بنك برقان
BURGAN BANK

This announcement is a summary of certain information contained in the Prospectus and should be read together with, and is subject to, the Prospectus.

Invitation to Participate in the Increase of the Share Capital of

Burgan Bank K.P.S.C

The Board of Directors of Burgan Bank K.P.S.C. (the "**Issuer**" or "**Burgan Bank**" or the "**Bank**" or the "**Group**" or the "**Company**") would like to invite the shareholders whose names are registered in the shareholder register of the Issuer held with the Clearing and Depository Agent at the close of trading on 30 August 2026 (the "**Record Date**"), and the holders of Pre-Emption Rights to whom Pre-Emption Rights were transferred during the Pre-Emption Rights Trading Period, to participate in the Issuer's share capital increase and subscribe for up to 277,777,777 new ordinary shares (the "**Issue Shares**") with an aggregate nominal value of KWD 27,777,777.700 at an Issue Price of KWD 0.180 per Issue Share, which includes a nominal value of KWD 0.100 per Issue Share, in addition to an issuance premium of KWD 0.080 per Issue Share, during the Pre-Emption Right Subscription Period commencing on 31 August 2026 and closing on 14 September 2026 at 1:00 p.m. If the Issue Shares are not fully subscribed for by the Initial Eligible Subscribers during the Pre-Emption Right Subscription Period, the remaining unsubscribed Issue Shares will be offered for public subscription during the Public Offering Subscription Period commencing on 21 September 2026 and ending on 5 October 2026 (inclusive), subject to earlier closing in accordance with the Prospectus and applicable laws and regulations.

Overview of the Issuance

Issuer:
Burgan Bank K.P.S.C

Commercial Registration No:
24067

Total Value of the Issuance:
KWD 49,999,999.860

Issue Price:
180 Kuwaiti fils per share (including the nominal value of 100 Kuwaiti fils and with 80 fils issuance premium).

Eligible Shareholders and Owners of Transferred Pre-emption Rights ("Initial Eligible Subscribers") Include:

(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.

Issue Shares Entitlement:
Approximately 7.1% of their total existing shares held as of the Record Date. Holders of Preemption Rights shall be entitled to subscribe for the number of Issue Shares corresponding to the acquired rights.

Minimum Subscription:
One (1) Issue Share.

Pre-Emption Right Subscription Period:
The Pre-Emption Right Subscription Period will commence on 31 August 2026 and will end on 14 September 2026 at 1:00pm Kuwait time.

Pre-Emptive Rights Trading Period:
Commences on Monday 31 August 2026 (inclusive) and ends on Monday 7 September 2026 (inclusive)

Subscription to and Allocation of Additional Issue Shares in the Pre-emption Rights Subscription Period:
Initial Eligible Subscribers have the right to subscribe to additional Issue Shares in addition to their entitled Issued Shares and such subscription shall be made at the Issue Price. If the aggregate number of the Additional Issue Shares exceeds the number of available unsubscribed Issue Shares, such shares will be allocated to those Initial Eligible Subscribers applying for such Additional Issue Shares pro rata to their subscription for the Additional Issue Shares.

Public Offering Subscription Period in respect of Remaining Shares:
If the Issue Shares are not fully subscribed for by the Initial Eligible Subscribers during the Pre-Emption Rights Subscription Period, the remaining unsubscribed Issue Shares shall be offered for public subscription to any person eligible to subscribe for shares in Kuwait (the "**Public Subscribers**"), including the Initial Eligible Subscribers (collectively "**Subscribers**"), in accordance with the terms and conditions set out in the Prospectus.

The Public Offering Subscription Period will commence on Monday, 21 September 2026 and will end on Monday, 5 October 2026 (inclusive). If all remaining unsubscribed 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.

