



Appendix no. (10)

**Disclosure of Material Information Form**

<b>Date</b>	16 <sup>th</sup> of March 2025
<b>Name of the Listed Company</b>	National Bank of Kuwait (S.A.K.P)
<b>Material Information</b>	<p>Kindly be informed that the Ordinary General Assembly meeting of National Bank of Kuwait's shareholders for the year 2024 was convened on Saturday 15<sup>th</sup> of March 2025, at 12:30 p.m. in the Bank's headquarters, and after the presence of the quorum, the below decisions have been taken:</p> <ol style="list-style-type: none"> <li>1. Approve and ratify the Board of Directors' report regarding the Bank's operations during the financial year ended 31/12/2024.</li> <li>2. Approve and ratify the auditor's report regarding the Bank's financial statements during the financial year ended 31/12/2024.</li> <li>3. The General Assembly is notified of the Board of Directors' report regarding findings and penalties during the financial year ended 31/12/2024.</li> <li>4. Approve the Financial Statements and ratify the Balance Sheet and the Profit and Loss Account for the financial year ended 31/12/2024.</li> <li>5. Approve the discontinuation of statutory reserve deductions for the financial year ended 31/12/2024, since it has exceeded half of the Bank's issued and fully paid-up capital without issue premium, following payment of an amount of KD 19,824,864.050 (nineteen million and eight hundred twenty-four thousand and eight hundred sixty-four Kuwaiti dinar and fifty fils) on the account of such statutory reserve from the profits of the financial year ended 31/12/2024.</li> <li>6. Approve the authorization of the Board of Directors to purchase, sell or dispose of up to 10% (ten per cent) of the Bank's treasury stock in accordance with the relevant rules and provisions prescribed by law, regulations, decrees and instructions of supervisory bodies in this regard. Such authorization shall remain valid for a period of eighteen months from the date of issuance.</li> <li>7. Approve the authorization of the Board of Directors to issue all types of bonds in Kuwaiti dinar or any other currency, according to their discretion, whether inside or outside the State of Kuwait, to determine the term, par value, interest rate, maturity date, value coverage, offering rules, amortization as well as all other terms and conditions. The Board of Directors may seek support as they deem necessary to execute all or part of the foregoing, subject to obtaining the approvals of competent supervisory authorities.</li> </ol>

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8. Approve the authorization of the Bank to deal with its subsidiaries and affiliates as well as other related parties during the financial year 2025 within its regular course of business.
9. Approve the authorization of the Bank to grant loans and advances in addition to guarantees and other banking facilities to its members of the Board of Directors during the financial year 2025 in accordance with the terms and conditions prescribed by the Bank to a third party on an arms-length basis.
10. Approve to release the Board of Directors members from liability in connection to their acts during the financial year ended 31/12/2024 and approve and ratify the annual remuneration for Board members (independent and non-independent) amounting to KD 70,000 (seventy thousand Kuwaiti dinar) for each member regarding their duties for the financial year ended 31/12/2024.
11. Approve the appointment and re-appointment of the Bank's auditors for the financial year 2025 Mr. Bader Adel AlAbduljader from Al Aiban, Al-Osaimi & Partners Office (Ernst & Young) and Mr. Bader Abdullah Al-Wazzan from Deloitte & Touche Office (Al-Wazzan & Partners). In addition, to delegate the Board of Directors to determine their remuneration.
12. Approve the Board of Directors' recommendation to distribute the remaining cash dividends for the financial year ended 31/12/2024 at the rate of 25% (twenty-five per cent) of the nominal value per share (i.e. twenty-five fils per share) ("remaining cash dividends") to shareholders registered in the Bank's Ledger of Shareholders as at the end of the entitlement date, set as Wednesday, 9/4/2025, and ratify the corporate action schedule for the entitlements of the shares regarding cash distributions, as shown below:

Cum-dividend day (last trading day for the share with the entitlements/ remaining cash dividends)	Sunday, 6/4/2025
First trading day without the entitlements / remaining cash dividends	Monday, 7/4/2025
Entitlement day (the date of identifying shareholders registered in the Bank's Ledger who are entitled to the remaining cash dividends)	Wednesday, 9/4/2025
The starting day of distribution of the remaining cash dividends in shareholders accounts	Sunday, 13/4/2025

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In addition, to delegate the Board of Directors to amend the aforementioned corporate action schedule for the implementation of the Ordinary General Assembly's resolution regarding the entitlement of the remaining cash dividends in case the requirements to implement the aforementioned schedule are not completed for any reason.

