

NATIONAL BANK OF RAS AL KHAIMAH (P.S.C)
INVITATION TO ATTEND GENERAL ASSEMBLY MEETING

The Board of Directors of the National Bank of Ras Al Khaimah (P.S.C) is pleased to invite the Bank's shareholders to attend the General Assembly meeting scheduled on Wednesday 14th of June 2023 at 11:30 am, to be held at the Bank's Head office in Ras Al Khaimah for in person attendance, or virtually (remotely/online) by means of virtual meeting through an electronic link for the meeting which will be sent to the shareholders via SMS or email following attendance registration, to attend, discuss and vote on the proposed resolutions with visual communication and electronic voting , to consider the following agenda:

Ordinary Resolutions:

- 1- To authorize the Chairman of the General Assembly to appoint the meeting's Secretary and Vote Collector.

Special Resolutions:

- 1- Consider and approve Board of Directors' recommendation to issue bonus shares of 20% of share capital equivalent to AED335.249 million from the retained earnings
- 2- Approve the amendment of Article 5.1 of Chapter Two of the Bank's Memorandum and Articles of Association to read as follows:
- "The issued share capital of the Bank is AED 2,011,494,513 (Two billion eleven million four hundred ninety four thousand five hundred and thirteen), divided into 2,011,494,513 (Two billion eleven million four hundred ninety four thousand five hundred and thirteen) equal shares having nominal value of AED 1 (One Dirham) each"

Notes:

- Any shareholder that has the right to attend the General Assembly meeting may delegate someone from other than the Bank's Board Members or its staff or the staff of the securities brokerage company to attend on his/her/its behalf as per a written delegation stating expressly that the agent has the right to attend the General Assembly meeting and vote on its decisions. A delegated person for a number of shareholders shall not have more than (5%) of the Bank issued capital after gaining that delegation. Persons lacking legal capacity and who are incompetent must be represented by their legal representatives. (Subject to the requirements of sections 1 and 2 of Article 40 of the Chairman's Decision (3/R.M.) for 2020 on the adoption of the Public Shareholding Governance Manual).
- A corporate person may delegate one of its representatives or those in charge of its management under a resolution passed by its Board of Directors or any similar entity to represent such corporate person in any General Assembly meeting of the Bank. The delegated person shall have the powers as determined under the delegation resolution.
- Shareholders can register to attend the meeting and vote on the items of the General Assembly meeting through www.smartagm.ae.
- Pursuant to Article No. (40) of the Authority's Chairman of the Board of Directors' Decision No. (3/R.M) for the year 2020 regarding the adoption of the Governance Guide for Public Shareholding Companies, any shareholder who wishes to appoint a representative to attend and vote on his behalf should communicate with IN'P-Ibrahim and Partners LTD on +97142505099 email info@inp.legal in line with approval of the General Assembly on April, 2021 ,10.
- The General Assembly meeting's online registration will open from Tuesday 13 June 2023 at 09:00 AM to Wednesday 14 June 2023 at 09:00 AM through www.smartagm.ae.
- Each shareholder registered in the share register on Tuesday 13 June 2023 shall be entitled to vote in the General Assembly meeting.
- Shareholders entitled for Stock Dividend are those recorded in the share register on Monday 26 June 2023 and the last day to participate is Thursday 22 June 2023.
- The Bank's Audited Financial Statements and Directors' Report are available at the Bank's website: www.rakbank.ae and ADX website: www.adx.ae.
- Quorum at the General Assembly meeting shall be present if shareholders holding or representing by proxy at least 50% of the share capital of the Bank are present at the meeting. If the quorum is not present at the first meeting, the General Assembly meeting shall be adjourned to another meeting to be held on Wednesday 21 June 2023 at the same place and time. Quorum at the adjourned meeting shall be present irrespective of the number of the present shareholders.
- Investors are requested to update their contact details and addresses in ADX records to ensure receiving their stock dividend appropriately. If approved, the stock dividends shall be distributed through ADX.
- Special Resolution: a resolution issued by the majority votes of shareholders holding at least 75% of the shares represented at the General Assembly meeting of the Bank.
- Proxy and any supporting documents will be sent to the following e-mail: IR@rakbank.ae, stating the name, email and mobile number to receive SMS for registration.
- A written proxy form should be lodged with the Bank's Head Office, Sheikh Mohamed Bin Zayed Road, Exit No. 129, Ras Al Khaimah, to the attention of the Investor Relations Team, Tel: +72061416 971, before close of business day on Tuesday 13 June 2023.
- Link to the SCA Investors Rights Guide is accessible on: <https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>.

Board of Directors

I / we:

The undersigned shareholder of the National Bank of Ras Al Khaimah (P.S.C) hereby appoint by virtue of this proxy

Mr. / Mrs.:

To represent me and vote on my behalf in the General Assembly meeting which will be held on Wednesday 14th of June 2023 at 11:30 am, at the Bank's Head office in Ras Al Khaimah or virtually (remotely/online) or any adjourned meeting, therefore.

Shareholder Investor Number:

Shareholder Mobile Number:

Proxyholder Mobile Number:

Date: / /2023

Signature: