Notice of General Assembly Meeting

Dear Shareholders of Dubai Islamic Bank (PJSC),

The Board of Directors of Dubai Islamic Bank PJSC ("**DIB**" or the "**Company**") is pleased to invite all shareholders to attend the General Assembly Meeting of the Company at 11:00 am on Saturday 19 December 2026 at the Mandarin Oriental Jumeirah, Dubai, United Arab Emirates, and in case there is no quorum, the second meeting will be held at 3:30 pm on Thursday, 24 December 2026 at the same venue. Shareholders will have the option to attend the General Assembly Meeting physically, or to attend remotely/online through the use of remote presence technology/virtual meetings with visual communication and electronic voting during the General Assembly Meeting (the link to attend the General Assembly Meeting will be sent to shareholders by text message by the Dubai Financial Market ("**DFM**")) to review and discuss the following agenda:

I- To ratify by ordinary resolution the appointment of Mr. Fadhel Abdulbaqi Al Ali to the Company's Board of Directors with effect from 30 September 2026 to complete the current term ending in 2029.

II- **To consider passing a Special Resolution to approve the following matters as a single agenda item, on the recommendation of the Company's Board of Directors and subject to obtaining all required approvals, including the approval of the CBUAE:**

1. The acquisition by Dubai Islamic Bank PJSC (the "**Company**" or "**DIB**") of 5,430,421,875 ordinary shares with a nominal value of AED 1 (one UAE dirham) each, representing 100% of the issued share capital of Emirates Islamic Bank PJSC ("**EIB**"), from Emirates NBD Bank PJSC ("**ENBD**") pursuant to a sale and purchase agreement between DIB and ENBD (the "**SPA**"), in consideration for the issuance of new shares in the Company to ENBD ("Transaction"), after having reviewed the summary of the valuation report, and all measures undertaken by the Company to determine the share swap ratio, as summarised in the shareholders' circular, and, for that purpose, the following interconditional actions, subject to obtaining all required regulatory approvals and satisfaction or, where permitted, waiver of the conditions to completion:
   - The increase of the Company's issued share capital by AED 3,486,284,330, from AED 7,240,744,377, divided into 7,240,744,377 shares, to AED 10,727,028,707, divided into 10,727,028,707 shares, each with a nominal value of AED 1, through the creation and issuance of 3,486,284,330 new shares in the Company (the "**New DIB Shares**"); and
   - The allotment and issuance of the New DIB Shares to ENBD as in-kind consideration for the transfer to the Company of all the issued shares in EIB, at an issue price of AED 1 per New DIB Share and an aggregate issue value of AED 3,486,284,330, on the basis of a share swap ratio of 0.642 New DIB Shares for each 1 EIB share, pursuant to Article 299(3) of Federal Decree-Law No. 32 of 2021 concerning Commercial Companies, as amended, relying on the statutory exemption from existing shareholders' pre-emption rights. The increase of the Company's issued share capital and the issuance of the New DIB Shares to ENBD shall take place following completion of the transfer of the EIB shares to the Company in accordance with the SPA.
2. The amendment of Article (14) of the Company's articles of association, subject to obtaining all required regulatory approvals and with effect from completion of the Transaction, to reflect the increase in the Company's issued share capital and the issuance of the New DIB Shares to ENBD as in-kind consideration for the acquisition of all the issued shares in EIB, as follows:
   - **Article (14) of the Company's articles of association (before amendment):**
     "The issued capital of the Company shall be AED 7,240,744,377 (Seven Billion Two Hundred Forty Million and Seven Hundred Forty Four Thousand and Three Hundred Seventy Seven UAE Dirhams), divided into 7,240,744,377 (Seven Billion Two Hundred Forty Million and Seven Hundred Forty Four Thousand and Three Hundred Seventy Seven) shares with par value of one (1) UAE Dirham for each share paid in full and all shares are cash shares."
   - **Article (14) of the Company's articles of association (after amendment):**
     "The issued capital of the Company shall be AED 10,727,028,707 (ten billion seven hundred twenty-seven million twenty-eight thousand seven hundred seven UAE Dirhams), divided into 10,727,028,707 (ten billion seven hundred twenty-seven million twenty-eight thousand seven hundred seven) shares with a par value of one (1) UAE Dirham each, all fully paid."
3. The amendment of Article (16) of the Company's articles of association, subject to obtaining all required regulatory approvals and with effect from completion of the Transaction, to permit ENBD to hold the New DIB Shares, as follows:
   - **Article (16) of the Company's articles of association (before amendment):**
     "With the exception of Dubai Government as well as any department or institution reporting thereto, no shareholder may own shares exceeding in total 10% of the Company's issued capital."
   - **Article (16) of the Company's articles of association (after amendment):**
     "With the exception of Dubai Government as well as any department or institution reporting thereto, and Emirates NBD Bank PJSC, no shareholder may own shares exceeding in total 10% of the Company's issued capital."
4. **The granting of authority to the board of directors of the Company to implement the increase in the Company's share capital; and the authorisation and appointment of any member of the board of directors of the Company, acting individually, to represent the Company and to finalise, sign, execute, submit and deliver all documents, contracts, agreements, undertakings and letters relating to the Transaction, Capital Increase and the amendments of the Company's articles of association referred to above, and to complete all related procedures and deal with all relevant authorities, including, without limitation, the Dubai Department of Economy and Tourism, the Notary Public, the Capital Market Authority, the CBUAE and the Dubai Financial Market.**

