Burgan Bank K.P.S.C. Share Capital Increase – Frequently Asked Questions

Offering of up to approximately KWD 50,000,000 through the issuance of 277,777,777 Ordinary Shares with a Pre-emption Right exercisable by the existing shareholders of Burgan Bank K.P.S.C. at an Issue Price of KWD 0.180 per share, representing KWD 0.100 nominal value per share with KWD 0.080 issuance premium

1. How many shares will be issued in the Capital Increase? At what price are the Issue Shares offered?

277,777,777 ordinary shares (the "Issue Shares") with a total value of KWD 49,999,999.860 representing approximately 7% increase in Burgan Bank K.P.S.C's (the "**Issuer**" or "**Burgan Bank**" or the "Bank" or the "Group") issued capital. Each Issue Share is offered at KWD 0.180, which consists of KWD 0.100 nominal value in addition to KWD 0.080 issuance premium

2. What is the size of the offering?

Up to KWD 49,999,999.860, comprising KWD 27,777,777.700 in nominal capital and KWD 22,222,222.160 in share premium.

3. What are the rights of the Issue Shares?

The Issuer has only one class of shares. Each Issue Share entitles the holder to one vote, and each Shareholder has the right to attend and vote at a General Assembly. No Shareholder has any preferential voting rights.

The Issue Shares, once issued, will also be entitled to receive their portion of any dividends declared by the Issuer (same as Existing Shares) and also be entitled to Pre-emption Rights for any subsequent new issue shares the Issuer may offer in the future with consideration of any applicable laws, procedures, and requirements and the terms of the offering applicable at that time.

In the event of a liquidation of the Issuer, each Issue Share will rank equally with the Existing Shares and will be entitled to an equal share of the Issuer's assets remaining after settlement of its debts and other amounts having priority by law.

4. Who is eligible to subscribe?

Initial Eligible Subscribers, comprised of:

(a) Eligible Shareholders: Registered holders of Existing Shares recorded in the Company's shareholder register with the Kuwait Clearing Company K.S.C and its Subsidiaries at the close of trading on Boursa Kuwait on the Record Date (any trade of the Company's shares prior to the Record Date, but which have not completed the trade settlement process of Boursa Kuwait as of the Record Date, and as a result have not yet been registered on the Company's shareholder registry, will not be considered in determining the Eligible Shareholders of record as of the Record Date); and

(b) Owners of Transferred Pre-emption Rights: other right holders who have obtained such rights by way of transfer without consideration or purchase during the Pre-emption Rights Trading Period.

5. What is the impact on Eligible Shareholders who choose not to subscribe to the Issue Shares?

If an Eligible Shareholder does not subscribe for the Issue Shares, their percentage ownership in the Issuer will be diluted, and the value of their Existing Shares may also be affected. The Issuer, Subscription Agent and Clearing and Depository Agent are not required to remind or follow up with Eligible Shareholders regarding the capital increase or any part of the subscription process or any missing or incomplete documents or requirements.

6. **What happens if a person who purchases Pre-emption Rights during the Pre-emption Rights Trading Period, or receives such rights by way of transfer without consideration, does not complete the subscription process?**
   If the subscription process is not completed during the Pre-Emption Right Subscription Period, the relevant Pre-emption Rights will expire unexercised. The holder is responsible for completing the subscription process on time, and the Issuer, Subscription Agent and Clearing and Depository Agent are not required to remind or follow up with such holder on any matter regarding the capital increase or any part of the subscription process or any missing or incomplete documents or requirements.

7. **What is the minimum number of Issue Shares I can subscribe for?**
   One (1) Issue Share

8. **How many Issue Shares am I entitled to?**
   Eligible Shareholders will be entitled to approximately 7.10% Issue Shares of their ownership as of the Record Date (rounded). Each pre-emption right will entitle Eligible Shareholder/ Preemptive Right holder to one Issue Share.

9. **Can I subscribe for more than my entitled Issue Shares?**
   Yes. Initial Eligible Subscribers may apply to subscribe for Additional Issue Shares in excess of their entitlement.

   However, subscribing for Additional Issue Shares does not guarantee that the Subscriber will receive all or any of the Additional Issue Shares applied for. Any Issue Shares remaining unsubscribed after the exercise of the Pre-emption Rights may be allocated among Subscribers who have applied for Additional Issue Shares, in accordance with the allocation mechanism set out in the Prospectus.

   Where the Additional Issue Shares are oversubscribed, such shares will be allocated pro rata among the Subscribers who applied for Additional Issue Shares, subject to the applicable laws, regulations and procedures.

10. **When is the Pre-Emption Right Subscription Period and what happens if all Issue Shares are not subscribed for?**

    The Pre-Emption Right Subscription Period will commence on Monday, 31 August 2026 and will remain open for fifteen (15) calendar days, closing on Monday, 14 September 2026 at 1:00 p.m. Kuwait time.