If the Issue Shares are not fully subscribed for following the Pre-Emption Rights Subscription Period and the Public Offering Subscription Period, the Board of Directors of the Company may decide to extend the Public Offering Subscription Period in accordance with the Prospectus and applicable laws and regulations. If the Issue Shares are not fully subscribed for during the extended Public Offering Subscription Period, the Board of Directors of the Company may decide to either, (i) retract the share capital increase and refund the Subscription Monies in accordance with the terms and conditions of the Offering and no Subscriber shall be entitled to compensation or recourse against the Issuer, the Clearing and Depository Agent, or the Subscription Agent, or (ii) limit the share capital increase to the amount actually subscribed for. Subscribers for the Issue Shares will not have a right of retraction except as permitted under applicable law and the Prospectus.

Consequences of non-Subscription:
Eligible Shareholders who do not subscribe to the Issue Shares shall be subject to a reduction in the proportion of their equity in the Issuer's capital as well as a reduction in the value of their Issued Shares. The Issuer, Subscription Agent and Clearing and Depository Agent are not required to remind or follow up with Eligible Shareholders or Subscribers regarding the capital increase or any part of the subscription process or any missing or incomplete documents or requirements.

Means of Disposal of Pre-Emption Rights:
Any person who disposes of their Pre-emption Rights, whether by sale or assignment, shall no longer be entitled to subscribe for the Issue Shares represented by such rights. However, the transferee of such rights shall be entitled to subscribe for the corresponding number of Issue Shares or further dispose of them in accordance with the applicable laws, regulations, and procedures of the Kuwait Capital Markets Authority, Boursa Kuwait, and the Kuwait Clearing Company K.S.C and its subsidiaries, provided that such disposal occurs at least five Business Days prior to the closing of the Pre-Emption Right Subscription Period.

The transferor and transferee shall visit Boursa Kuwait, Fifth Floor to complete the transfer. Individuals shall provide copies of their civil identifications, and the authorized representatives of non-natural entities shall provide To Whom It May Concern Letter (Ministry of Commerce and Industry) along with the authorized signatories extract.

Eligible Shareholders may take any of the following actions:
- Exercise their Pre-emption Rights, in whole or in part, to subscribe for Issue Shares;
- Exercise their Pre-emption Rights to subscribe for Issue Shares and apply for Additional Issue Shares;
- Trade their Pre-emption Rights by sale and/or purchase during the Pre-Emption Right Subscription Period and up to five Business Days prior to Pre-Emption Right Subscription Period closing, in accordance with the relevant rules of Boursa Kuwait;
- Assign, without consideration, their Pre-emption Rights (in whole or in part) to another party during the Pre-Emption Right Subscription Period and up to five Business Days prior to its closing, in accordance with the applicable rules of Boursa Kuwait and the Kuwait Clearing Company K.S.C and its subsidiaries; or
- Choose not to exercise, assign, or trade their Pre-emption Rights, in which case their entitlement to subscribe for Issue Shares shall lapse and the corresponding Issue Shares not subscribed for shall be made available for subscription by other Initial Eligible Subscribers through additional subscriptions for Additional Issue Shares.

Issuance Advisor and Subscription Agent:
Kamco Investment Company K.S.C. (Public) – "Kamco Invest"

Clearing and Depositary Agent:
Kuwait Clearing Company K.S.C. and its subsidiaries

Legal Advisor to the Issuer:
ASAR - Al Ruwayeh & Partners

Issuance Advisor & Subscription Agent

KAMCO INVEST

Subscription Instructions

Subscription Process
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.

General subscription procedures:
All Subscribers shall:
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 that the Subscriber is an individual, the Subscriber shall enter their Civil ID number, following which the system will verify whether the Subscriber is eligible to subscribe. Such verification will be carried out only during the Pre-emption Rights exercise period.
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 and the Subscriber shall bear all legal consequences arising from any breach thereof.). 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 link (https://www.ipo.com.kw) 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.

