



Dear Shareholders,

Pursuant to the provisions of the Commercial Companies Law No. (11) of 2015 as amended by Law No. (8) of 2021, the Governance Code for Companies Listed on the Main and Secondary Markets issued by the Board of Directors of the Qatar Financial Markets Authority under Decision No. (5) of 2025, and the Bank's Articles of Association, please be informed that the nomination period for membership of the Board of Directors of Ahlibank Q.P.S.C. (the "Bank") for the three-year term (2026, 2027, and 2028) has been opened.

The election will be held to appoint eight members to the Bank's Board of Directors:

- i) Five non-independent members who own at least 1% of the Bank's share capital; and
- ii) Three independent members.

The nomination period will remain open for fifteen (15) days, commencing at 9:00 a.m. on Wednesday, 29 October 2025, until 2:00 p.m. on Wednesday, 12 November 2025 (the "Nomination Period").

Any person who meets the eligibility criteria and wishes to nominate themselves for membership of the Bank's Board of Directors for the upcoming term (2026–2028) must complete and submit the nomination application, which is available at the Board Secretary Office located at Ahlibank's Head Office, Suhami Bin Hamad Street, Al Sadd, 3rd Floor, or may be downloaded from the Bank's website (<https://www.ahlibank.com.qa>).

The nomination application and all required documents must be submitted in hard copy, within the Nomination Period, to the Board Secretary. Applications submitted outside the Nomination Period, incomplete applications, or applications that are not completed within the Nomination Period will not be accepted or considered.

For any enquiries or assistance, please contact the Board Secretariat during the times mentioned above. Applicants whose nomination applications are rejected have the right to file a complaint in accordance with the procedures set out in the Complaints Procedures Rules issued by the Board of Directors of the Qatar Financial Markets Authority under Decision No. (6) of 2009, as amended by Decision No. (2) of 2018.

Eligibility Criteria for Membership of the Bank's Board of Directors

1. The candidate must be at least 21 years of age and possess full legal capacity.
2. The candidate must not have been convicted of a criminal offence or a crime involving dishonesty or breach of trust, or of any offence referred to in Article (40) of Law No. (8) of 2012 concerning the Qatar Financial Markets Authority, or Articles (334) and (335) of Law No. (11) of 2015 issuing the Commercial Companies Law, and must not be prohibited from engaging in any activity within entities subject to the Authority's supervision in accordance with Article (35) Paragraph (12) of Law No. (8) of 2012.
3. The candidate must be a shareholder owning at least 1% of the Bank's share capital. These shares shall be deposited with the Depository within the legally specified period and remain deposited until the approval of the financial statements for the last fiscal year of the term. Such shares shall not be subject to trading, pledge, or seizure. **Independent members are exempt from this shareholding requirement.**
4. The candidate must not have been previously declared bankrupt unless they have been rehabilitated, nor have defaulted on the repayment of their debts causing losses to financial institutions, nor been previously dismissed from office, nor have any conflict of interest affecting impartiality or independence.

Announcement for the Nominations of the Board of Directors of Ahlibank Q.P.S.C.

5. The candidate, or their representative, must hold a university degree or equivalent qualifications or experience, and possess diverse and appropriate skills and competencies, at both the individual and collective levels, to perform the assigned role professionally, effectively, and comprehensively. The candidate must also meet any additional requirements stated in the Bank's Nomination Policy published on its website, which include, but are not limited to, relevant knowledge and experience of all Bank activities, strategic planning, communication, corporate governance, risk management, internal control, and understanding of local, regional, and international economic, legal, and regulatory developments.

The Board shall, upon reviewing nomination applications, verify the candidates' eligibility to serve as Board members and their ability to dedicate the necessary time and effort to fulfil their responsibilities.

Independence Criteria (for Natural Persons)

In accordance with Article (1) of the Corporate Governance Code for Listed Companies, an independent member is a person who enjoys full independence from the Bank, enabling them to make impartial decisions. Such independence is deemed to exist when the following minimum conditions are met:

1. Neither the candidate nor any of their first-degree relatives holds, directly or indirectly, any shares in the Bank, nor is a major shareholder in any of the Bank's subsidiaries.
2. Neither the candidate nor any of their first-degree relatives is a member of any group or association of individuals or entities that exercise control over the Bank.
3. Neither the candidate nor any of their first-degree relatives, nor any companies owned by them, has any contractual relationship or direct or indirect interest with the Bank, including receiving any salary or financial benefit from the Bank that may affect their ability to make independent decisions.
4. The candidate must not work for or have a stake in any entity providing advisory or professional services to the Bank, such as external auditing, outsourcing services, or any other services, whether personally or through a first-degree relative. Neither the individual nor any of their first-degree relatives may have any direct or indirect interest in contracts, projects, or engagements entered into by the Bank or be a party thereto.
5. The candidate must not be a first-degree relative of any member of the Board or senior executive management of the Bank.
6. Neither the candidate nor any of their first-degree relatives must be currently employed by the Bank or have been employed by the Bank within the past five years.
7. The candidate must hold a university degree and possess relevant experience of no less than five years in financial or corporate fields.
8. The tenure of an independent member may not exceed two consecutive Board terms.

Note:

If a Board Member fails to fulfil their responsibilities or is found to have a conflict of interest affecting their independence, the Board of Directors shall take the necessary legal measures, including the possibility of terminating their membership and nominating a replacement in accordance with the Bank's nomination policy as amended. Should a Board Member lose any of the eligibility criteria stated above, their membership shall be deemed terminated as of the date such condition is no longer met.

Documents Required for Nomination

First: For Natural Persons

1. Duly completed nomination application, including all forms, declarations, and undertakings.
2. Proof of identity of the candidate (Qatari ID for citizens, passport for non-Qataris, and residence permit for residents).
3. A valid certificate of good conduct at the time of submission.
4. Financial credit report of the candidate issued by the Qatar Credit Bureau.
5. **For non-independent candidates:** a recent certificate confirming ownership of at least 1% of the Bank's share capital, provided such shares are deposited with the designated depository within the legally prescribed period. **For independent candidates:** recent shareholding certificates for the candidate and first-degree relatives (father, mother, spouse, and children) in companies listed on the Qatar Stock Exchange, evidencing that none of them hold shares in the Bank.
6. A declaration by the candidate confirming non-duplication of positions in accordance with the Corporate Governance Code requirements.
7. Updated and detailed Curriculum Vitae.

Second: For Legal Entities

In addition to the nomination form, declarations, and undertakings, the following documents must be submitted:

1. A nomination letter naming the representative of the legal entity.
2. A valid commercial registration or equivalent for the legal entity.
3. A valid establishment card for the legal entity.
4. Financial credit report issued by the Qatar Credit Bureau for the candidate.
5. A recent certificate confirming ownership of at least 1% of the Bank's share capital by the legal entity.
6. A declaration by the representative confirming no dual positions as per the Corporate Governance Code requirements.
7. A valid Certificate of Good Conduct for the representative, in line with regulatory requirements at the time of submission.
8. Identification document for the representative (Qatari ID for Qatari nationals, passport for non-Qataris, and residence permit for residents).
9. Updated and detailed Curriculum Vitae of the representative.
10. Beneficial Ownership Identification Form for the legal entity.

All requirements and nomination documents are detailed in the nomination applications published on the Bank's website.

For further information or any enquiries, please contact the Office of the General Counsel – Board Secretary on +974 4423 2321.

Faisal Bin AbdulAziz Bin Jassim Al-Thani
Chairman