made to the Subject Matter as of 7 September 2025 and as stated in the attached (Appendix A), in order for it to be in accordance with the Criteria.



LIMITED ASSURANCE REPORT ON THE SCHEDULE OF INFORMATION PREPARED IN CONNECTION WITH THE IMPLEMENTING REGULATION OF THE COMPANIES LAW FOR LISTED JOINT STOCK COMPANIES RELATING TO THE PROPOSED BUY-BACK OF SHARES TRANSACTION TO THE SHAREHOLDERS OF BANK ALBILAD (A SAUDI JOINT STOCK COMPANY) (continued)

Other Matter

The attached (Appendix A) is stamped by us for identification purposes.

Restricted Use

This report is intended solely for the information and use of the Bank and the CMA, to assist the Bank in fulfilling its reporting obligations to CMA in accordance with the Criteria and is not intended to be and should not be used by anyone other than those specified parties.

for Ernst & Young Professional Services

Abdullah A. Alshenaibir
Certified Public Accountant
License No. 583



Riyadh: 15 Rabi' al-Awwal 1447H
(7 September 2025)

Appendix A

The schedule of information prepared in connection with Implementing Regulations of the Companies Law for Listed Joint Stock Companies as at 7 September 2025, relating to the proposed buy-back of shares

Schedule of information pertaining to the Bank's compliance with the requirements specified in Part six, Chapter one, Article 17.3 of Implementing Regulations of the Companies Law for Listed Joint Stock Companies issued by the Board Capital Market Authority ("CMA").

All amounts are in SAR '000 unless otherwise stated.

A) Working Capital Sufficiency

(a) Working Capital* based on the unaudited financial information of the Bank for the six-month period ended 30 June 2025 (liquidity risk analysis- amounts appearing in the time band "due within 3 months" and "from 3 months to 1 year" i.e. the working capital for the next 12 months).	Estimated cost of purchase of treasury shares**	Working capital* following the proposed share buy-back transaction
A	B	C=A-B
1,098,204	262,305	835,899

*Working capital is defined as total current assets less total current liabilities and contingencies and commitments (**note A.1**) falling due within the next 12 months as per the contractual terms and does not include any forecast probabilities or incorporation of any expectations performed by the management.

Furthermore, the maturity profile of the assets and liabilities (including contingent liabilities, **note A.1**) maturing more than 1 year to 5 years as per the Liquidity risk analysis in the unaudited financial information of the Bank for the period ended 30 June 2025 shows that assets exceed liabilities by SAR 52.3 billion.

**10,000,000 shares multiplied by average market price of SAR 26.23 per share based on the average share prices from 1 July 2025 to 31 August 2025. The share price may differ significantly at the date of actual buy back of shares.

A.1 The Bank has the commitments and contingencies of SAR 10.1 billion which will expire during the next year. However, these do not meet the definition of contingent liabilities as per Glossary of Defined Terms used in the Regulations and Rules of the Capital Market Authority.

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Appendix A (continued)

B) Summary of assets and liabilities (including contingent liabilities)

Based on the latest reviewed interim condensed consolidated financial statements of the Bank for the six-month period ended 30 June 2025:

Assets	Liabilities	Contingent Liabilities**	Net Assets	Estimated purchase cost of treasury shares*	Surplus assets
A	B	C	D=A-B-C	E	F=D-E
161,902,296	141,145,914	-	20,756,382	262,305	20,494,077

*10,000,000 shares multiplied by average market price of SAR 26.23 per share based on the average share prices from 1 July 2025 to 31 August 2025. The share price may differ significantly at the date of actual buy back of shares


** The Bank has the contingent liabilities of SAR 18.74 billion as of 30 June 2025. However, these do not meet the definition of contingent liabilities as per Glossary of Defined Terms used in the Regulations and Rules of the Capital Market Authority.

C) Treasury Shares

Based on the latest reviewed interim condensed consolidated financial statements of the Bank for the six-month period ended 30 June 2025:

Retained earnings	Treasury shares currently held	Estimated purchase cost of treasury shares*	Excess of retained earnings
A	B	C	D=A-B-C
1,835,283	190,439	262,305	1,382,539

*10,000,000 shares multiplied by average market price of SAR 26.23 per share based on the average share prices from 1 July 2025 to 31 August 2025. The share price may differ significantly at the date of actual buy back of shares.



Mishal Fahad Alshorihy
Executive Vice President Finance