

NOTICE OF ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING

Qatar First Bank LLC (Public) (Qatar Financial Centre license number 00091) (the “Bank”)



THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document or the action you should take, you should consult your stockbroker, bank manager, legal adviser, accountant or other authorised independent financial adviser immediately.

If you sell or have sold or otherwise transferred all of your shares you should send this document and the accompanying form of proxy as soon as possible to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee. If you sell or have sold or otherwise transferred only part of your holding, you should retain these documents.

The board of directors of the Bank (the “Board of Directors”) has the pleasure of inviting the esteemed shareholders of the Bank to attend the Extraordinary General Meeting (“EGM”) of the Bank which will be held virtually via Zoom on Tuesday, 22 March 2022 at 4.30 p.m. Doha local time, to consider and approve the items set out in the EGM agenda below. In the event the EGM quorum is not met, a second meeting will be held virtually via Zoom on Wednesday, 23 March 2022, at the same time mentioned above.

In addition the board of directors has the pleasure of inviting the esteemed shareholders of the Bank to attend the Annual General Meeting (“AGM”) which will be held virtually via Zoom on Wednesday, 23 March 2022 at 5.00 p.m. Doha local time, to consider and approve the items set out in the AGM agenda below. In the event the AGM quorum is not met, a second meeting will be held virtually via Zoom on Sunday, 27 March 2022, at the same time mentioned above.

Details of the Zoom meeting will be shared separately in due course. Please visit <https://www.qfb.com.qa/investor-relations/general-assembly> for information on the registration process.

Agenda of the Annual General Meeting

- 1. Financial Year**
Presentation of the Chairman's report for the financial year ended 31 December 2021 and the work plan for the financial year of 2022
Presentation of the report of the Shari'a Supervisory Board of the financial year ended 31 December 2021
- 2. Audited Financial Statement and External Auditor's report**
Presentation and approval of the report of the External Auditor for the financial year ended 31 December 2021
Approval of the audited accounts for the financial year ended 31 December 2021.
- 3. Annual Report**
Presentation and approval of the Annual Report for the financial year ended 31 December 2021
- 4. Discussion of Dividend and Optional Reserve**
Approve the recommendations of the Board of Directors regarding non-distribution of dividends and not taking an optional reserve for the financial year ended 31 December 2021.
- 5. Discharging and releasing the members of the Board from liabilities**
Discharge Directors of any liability in relation to their duties and responsibilities for the financial year ended 31 December 2021 and determine their rewards if eligible.
- 6. Corporate Governance Report**
Approve the Corporate Governance Report for the financial year ended 31 December 2021
- 7. Major Transactions**
Approve the major transactions undertaken by the Bank during the financial year ended 31 December 2021.
- 8. External Auditor**
Renew the appointment of Ernst & Young as the Bank's external auditor for the Bank for 2022 and authorizing the Board of Directors to determine its remuneration
- 9. Board Elections and formation of new Board**
Elect three (3) Independent Board Members to the Bank's Board of Directors for a term of three (3) years commencing on the date of the AGM.
Elect two (2) Non-Independent Board Members to the Bank's Board of Directors for a term of three (3) years commencing on the date of the AGM.
Ratification of the appointment, for a term of three (3) years commencing on the date of the AGM, of the two Board Members made by the Bank's Strategic Shareholders in accordance with article 34.2 of the Bank's Articles of Association.

Note:

Please visit the Bank's website <https://www.qfb.com.qa/investor-relations/general-assembly> to check the Approved list of Nominees for Independent and non-Independent Board Membership of Qatar First Bank LLC (Public) and list of the Board Members appointed by the Bank's Strategic Shareholder.

Agenda of the Extraordinary General Meeting

1. Approve (subject to obtaining all relevant regulatory approvals) the proposed changes to the Bank's Articles of Association (“AoA”) in accordance with the Law No. (8) of 2021 amending certain provisions of the Qatar Commercial Companies Law No. (11) of 2015 to the extent applicable to companies established in the Qatar Financial Centre and in accordance with Article 5 of the QFMA Offering and Listing Rules.
2. Authorise the Chairman of the Board to sign the approved amended Articles of Association and make any necessary amendments if requested by the regulators and perform all acts and things for the purpose of the registration of the amended AOA with the relevant authorities including but not limited to Qatar Financial Centre and the Qatar Financial Markets Authority.

Note:

Please visit the Bank's website <https://www.qfb.com.qa/investor-relations/general-assembly> to check the details of the proposed amendments to the AoA and other supporting documents.

Clarification on Participation and Voting Procedures at the AGM

Shareholders wishing to attend the virtual meeting are requested to visit QFB Head Office at 29, Suhaim bin Hamad Street, Al Sadd, Doha, 4th Floor starting from 3:00 p.m. on Wednesday, 23 March 2022 in order to register, obtain the list of candidates for the Board of Directors' election, elect and receive the link to virtually participate in the meetings.
All participating shareholders are required to bring along the following documents:

1. Copy of the Qatari ID or passport
2. Shareholder's number (NIN)
3. Mobile number and email address
4. Copy of the proxy and supporting documents to the representatives of individual or corporate shareholders, if applicable.

Notes

1. Shareholders are requested to register two (2) hours prior to the start of the First Extraordinary General Meeting, together with submitting proxy forms (if applicable), along with their ID cards in order to complete registration
2. Shareholders are requested to register two (2) hours prior to the start of the second EGM and first AGM (to be both held on March 23, 2022), together with submitting proxy forms (if applicable), along with their ID cards in order to complete registration.
3. Shareholders are requested to register two (2) hours prior to the start of the second AGM (to be held on March 27, 2022 in the absence of quorum of the first AGM), together with submit submitting proxy forms (if applicable), along with their ID cards in order to complete registration.
4. Only shareholders, whose names have been registered in the Bank's shareholder register with the Qatar Central Securities Depository and who appear on the shareholder register issued on the day of the AGM and EGM, are eligible to attend and vote.
5. If unable to attend personally, a shareholder may nominate another shareholder as their proxy (other than members of the Board of Directors) to attend the AGM and EGM using the form of proxy which accompanies this notice and which can also be found on our website (www.qfb.com.qa). To be valid, the form of proxy should be completed and submitted to Bank's official as soon as possible before commencement of the EGM but in any event so as to reach the Bank not later two (2) hours prior to the start of the AGM and EGM in order to prove the capacity to attend. Completion and return of the form of proxy will not preclude eligible shareholders of the Bank from attending and voting in person at the AGM and EGM, should they so wish.
6. A shareholder who is a natural person may not, in their own capacity and/or as proxy, hold more than 25% of the number of the deciding votes presented at the AGM and EGM. This does not apply to representatives of corporate bodies.
7. Shares in possession of the nominated proxy should not in any way exceed 5% of the total share capital of the Bank.
8. In case the shareholder is a corporate body (company, establishment etc.), the representative attending on their behalf should submit a written authorisation duly signed and stamped by the relevant juridical person appointing them as representatives of the relevant corporate body at the AGM and EGM.
9. This invitation has been posted on the Bank's website (www.qfb.com.qa) and constitutes a legal announcement to all shareholders without a need to send special invitations by post, in accordance with the articles of association of the Bank.

For more information please contact us on: +974 4448 3596 or email: registration@qfb.com.qa

Sheikh Faisal bin Thani Al Thani
Chairman of the Board of Directors