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**
- Subscription Application Form signed by the Subscriber;
- Copy of the Subscriber civil identification card;
- Copy of passport to verify the Subscriber 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 Certificate of Guardianship for orphans;
- Copy of Certificate of Guardianship for minors; or
- Copy of a Limitation of Succession Deed for beneficiaries.
- Copy of Guardianship rule.

b) **Corporate Subscribers**
- Subscription Application Form signed by the authorized signatory;
- 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-Kuwaiti 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.

Important notice: 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.

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 either by direct debit from the Subscriber's bank account 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 personal bank account and that the subscription bank 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 without any liability whatsoever on the part of any of them.

Risk Factors:
There are some risks related to investing in the Issue Shares, including commercial and legal risk factors such as:

Risks Relating to the Bank: Economic, political and related considerations – Competitive pressures in the banking industry in Kuwait – Dependence on successful execution of business strategy – Potential downgrade of credit ratings – Credit risk exposures – Lending base concentration risk – Liquidity risk – Operational disruption and business continuity risk – Cybersecurity and technology risks.

Regulatory Risks and Risks Related to the Issue Shares: Capital adequacy regulations – Regulatory compliance risk – Legal and regulatory uncertainty in Kuwait and other key jurisdictions – Potential changes in the regulatory framework of the Central Bank of Kuwait (CBK) – Liquidity and volatility in the Share price – Dividend payments – Dilution of existing shareholdings – Risks related to non-exercise of rights by major shareholders – Risks related to non-profitability or sale of Pre-emption Rights – Risks of shortage of demand for Pre-emption Rights and Company shares, or rescinding the subscription – Taxation risks on payments – Value Added Taxes – Change in Law.

Risks Relating to Kuwait and the MENAT Region: Investing in securities involving emerging markets generally involves a higher degree of risk, risk of having the Bank's subsidiaries located in a region that is subject to ongoing political and security concerns, Kuwaiti political considerations risks, legal and regulatory systems risks, CBK's regulatory framework risk.

Risks Related to the Issue Shares: Liquidity and volatility in the Share price risk, dividend payments risk, dilution of existing shareholdings risk, taxation risks on payments, Value Added Taxes risk, change in Law risk, risks related to non-exercise of rights by major shareholders, risks related to non-profitability or sale of Pre-emption Rights, risks of shortage of demand for Pre-Emption Rights and company shares, or rescinding the subscription, speculative risk of priority rights.

For further details on any such risk factors, please refer to the downloadable/printable version of the Prospectus relating to the offering on the Subscription Website (www.ipo.com.kw), the Issuer's website (www.burgan.com), the Issuance Advisor and Subscription Agent's website (www.kamcoinvest.com), or Boursa Kuwait's website (www.boursakuwait.com.kw).

Prior to investing in any Issue Shares, prospective investors should carefully consider, together with all other information contained in the Prospectus relating to the Offering, the risk factors highlighted above and seek independent professional advice before investing. For further details on any information related to the Offering, please refer to the downloadable/ printable version of the Prospectus relating to the Offering found on the above websites. This announcement 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. Accordingly, any decision by a prospective investor to invest in the Issue Shares should be based on consideration of the Prospectus as a whole.

Subscription Information
The necessary information regarding the investment in the Issue Shares is included in the Prospectus.

The Offering Terms, conditions, and Instructions of the Issue in the Prospectus and the Subscription Application Form shall apply. All Subscribers must read the instructions relating to the Offering carefully before submitting the Subscription Application Form. Each prospective investor must undertake their own independent assessment and due diligence of the Issuer, the Issue Shares and the information contained in the Prospectus, including obtaining financial, legal and tax advice as deemed appropriate.

The Kuwait Capital Markets Authority or other Regulatory Bodies in Kuwait assumes no responsibility whatsoever for the contents and accuracy of this announcement or damages resulting from relying on any part of this announcement.

For any technical support related to the Subscription Website or Mobile Application, please email Kuwait Clearing Company at: support@ipo.com.kw

For Inquiries related to the Offering, please contact:

Kamco Invest
Email: burganci@kamcoinvest.com   Tel: (965) 2233-6791 / 2233-6968