

Corporate Governance Report 2025



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Chairman's Message

Dear Shareholders,

On my own behalf and on behalf of the Board of Directors, I am pleased to present to you the Bank's Annual Corporate Governance Report for the financial year ended 31 December 2025. This report has been prepared in accordance with Qatar Central Bank Circular No. (25/2022) concerning the Governance of Banks, the Corporate Governance Code issued by the Qatar Financial Markets Authority Board Resolution No. (05/2025), and all other applicable laws and regulatory requirements.

The Board of Directors reaffirms its full commitment to the implementation of sound corporate governance standards, the establishment of an effective governance framework, the promotion of a strong culture of compliance and risk management, and the safeguarding of robust internal control systems. This commitment ensures the protection of shareholders' and stakeholders' rights while supporting sustainability and long-term growth.

During 2025, the Board continued to exercise its supervisory and strategic responsibilities. The Board approved the necessary policies and procedures to enhance the effectiveness of the governance framework, periodically reviewed the performance of Executive Management and the effectiveness of Board Committees, and monitored compliance with regulatory requirements. Furthermore, the Board oversaw updates to the Risk Management Framework and Internal Control systems in line with international best practices and regulatory expectations.

The Board also ensured the independence of its members and the diversity of their expertise and competencies, thereby supporting the quality of decision-making and strengthening oversight effectiveness. An annual evaluation of the Board, its Committees, and individual members was conducted in accordance with an approved mechanism, with the objective of enhancing institutional performance and governance effectiveness.

On the financial front, the Bank achieved positive results during 2025. Net profit reached QAR 932 million compared to QAR 892 million in 2024, representing a growth of 4.6%. Loans and advances increased by 11% to reach QAR 39,599 million, while customer deposits grew by 8.9% to reach QAR 35,010 million. The Total Capital Adequacy Ratio stood at 19.58% in December 2025, reflecting the Bank's solid financial position and compliance with regulatory requirements. These financial results demonstrate Ahlibank's ability to achieve sustainable profitability, supported by disciplined financial management, continuous improvement in operational efficiency, and a strong focus on asset quality and prudent risk management.

The Bank maintained its credit ratings at A2 / P1 from Moody's and A from Fitch, both with a stable outlook, reflecting continued confidence in its performance, strategy, and risk management framework.

In addition, Ahlibank successfully listed the first corporate bonds to be issued and traded in Qatar Stock Exchange. The issuance comprised QAR 500,000,000 in three-year fixed-rate bonds at 4.45%, marking an important milestone in the development and diversification of investment instruments within the Qatari financial markets.

The Bank continues to place significant emphasis on human capital development and the enhancement of Qatarization in line with Qatar National Vision 2030, recognizing that national talent represents a fundamental pillar for sustainable success.

Ahlibank remains committed to integrating Environmental, Social and Governance (ESG) practices within its overall strategy, in alignment with Qatar Central Bank directives and in support of sustainable development. Through the adoption of a clear sustainability roadmap, the Bank seeks to maintain a balanced approach between economic growth, social responsibility, and environmental stewardship.

In conclusion, the Board of Directors extends its sincere appreciation to our valued shareholders, customers, employees, and regulatory authorities for their continued trust and support. We reaffirm our commitment to operating in accordance with the highest standards of integrity, transparency, and accountability.

May Allah grant us continued success.