    If all Issue Shares are not subscribed for by the Initial Eligible Subscribers during the Pre-Emption Right Subscription Period, the remaining Issue Shares will be offered for public subscription to the Public Subscribers during the Public Offering Subscription Period commencing on Monday, 21 September 2026 and ending on Monday, 5 October 2026 (inclusive).

    If all remaining Issue Shares are fully subscribed for before the end of the Public Offering Subscription Period, the Issuer may close the Public Offering Subscription Period earlier in accordance with the Prospectus and applicable laws and regulations.

    The Board of Directors may extend the Public Offering Subscription Period in accordance with the Prospectus and applicable laws and regulations. If the aggregate of the Pre-Emption Right Subscription Period and the Public Offering Subscription Period is to extend beyond three (3) months from the commencement of the Pre-Emption Right Subscription Period, CMA approval must be obtained.

    If the Capital Increase remains not fully subscribed following the expiry of the applicable subscription period(s), the Board of Directors may, in accordance with the Prospectus and applicable law, either (i) retract the Capital Increase or (ii) limit the Capital Increase to the amount actually subscribed for. Subscribers shall have a right of retraction only as permitted under applicable law and the Prospectus.

11. **When is the period for trading or transferring of Pre-emptive Rights?**
    31 August 2026 to 7 September 2026 (inclusive) during the trading hours of Boursa Kuwait.

12. **When is the Cum-Date? (i.e. the date on which a purchase of existing shares in the Issuer will be with the Pre-emption Rights)**
    24 August, 2026

13. **When is the Ex-Date? (i.e. the date on which a purchase of existing shares in the Issuer will be without the Pre-emption Rights)**
    25 August 2026

14. **When is the Record Date?**
    30 August 2026

15. **What are Pre-emptive Rights?**
    Pre-emption Rights are rights granted to Eligible Shareholders to subscribe for Issue Shares in proportion to their Existing Shareholding as at the Record Date.

    Each Pre-emption Right entitles its holder to subscribe for one (1) Issue Share during the Pre-Emption Right Subscription Period.

    Pre-emption Rights may be:
    - exercised to subscribe for Issue Shares;
    - sold or purchased, whether in whole or in part, through Boursa Kuwait during the Pre-emption Rights Trading Period; or
    - transferred without consideration in accordance with the applicable laws, regulations and procedures.

    The Pre-emption Rights Trading Period is from 31 August 2026 to 7 September 2026 (inclusive), during the trading hours of Boursa Kuwait.

    If a holder does not exercise, sell or transfer the Pre-emption Rights within the applicable periods, the Pre-emption Rights will be forfeited and expire worthless.

    The reference price of the Pre-emption Rights will be determined by Boursa Kuwait in accordance with its applicable rules and procedures. The market price of the Pre-emption Rights may fluctuate during the trading period.

    The Issuer does not guarantee the market price or liquidity of the Pre-emption Rights.

16. **How can I subscribe?**
    Subscriptions and all required documents must be submitted through the Subscription Website or Mobile Application operated by Kuwait Clearing Company K.S.C and its Subsidiaries.

    All Subscribers must:

    1. Login to the Subscription Website via the link: https://www.ipo.com.kw or download the IPO Kuwait Mobile Application operated by Kuwait Clearing Company K.S.C and its Subsidiaries.
    2. In the event the Subscriber is an individual, they shall register their Civil ID number, and then the system will verify the eligibility of the Subscriber.
    3. In the event the Subscriber is a legal entity or a Company, the Subscriber must enter the commercial registration number, and then the system will verify the eligibility of the Subscriber.
    4. Record the number of shares to be subscribed for.
    5. The Subscriber must make the payment through either K-NET service or Bank wire transfer as follows:

    For Subscribers paying through K-NET service, the Subscriber shall:

- Pay from their own account (no other person may pay on behalf of the Subscriber except in the cases provided for under the law). If the payment is successful, the system will display a confirmation containing the subscription payment details, and an automatic email will be sent with a PDF receipt to the Subscriber's registered email address, along with a text message to the Subscriber's registered mobile phone confirming the successful completion of the subscription process.

Subscribers are advised to confirm with their Bank that their payment limit on their K-NET card will enable them to pay for their subscription.