As cash dividends for the first half of the financial year till 30/6/2024 were distributed at the rate of 10% (ten percent) of the nominal value per share (i.e. ten fils per share), this was in accordance with the Board of Directors' resolution dated 19/6/2024. Therefore, the total cash dividends for the entire financial year ended 31/12/2024 will be 35% (thirty five percent) of the nominal value per share (i.e. 35 fils per share).

13. Approve the Board of Directors' recommendation to issue free bonus shares at the rate of 5% (five per cent) of the issued and fully paid-up capital by issuing 416,322,145 new shares (four hundred sixteen million and three hundred twenty two thousand and one hundred forty five shares) to be distributed as free bonus shares to shareholders registered in the Bank's Ledger of Shareholders as at the end of the entitlement date, set as Wednesday, 9/4/2025, on a pro rata basis (five shares for every one hundred shares), in accordance with the Board of Directors' resolution dated 12/1/2025 to increase issued and fully paid up capital – within the authorized share capital limit – from an amount KD 832,644,290.100 (eight hundred thirty two million and six hundred forty four thousand and two hundred ninety Kuwaiti dinar and one hundred fils), the issued and fully paid up capital to become an amount KD 874,276,504.600 (eight hundred seventy four million and two hundred seventy six thousand and five hundred four Kuwaiti dinar and six hundred fils). And, to register the increase in the issued and fully paid-up capital in the Commercial Register, and to announce the amendment of the Article 5 of the Memorandum and Articles of Association of the Bank, as stated in the aforementioned Board of Directors resolution, and to cover the value of such issued and fully paid-up capital increase amounting to KD 41,632,214.500 (forty one million and six hundred thirty two thousand and two hundred fourteen Kuwaiti dinar and five hundred fils) (“the amount increased of the issued and paid up capital”) from the profit and loss account, and to delegate the Board of Directors to dispose of any resulting shares fractions at their discretion.

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The entitlement of bonus shares to the entitled shareholders will be as at the end of the entitlement date, set as Wednesday, 9/4/2025, and ratify the corporate action schedule for the entitlements of the shares regarding bonus shares, as shown below:

Cum-dividend day (last trading day for the share with the entitlements)	Sunday, 6/4/2025
First trading day without the entitlement	Monday, 7/4/2025
Entitlement day (the date of identifying shareholders registered in the Bank's Ledger who are entitled to bonus shares)	Wednesday, 9/4/2025
The starting day of recording the bonus shares in shareholders' register	Sunday, 13/4/2025

In addition, to delegate the Board of Directors to amend the aforementioned schedule for the execution of the Ordinary General Assembly's resolution regarding bonus shares if the registration procedures are not completed at least eight business days prior to the entitlement date, or for any other reason.

14. Approve, authorize and delegate the Board of Directors to distribute cash dividends for the first half of the financial year 2025 according to same standards applied for approving the yearly dividends, and specify its amount and percentage, taking all required procedures and other approvals of supervisory authorities or any other competent body in this regard.  
Approve, authorize the Board of Directors to determine the corporate action schedule for the entitlements of the shares (cash dividends) for the profits of the first half of the financial year 2025, and authorize the Board to amend the aforementioned time schedule for any reason.
15. Electing and selecting eleven members of Bank's Board of Directors membership for the upcoming three years term from General Assembly resolution issuance day, of them seven non-independent members have been elected, and four independent members have been selected, as per Law, Bank's Articles of Association, regulatory authorities' regulations and corporate governance rules issued by Central Bank of Kuwait.