Faisal bin Abdulaziz bin Jassim Al-Thani
Chairman



01 Corporate Governance Framework

- 1.1. This report is based on the Commercial Companies Law No. (11) of 2015 and its amendments by Law No. (8/2021), the Corporate Governance Instructions issued by Qatar Central Bank pursuant to Circular No. (25/2022) dated 30/08/2022, and the Corporate Governance Code for Companies and Legal Entities listed on the Main Market issued by Qatar Financial Markets Authority Board Resolution No. (5) of 2016, taking into consideration the Listed Companies Governance Code issued by Qatar Financial Markets Authority Board Resolution No. (5) of 2025, with which the Bank is working towards full compliance with its provisions and requirements by the end of the rectification period granted by the Authority to listed companies. Collectively, these are referred to herein as the “Governance Regulations.”
- 1.2. The Bank’s Governance Framework adopts the main principles of the Governance Regulations, including, without limitation, equality among shareholders and protection of minority rights, disclosure and transparency, corporate social responsibility, and stakeholders’ protection. The Bank’s principle of equality among shareholders is clearly reflected in the Articles of Association of Ahlibank Q.P.S.C. (the “Bank” or the “Company”), the Board Charter, and other governance-related policies.
- 1.3. The Bank’s Governance Framework is based on a set of interrelated policies, procedures, and charters, including, without limitation, the Board Charter, the terms of reference of its committees, the Bank’s governance guidelines, and other internal controls. All of these aim to adopt and implement the Governance Regulations governing the manner in which the Bank is managed and controlled, while fostering effective management and enhancing transparency.
- 1.4. The Board of Directors is committed to applying and strengthening the Governance Regulations in the interest of the Bank and its stakeholders, and to ensuring the implementation of the main principles and objectives of the Governance Regulations. Such principles include, without limitation, (1) protection of shareholders, (2) enhancing awareness and responsibility at the level of the Board of Directors, (3) ensuring equal treatment among shareholders, (4) compliance with applicable laws and regulations, (5) enhancing transparency and disclosure, (6) segregation of roles and responsibilities between the Board of Directors and Executive Management, and (7) Environmental, Social and Governance (ESG) practices.
- 1.5. In order to ensure the proper implementation of the Governance Regulations, the Board has adopted policies and regulations that ensure the continuous application of ethical standards to protect the rights of shareholders and stakeholders, safeguard the interests of minority shareholders, promote disclosure of information and ensure transparency, and define the roles and responsibilities assigned to the Board of Directors, its committees, and Senior and Executive Management.
- 1.6. The Bank’s Articles of Association guarantee all shareholders the following rights:
- (a). Equality among them, whereby each share grants its holder equal rights to all shares of the Bank without discrimination in the ownership of the Bank’s assets and profits;
 - (b). The right to obtain the Bank’s information;
 - (c). The Bank’s commitment not to prejudice the rights of shareholders in general, and minority shareholders in particular, in the event of concluding major transactions that may harm their interests or affect the Company’s capital, provided that the Company complies with its obligation to disclose its capital structure and any agreements entered into in this regard;
 - (d). Each shareholder shall enjoy the same rights attached to shares of the same class, with no preferential shares granting superior rights to their holders;
 - (e). The right to attend General Assembly meetings, discuss matters presented therein, vote, abstain from voting, and object to resolutions of the General Assembly;
- (f). Shareholders owning ten percent (10%) or more of the capital may, from time to time, submit a written request to the Board of Directors to convene an Ordinary General Assembly. Shareholders owning twenty-five percent (25%) or more of the capital may, from time to time, submit a written request to the Board of Directors to convene an Extraordinary General Assembly;
 - (g). Shareholders representing at least five percent (5%)¹ of the Company’s capital are entitled to request, through the Board of Directors, the inclusion of certain matters on the agenda of the General Assembly. Failing that, the Assembly shall have the right to decide to discuss such matters at the meeting; and
 - (h). Shareholders have the right to review the Bank’s Articles of Association and the minutes of General Assembly meetings.
The Bank is committed to publishing its Articles of Association, Board Charter, Board Committees’ terms of reference, governance guidelines, and other corporate matters as may be required by Qatar Central Bank and/or Qatar Financial Markets Authority on its website. The Bank implements a Disclosure and Transparency Policy to ensure that all matters considered of importance to shareholders, investors, stakeholders, and the public are announced on Qatar Stock Exchange. The Bank is also committed to providing information to the public through its website: www.ahlibank.com.qa.
- 1.7. During the year ended 31 December 2025, and in order to ensure the proper application of Corporate Governance, the Board exercised effective oversight in promoting transparency, disclosure, and accountability, and in applying a clear segregation of roles and responsibilities between the Board of Directors and Executive Management.
- 1.8. In compliance with the Governance Regulations, the Board of Directors reviewed and/or approved several policies required under the Governance Regulations, including the Internal Control over Financial Reporting Policy, the Minority Shareholders Protection Policy, and other related policies.
- 1.9. In recognition of the importance of transparency in applying the Governance Regulations, the Board of Directors and Executive Management have established an effective control system. This report, which is submitted to Qatar Central Bank and Qatar Financial Markets Authority and published on the Bank’s website, reflects the Bank’s values and other internal policies that all departments of Ahlibank are required to adhere to.
- 1.10. The Bank’s Environmental, Social and Governance (ESG) Strategy defines the procedures and practices aimed at achieving balance and managing risks related to environmental, social, and corporate aspects, through making sustainable and responsible decisions that adhere to social responsibility. The concept of sustainable banking represents a strategic approach whereby financial institutions consider environmental, social, and governance impacts in their operations and business activities.

¹ Pursuant to Law No. 8 of the year 2021, amending Law No. 11 of the year 2015.



02 The Board of Directors

2.1 Composition of the Board

Pursuant to Article (26) of the Bank's Articles of Association, the Board of Directors shall consist of eleven (11) members, including five non-independent members representing shareholders holding 1% of the shares, three independent members elected for a term of three years, and Qatar Investment Authority ("QIA") appoints three members to represent it on the Board.

The current Board consists of ten (10) members. Approval has been obtained from Qatar Central Bank for the Board to continue with its current number of members until the end of the current term, i.e., until the upcoming General Assembly meeting scheduled for 30/03/2026, during which new elections will be conducted for the elected Board members.