Or,

For Subscribers paying through Bank wire transfer, the Subscriber shall:

- Print the Subscription Application Form and visit their own Bank and submit a copy of the Subscription Application Form printed from the above link and transfer the amount required to the Subscription Bank Account (net amount without any charges by the transferring Bank and the receiving Bank) stated below:

Name of Bank:	Burgan Bank
Account number:	0231704506000144020002
IBAN:	KW05 BRGN 0000 0000 0000 7045 0600 03
SWIFT:	BRGNKWKW
Beneficiary:	Burgan Bank Capital Increase
Reference/Description:	Subscription Application Form number + subscriber civil identification (for residents and citizens)/ passport (for non-residents and non-citizens)/ commercial registration number (for corporates) + subscriber contact number **(all of the above information mentioned in the Reference/Description is required in the transfer receipt, failure to provide the above information may result in the rejection of the subscription)**

- The Subscriber shall upload the copy of the transfer receipt of the amount transferred from their own Bank in addition to the documents listed in item "Required Documentation" stated below through the electronic link that will be sent from the Subscription Website to the subscriber by e-mail and text message on the registered phone.

Review of Bank-transfer applications may take up to 24 hours. If the subscription is not approved, an email will be sent to the Subscriber's registered email indicating the reason for the rejection, and the Subscriber may try again. A Subscriber is permitted to submit multiple subscription requests in case they have not subscribed to their full available pre-emptive rights. However, Subscribers are advised to submit their applications sufficiently in advance of the end of the Pre-Emption Right Subscription Period, as the review period of up to 24 hours does not extend or exempt them from the Pre-Emption Right Subscription Period deadline. Any applications submitted at or near the closing time of the Pre-Emption Right Subscription Period remain subject to the same review timeline and may therefore risk non-acceptance if found non-compliant after the deadline.

In case the subscription is successful, an email will be sent with a PDF receipt to the Subscriber's registered email address, along with a text message to the Subscriber's registered mobile phone confirming the successful completion of the subscription process.

Failure of any Subscriber to submit a duly completed Subscription Application Form (together with all applicable supporting documentation thereto) to the Subscription Website or the Mobile Application after the transfer or deposit of the subscription funds (the "Subscription Monies") as required in the Prospectus shall render the Subscription null and void. Subscription Monies shall not be accepted in cash.

In cases where the shares are held with a Company that manages client portfolios, the Subscriber shall:

1. Contact the portfolio manager to inquire about the subscription procedure.
2. The portfolio manager shall then follow the steps outlined above to complete the subscription process and submit the subscription details.

Required Documentation

The Subscription Application Form must be submitted through the Subscription Website or Mobile Application along with the following documentation, as applicable to the nature of and payment method chosen by the Subscriber:

a) Individual Subscribers

- Signed Subscription Application Form;
- Copy of personal civil identification card;
- Copy of passport to verify the signature;
- Copy of the Bank transfer receipt;
- Copy of the IBAN number;
- Copy of special legal proxy for subscribing in shares (for proxy subscriber);
- Copy of the documents evidencing the authority to represent persons lacking or having limited legal capacity, such as minors and persons under interdiction;
- Copy of a declaration of heirs for beneficiaries.

b) Corporate Subscribers

- Signed Subscription Application Form;
- Copy of the Bank transfer receipt;
- Copy of the IBAN number;
- Copy of Commercial Registration Certificate (authorized activities in the Commercial Registration Certificate must include owning of shares);
- Copy of the Authorized Signatories Certificate or the Extract of the Commercial Register; as the case requires; and
- Copy of the personal identification card of the authorized signatory;
- Copy of the authorized signatory issued by the Ministry of Social Affairs or certified by the Kuwait Chamber of Commerce and Industry; and
- A letter issued by the authorized signatory of the legal entity confirming its approval to subscribe.

c) Non-Residents of Kuwait Subscribers

- Non-resident subscribers (whether corporates or individuals, as the case may be) are required to provide the equivalent of the aforementioned documentation as issued by their jurisdictional authorities if they do not have Kuwaiti issued documentation as highlighted further above.

Cash will not be accepted. The Subscription Monies must be paid in full upon submitting the Subscription Application Form on the Subscription Website or the Mobile Application by authorizing a debit of the appropriate amount from the subscriber's account with the bank, or by bank transfer. Subscription amounts will be deposited in full in the Issuer's bank account designated by the Issuer (the "Subscription Bank Account"). The Subscriber must, in any event relating to the Issue Shares or the Additional Issue Shares, ensure that the bank debit or the bank transfer has been processed from their respective bank account and that the subscription account with the Issuer has been credited with the appropriate amount at the time of the submission of the Subscription Application Form to the Clearing and Depository Agent.

Without prejudice to the other grounds of rejection of the Subscription Application Forms, the Subscription Agent, the Clearing and Depository Agent and the Issuer shall have the right to reject the Subscription Application Form in the event the Subscription Monies are not received in the subscription account at the time of submission of the Subscription Application Form to the Clearing and Depository Agent.