<p><b>Significant Effect of the material information on the financial position of the company</b></p>	<ul style="list-style-type: none"> <li>• Enable the Bank to fulfill the required approvals from the Ordinary General Assembly and in order to run its banking activities.</li> <li>• No material effect on Bank's financial position.</li> </ul>
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Significant Effect on the financial position shall be mentioned if the material information can measure that effect, excluding the financial effect resulting from tenders or similar contracts.

If a listed Company, which is a member of a Group, disclosed some material information related to it and has Significant Effect on other listed companies' which are members of the same Group, the other companies' disclosure obligations are limited to disclosing the information and the financial effect occurring to that company itself.

The issuer of this disclosure bears full responsibility for the soundness, accuracy, and completeness of the information contained therein. The issuer acknowledges that it has assumed Care of a Prudent Person to avoid any misleading, false, or incomplete information. The Capital Markets Authority and Boursa Kuwait Securities Exchange shall have no liability whatsoever for the contents of this disclosure. This disclaimer applies to any damages incurred by any Person as a result of the publication of this disclosure, permitting its dissemination through their electronic systems or websites, or its use in any other manner.

نموذج الإفصاح عن استحقاقات الأسهم  
Corporate Action Disclosure Form

معلومات الشركة  
Company Details

Stock	بنك الكويت الوطني (ش.م.ك.ع.)	الشركة
Stock Code	101	رقم الشركة
Ticker	وطني	الاسم المختصر للشركة
ISIN Code	KW0EQ0100010	رقم الترميز الدولي
Contact person	زياد قباني	مسؤول الاتصال
Phone no.	22292926	رقم الهاتف
E-mail	ZiadK@nbk.com	البريد الإلكتروني

الإعلان  
Announcement

Publication Procedures (if any)	<input checked="" type="checkbox"/> No / لا <input type="checkbox"/> Yes / نعم	تم الانتهاء من إجراءات الشهر (إن وجد)
AGM Date	15/03/2025	تاريخ الجمعية العمومية
Record Date	09/04/2025	تاريخ الاستحقاق
Payment Date (B.S - C.D)	13/04/2025	تاريخ التوزيع (أسهم - نقدي)
Coordinated with KCC?	<input type="checkbox"/> No / لا <input checked="" type="checkbox"/> Yes / نعم	تم التنسيق مع المقاصة؟
Confirmation Date	18/03/2025	تاريخ التأكد
Cum Date	06/04/2025	تاريخ حيازة السهم
Ex Date	07/04/2025	تاريخ تداول السهم دون الاستحقاق

زيادة رأس المال  
Capital Increase

المكتتب به - Subscribed		المصرح به - Authorized	
		1,000,000,000	
رأس المال بعد الزيادة After Increase	قبل الزيادة Before Increase	طريقة الزيادة Method of Increase	قبل الزيادة Before Increase
-----	-----	<input checked="" type="radio"/> منحة - Bonus <input type="radio"/> اشتراك - Subscription	832,644,290/100

أسهم منحة  
Bonus shares



إجمالي عدد الأسهم بعد الزيادة Total No. of shares after increase	عدد الأسهم التي سيتم إصدارها No. of shares to be issued	نسبة الزيادة percentage	عدد الأسهم الحالية No of current share
8,742,765,046	416,322,145	5%	8,326,442,901

تخفيض رأس المال  
Capital Decrease

بعد التخفيض - After Decrease		المصرح به - Authorized	
مجموع مبلغ الاسترداد Total Redemption Amount	نسبة التخفيض Decrease Percentage	طريقة التخفيض Method of Decrease	قبل التخفيض Before Decrease
-----	-----	<input type="radio"/> كلي / Total <input type="radio"/> جزئي / Partial	-----

التوزيع النقدي / Cash Dividends

نسبة التوزيع النقدي / Percentage of Cash Dividends	قيمة التوزيع النقدي / Amount of Cash Dividends
25%	25 فلس لكل سهم

Name: زياد قباني الاسم:  
Signature:  التوقيع:  
Date: 16/03/2025 التاريخ:  
Stamp:  الختم:

KCC Confirmation: تأكيد المقاصة:  
Date: التاريخ: