

Invitation Announcement to the Extraordinary General Meeting and Annual Ordinary General Meeting

The Board of Directors of Sohar International Bank SAOG (hereinafter "The Bank") is pleased to invite the shareholders to the Extraordinary General Meeting (EGM) and the Annual General Meeting (AGM) of the Bank to be held consecutively on Monday the 15th of June 2020 at 03:00 pm, via the electronic general meeting platform accessible through Muscat Clearing and Depository website (www.mcd.gov.om). If the quorum is not met, a second meeting shall be held on Monday the 22 of June 2020 at 03:00 pm to discuss the following agenda::

I – EGM Agenda:

1. To consider and approve the amendment of the Bank's articles of association in accordance with the provisions of the Commercial Companies Law promulgated by Royal Decree no. 2019/18 (as per Annexure 1).

II – AGM Agenda:

- 1 Consider and approve the Directors' Report for the financial year ending 31 December 2019 (as per Annexure 2).
- 2 Consider and approve the Corporate Governance Report for the financial year ending 31 December 2019 (as per Annexure 3).
- 3 Consider the Auditor's Report and approve the Balance Sheet and Profit and Loss Account for the financial year ending 31 December 2019 (as per Annexure 4).
- 4 Consider and approve the Board Performance Report for the financial year ending 31 December 2019 (as per Annexure 5).
- 5 Advise the AGM and approve the cash dividends paid to shareholders on 29 March 2020 of three (3) Omani baizas per share.
- 6 Advise the AGM and approve the bonus shares distributed to shareholders on 29 March 2020 of three bonus shares for one hundred held. This distribution led to an increase of the Bank's capital from 2,363,598,772 to 2,434,506,735 shares.
- 7 Approve the sitting fees of the Board of Directors and its Committees which were paid to directors for the previous financial year and determine the sitting fees to be paid for the upcoming financial year (as per Annexure 6).
- 8 Consider and approve the proposal of Board remuneration in the amount of RO 156,600 for the financial year ending 31 December 2019.
- 9 Advise the AGM on the related party transactions made during the financial year ending 31 December 2019 (as per Annexure 7).
- 10 Advise the AGM on the charity donations paid in the financial year ending 31 December 2019 (as per Annexure 8).
- 11 Consider and approve the Board's proposal to allocate RO 300,000 for charity donations and Corporate Social Responsibility and authorize the Board of Directors to disburse them as it sees fit in the financial year 2020.
- 12 Advise the AGM and approve the donation of RO 1,000,000 towards efforts to combat coronavirus (COVID19-).
- 13 Advise the AGM on the Shari'ah Audit Committee Report of Sohar Islamic for the financial year ending 31 December 2019 (as per Annexure 10).
- 14 Approve the appointment of the Shari'ah Audit Committee of Sohar Islamic and determine the sitting fees and annual remuneration paid to committee members (as per Annexure 11).
- 15 Appoint the Bank's auditors for the financial year ending 31 December 2020 and determine their fees.

In accordance with the Bank's articles of association and the new CMA rules on holding general meetings electronically, we would like to inform you of the following:

- (a) Only a judicial person may authorize a natural person to attend the general meeting and vote electronically on its behalf, provided that this natural person holds an investor number in Muscat Clearing and Depository.
- (b) Voting on any item of the agenda shall begin no more than three days before the date of the meeting, and shall continue until the end of vote on the day of the meeting. Should the number of shares held by any shareholder increase or decrease, the vote shall be cancelled and a new vote must be cast on the date of the meeting.

For any inquiries, kindly contact the Board Secretary on 24761789.