



Nomination Procedures for Board Membership

The Board of Directors has established controls and a transparent nomination process for the Board's election in accordance with The Commercial Companies Law promulgated by Law No. (11) of 2015, as amended by Law No.(8) of 2021, QCB Instructions to Banks, and the Corporate Governance Code for Listed Companies issued by the Qatar Financial Markets Authority Decision No. 5 of 2025 which observes the principles of transparency, justice and compliance to regulatory requirements .

Opening the Nomination period Procedures

1. The Board shall open the nomination period for the election of the Board of Directors 90 days before the end of the Board's membership, and delegates to the Board Remuneration, Nomination and Governance Committee to take necessary procedures / actions to implement this decision.
2. The Board Remuneration, Nomination and Governance Committee shall hold a meeting to establish the principles and criteria for the elections, draft the announcement / advertisement for opening the nomination period, and determine the required documents for nomination, whether for individuals or legal persons.
3. After informing the relevant authorities, the Board shall announce the opening of the nomination period at least 60 days before the Annual General Assembly meeting date, scheduled for electing the Board of Directors. The nomination period is opened through an announcement in at least two local and daily newspapers (one published in Arabic and one in English), on the Bank's website and on the Qatar Stock Exchange. The announcement shall specify the dates, closing time, and eligibility requirements for board membership.
4. The nomination period shall be open for 15 calendar days and any applicant meeting the eligibility requirements for Board membership can apply using the nomination application form and the supporting documents as detailed on the application form and appendices, electronically and physically. The Bank shall announce the closure of the nomination period and shall receive the applications on the same day.
5. During the nomination period, applications are accepted during official working hours from 07:30 to 15:00. Any application received after the nomination period will not be considered and applications not meeting the requirements for Board membership or received without the required supporting documents will not be considered.
6. All nomination applications must be submitted together with all required supporting documents, either by hand to the Bank's Company Secretary against proof of submission, or via email address mentioned in the announcement. The original copies of any document requiring signature of a candidate must be received by the Bank before closure of the nomination period.

Review and evaluation

7. At the end of the nomination period, the Board Remuneration, Nomination & Governance Committee shall review all the submitted application forms and supporting documents.
8. The Board Remuneration, Nomination & Governance Committee shall evaluate each candidate as follows:

- 8.1 The candidate meets all the Board member requirements; and
- 8.2 The candidate has provided the required documentation.
9. If a certificate of good conduct is not submitted among the previously specified nomination documents, the candidate may provide an undertaking to submit the clearance certificate. However, the certificate must be provided at least one day before the board elections; otherwise, the nomination application will be considered rejected. In this case, the list of candidates shall be updated and disclosed to Qatar Central Bank, Qatar Financial Markets Authority and Qatar Stock Exchange.
10. If an applicant for candidacy for Board membership is rejected, he/she may file a complaint in accordance with the procedures issued by Qatar Financial Markets Authority.
11. The Board Remuneration, Nomination & Governance Committee has the right to request additional documentation from a candidate and request a meeting with a candidate to ensure they meet the necessary requirements.
12. Following evaluation, the Board Remuneration, Nomination & Governance Committee shall prepare a report to the Board of Directors listing all the names and details of eligible candidates, together with the Board Remuneration, Nomination & Governance Committee's comments and recommendations of acceptance or rejection with clear justification and inform the applicant of the reasons for rejecting the application immediately following the decision.
13. The Board Remuneration, Nomination & Governance Committee shall also review and evaluate applications of existing Board Members for re-election. In the event of a conflict of interest when the candidate is a member of the Board Remuneration, Nomination & Governance Committee, the application will be referred directly to the Board.
14. The Board Remuneration, Nomination & Governance Committee, must decide on and announce its recommendations no later than five (5) days from the nomination period closing date.
15. The Board of Directors shall send a list of the candidates' names (those who are accepted and rejected) and data, with each candidate's CV and candidacy requirements, together with the Board's recommendations based on the Board Remuneration, Nomination & Governance Committee's report, to the QCB and QFMA for approval at least 30 days before the date of specified Board elections.
16. The Board of Directors shall disclose the final list of eligible candidates to the Qatar Stock Exchange and Ministry of Economy and Commerce and publish the same on its website and on Qatar Stock Exchange Website ensuring that the disclosure includes the final list of the candidates, a brief of each candidate from the application, and their CVs prior to the General Assembly to be convened to elect a new Board, or immediately upon obtaining the necessary regulatory approvals on the candidates, whichever occurs earlier.

Election

17. Board Members are elected by the Ordinary General Assembly through secret ballot in accordance with the cumulative voting method (AOA Article 23, QFMA Corporate Governance Code).
18. If the number of candidates is equal to the number of open positions, then the candidate shall be elected as a Board Member by acclamation.
19. If a Board Member is elected by acclamation, the QCB and QFMA will be notified that the candidate is elected by acclamation. An announcement will be made on the Bank's website declaring the candidate

is elected by acclamation, together with all necessary information about the candidate, and the same disclosed to the Qatar Stock Exchange.

20. The election of Board Members by acclamation shall be ratified by the Ordinary General Assembly.

The bank shall disclose the results of the General Assembly meeting immediately upon its conclusion, including the voting results, the announcement of the winners, and the list of reserve candidates ranked according to the voting outcome, including those who received zero votes. These details must be included in the meeting minutes. A copy of the minutes must be provided to the relevant regulatory authorities within a maximum of 3 days from the date of the General Assembly meeting, and the minutes must also be published on the bank's website.

Term

21. Members of the Board of Directors shall be elected for a renewable term of three years. The tenure of an independent Board Member may not exceed two terms of the Board.