By Order of the Board of Directors of the Company
Mr. Fadhel Abdulbaqi Al Ali - Chairman of the Board of Directors (Dubai Islamic Bank PJSC) - 27 November 2026

Notes:

1. In accordance with Article 40 (1) of the Authority's Board Chairman's Decision No. (3/Chairman) of 2020 approving the Governance Guide for Public Joint-Stock Companies ("**Governance Guide**"):

(a) Each shareholder who has the right to attend the General Assembly Meeting may delegate someone other than a member of the Company's Board of Directors, a member of the staff of the Company, or a securities brokerage company, or its employees, to attend on his or her 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.

(b) A delegated person for a number of shareholders shall not represent more than (5%) of the Company's issued capital after gaining such delegations.

(c) Persons lacking legal capacity or who are incompetent shall be represented by their legal representatives.

2. In accordance with Article 40 (2) of the Governance Guide, the shareholder's signature on the written delegation referred to in note (1)(a) above shall be the signature approved by any of the following entities:

(a) a notary public;

(b) a chamber of commerce or an economic department in the UAE;

(c) a bank or company licensed in the UAE, provided that the principal maintains an account with either;

(d) a financial market licensed in the UAE; or

(e) any other entity licensed to carry out signature attestation activities.

3. 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 Company. The delegated person shall have the powers as determined under the delegation resolution.

4. Registration, Attendance and E-Voting:
   - For the individual investors who wish to attend the general assembly meeting, they can forward the below information to the following email address FinancialServices@dfm.ae and, upon verification of such information, the voting link will be sent: (1) Investor Number (NIN); (2) Investor Name; (3) Investor Mobile Number; (4) a copy of the Emirates ID or Passport; and (5) a personal selfie photo of the investor.
   - Proxy holders must send the below information to the following email address IR@dib.ae and, upon DFM verification of such information, the voting link will be sent: (1) Copy of the proxy which includes the investor name and NIN along with the proxy holder details (Name – Mobile Number – Emirates ID/Passport number) attested as per CMA guides; and (2) Proxy holder Emirates ID/Passport copy along with selfie.
   - The investor must visit the link and register his attendance before the beginning of the general assembly meeting at 11:00 am on Saturday 19 December 2026 otherwise will not be able to attend the meeting and the link will not be active.
   - The vote will be opened from the link receipt time until the voting closure time on the resolution during the meeting. And the investor has the right to change his vote during this time subject to electronic voting T&Cs https://tinyurl.com/ybnjh4f4.
   - For any queries related to electronic registration, attendance and e-voting, please contact Dubai Financial Market, Customer Services at +971 4 305 5555.

5. The owner of the shares registered on Friday, 18 December 2026 shall be deemed the holder of the right to vote at the General Assembly Meeting. In case the meeting is held on Thursday, 24 December 2026 due to lack of quorum in the first meeting, every shareholder whose name is registered on Wednesday, 23 December 2026 shall be entitled to vote at the General Assembly Meeting.

6. Shareholders may access and review the meeting's documents, including the Shareholders' Circular in relation to the Transaction, on the website of DIB (www.dib.ae/agm) or the DFM (www.dfm.ae) prior to the General Assembly Meeting. Hard copies of the Shareholders' Circular can also be obtained (without charge) from the head office of the Company.

7. The meeting shall not be legally conducted unless it has been attended by not less than (50%) of the share capital. If the required quorum is not met in the first meeting, a second meeting shall be held at 3:30 pm on Thursday, 24 December 2026 at the same venue.

8. The virtual meeting will be recorded.

9. Shareholders may review the Guide to Minority Investor Rights published on the Capital Market Authority's website at sca.gov.ae/en/regulations/minority-investor-protection and the applicable corporate governance and general assembly procedures at sca.gov.ae/en/regulations/corporate-governance.

10. Special Resolution: a decision issued by the majority of votes of shareholders who own at least three-quarters (75%) of the shares represented in the meeting.

11. Shareholders may appoint representatives to attend and vote at the General Assembly Meeting on their behalf, in accordance with Clause 4 of Article 40 of the Governance Guide. A list of eligible representatives together with their contact details is available on the Company's website (www.dib.ae/gam).