17. Is there a maximum subscription limit via KNET?

There is no maximum subscription limit via KNET. However, subscribers are advised to check with their banks to ensure that the payment limit on their KNET cards allows them to pay the full value of their subscription.

18. Can my subscription application be declined?

Each subscriber must read and agree to all the terms and conditions and provide all the information required in the Subscription Application Form. The Issuer, the Clearing and Depository Agent, and the Subscription Agent may reject, in whole or in part, any Subscription Application Form that does not satisfy the applicable conditions or requirements, including:

- Failure to pay the full Subscription Monies;
- Failure to comply with applicable laws and regulations;
- Inaccurate, invalid or insufficient information, or failure to provide additional requested information; or
- Failure to follow the instructions in the Prospectus or the Subscription Application Form.

An application may also be excluded from the allocation process if the Subscriber's information differs from the records of the Public Authority for Civil Information, unless the discrepancy is explained through the supporting documents submitted.

For bank-transfer subscriptions, the application may also be rejected if the Subscription Monies have not reached the Subscription Bank Account when the application is submitted.

19. Can I cancel/alter my subscription application?

Once the subscription has been successfully submitted and payment has been completed, the subscription is final and may not be cancelled or amended, except where otherwise permitted under applicable law or the terms of the Prospectus.

20. When is the allocation period for shares?

Within five (5) Business Days after the closing of the Pre-Emption Right Subscription Period or, if a Public Offering is conducted, after the closing of the Public Offering Subscription Period, in accordance with the Prospectus.

21. When will excess subscription amounts be refunded?

Any excess Subscription Monies will be refunded within five (5) Business Days from the date of announcement of the final allocation of the Issue Shares, in accordance with the Prospectus. Such amounts will be refunded without any interest, fees or deductions and no Subscriber will be entitled to any compensation in respect of any delay in refunding such amounts.

22. I am unable to see the issue shares on the subscription website.

If the Issue Shares or Pre-emption Rights are not displayed on the subscription platform, please visit the Clearing and Depository agent, Kuwait Clearing Company offices in Boursa Kuwait building, fifth floor or contact via email at **support@ipo.com.kw**

23. Can I subscribe if my shares are mortgaged?

All Subscribers with mortgaged shares must provide to the Clearing and Depository Agent an original and signed approval letter from the mortgagee stating that the Subscriber may subscribe in the capital increase. The approval letter along with the copies of the civil identification and authorized signatories extract must be submitted in the Subscription Website. Please note that after completing the procedures of lifting the subscription suspension by the Clearing and Depository Agent by virtue of the aforementioned letter, the Subscriber will then be able to view the number of Issue Shares allotted to them for subscription on the Subscription Website.

24. What are the procedures for the transfer of Pre-emptive Rights?

The transferee shall be entitled to exercise the pre-emptive right to subscribe for the number of Issue Shares corresponding to such rights or to dispose of them in accordance with the applicable laws, regulations, and procedures issued by the Kuwait Capital Markets Authority, Boursa Kuwait, and the Kuwait Clearing Company, provided that such disposal is effected by way of trading at least five Business Days prior to the closing date of the Pre-Emption Right Subscription Period, or by way of transfer without consideration at least five Business Days prior to the closing date of the Pre-Emption Right Subscription Period.

The transferor and the transferee shall visit the premises of Boursa Kuwait – Fifth Floor to complete the transfer procedures. Individuals are required to submit copies of their civil identification cards, and the authorized representatives of legal entities are required to submit an extract (from the Ministry of Commerce and Industry), in addition to the authorized signatories extract.

Notice: Before investing in any of the Issue Shares, Potential Investors should review the Prospectus and all the information included therein as well as the risk elements described in the Prospectus. In the opinion of the Issuer, the factors set out in the Prospectus represent the main risks associated with investing in the Issue Shares, but these risks are not considered exhaustive and there are other considerations, some of which may not be known to the Issuer at this time, or considered by the issuer to be ineffective at this time while they may affect any investment in the Issue Shares.
Potential investors should also read the detailed information contained elsewhere in the Prospectus and arrive at their views before making any investment decision.

Prior to investing in any Issue Shares, please refer to the downloadable/printable version of the Prospectus relating to the offering on the Issuer's website (www.burgan.com), the Issuance Advisor and Subscription Agent website (www.kamcoinvest.com) under the Equity Capital Markets page found in the Investment Banking tab, the Clearing and Depository Agent's subscription website (www.ipo.com.kw), or Boursa Kuwait's website (www.boursakuwait.com.kw). This FAQ does not contain all the information that prospective investors should consider before deciding to invest in the Issue Shares and does not purport to be complete.

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Notes:

- **For any technical support related to www.ipo.com.kw or the mobile application IPO KW, please email support@ipo.com.kw**

- **For inquiries related to the Capital Increase please contact:**

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