- (a) The positions of Chairman of the Board of Directors and Chief Executive Officer of the Bank are completely segregated and may not be held by the same person. The Chairman does not have any executive powers. In accordance with the Governance Regulations issued by Qatar Central Bank (Circular No. 25/2022), the Chairman shall not be a member of any Board committee of the Bank.
 - (b) Members of the Board possess integrity and good reputation and hold appropriate academic qualifications, experience, and professional skills enabling them to effectively discharge their responsibilities and assigned duties, and to provide leadership and oversight in the best interest of the Bank, its shareholders, and stakeholders in general.
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2.2 Roles and Responsibilities of the Board

(a.) The Board carries out its duties and responsibilities in accordance with the Board Charter and in light of the provisions of the Law, the Governance Regulations, and relevant policies. A summary of the principal roles and responsibilities of the Board is set out below:

- i. Approving, evaluating, and developing the Bank's organizational structure, and determining the functions, competencies, duties, and responsibilities of Executive Management.
- ii. Forming committees, establishing their work programs, determining their powers, duties, and responsibilities, delegating decision-making authority, and defining signing authorities on behalf of the Bank.
- iii. Evaluating the current and future risks to which the Bank may be exposed, adopting risk policies, and ensuring compliance with related procedures.
- iv. Supervising the implementation of, evaluating and developing of work programs and procedures, and verifying their adequacy and appropriateness.
- v. Appointing and supervising the Internal Audit function and ensuring its impartiality and independence.
- vi. Nominating a qualified and competent External Auditor for approval by the General Assembly and determining its fees.
- vii. Reviewing the reports of Executive Management, Internal Audit, and the External Auditor, and approving the interim and annual financial statements of the Bank, in addition to the Internal Control over Financial Reporting (ICFR) reports, the Governance Report, and the Environmental, Social and Governance (ESG) Report.
- viii. Verifying the integrity and accuracy of the Bank's financial statements, annual accounts, and business results, and safeguarding the rights of depositors and shareholders.
- ix. Ensuring transparency in the disclosure of all material matters affecting the Bank's performance, results of operations, obligations and transactions with related parties, and interrelated interests.
- x. Supporting and reinforcing corporate governance values and professional conduct standards through the adoption of governance policies and rules.
- xi. Organizing the nomination process for Board members in a transparent manner and disclosing information relating to nomination procedures to shareholders.
- xii. Performing any duties or responsibilities deemed necessary by the Board to achieve the Bank's objectives.
- xiii. Approving the Bank's training plan, including programs relating to the Bank's activities and governance matters as may be presented from time to time.
- xiv. Establishing environmental and social programs aimed at supporting various community initiatives, approving the Bank's policies relating to environmental protection and climate change risk management, and adopting appropriate policies and procedures to assess climate change risks and their potential impact on the Bank's activities and business plans at the Group level.²

(b.) In addition to the foregoing, Board members shall pay particular attention to the following duties:

- i. Actively participating in Board meetings and providing input on Board activities and matters presented.
- ii. Ensuring that the interests of the Bank and its shareholders are prioritized in matters where conflicts of interest may arise between the Bank and related parties.
- iii. Assisting and providing opinions on the Bank's strategic operations and offering proposals regarding key challenges affecting the implementation of the strategy.
- iv. Expressing independent opinions regarding the Bank's strategies and policies, evaluating performance, and assessing the adequacy and quality of human resources and approved employment standards within the Bank.

- v. Monitoring the Bank's performance in achieving its objectives, reviewing periodic performance reports, and utilizing skills, experience, expertise, and qualifications to serve the best interests of the Bank and its shareholders.

The roles and responsibilities of the Board shall also include any other matters required under the Governance Regulations and applicable laws, as amended from time to time.

- (c.) The Board is primarily responsible to the shareholders, stakeholders, Qatar Central Bank, Qatar Financial Markets Authority, Qatar Stock Exchange, and other official authorities in the State of Qatar.
- (d.) The Board shall hold at least six (6) meetings during each financial year in accordance with Article (34) of the Bank's Articles of Association. Pursuant to Article (35), all Board meetings shall be convened by notice issued by the Chairman, or by the Vice Chairman in the absence of the Chairman. The Board shall also be convened at the request of at least two Board members, at least ten (10) days prior to the proposed meeting date, or shorter notice in the case of urgent meetings. The notice shall specify the date, time, and place of the meeting and shall include a summary of the matters proposed for discussion. In this regard, the Board convened six (6) meetings during the year 2025.
- (e.) The Board represents all shareholders and is committed to safeguarding the Company's interests and performing its duties with responsibility, good faith, diligence, and due care.
- (f.) Board members shall have full and immediate access to information, documents, and records relating to the Bank.
- (g.) The General Assembly meeting shall be attended by Board members, including the Chairman. Invitations are also extended to the Companies Control Department at the Ministry of Commerce and Industry, Qatar Central Bank, the External Auditor, Qatar Financial Markets Authority, Qatar Stock Exchange, and key Bank officials such as the Chief Executive Officer, heads of departments, and others.
- (h.) The "Board Charter" is distributed to both existing and newly appointed Board members to ensure their full and appropriate awareness of the Bank's operations, activities, and their responsibilities.
- (i.) The Board Charter is based on the Governance Regulations and is binding upon the Board.
- (j.) The Board Charter provides, in addition to the requirements set out in the Nominations Policy, that Board members must possess appropriate professional qualifications, knowledge, and experience enabling them to perform their supervisory functions effectively, and to provide professional contributions with respect to strategy, operational activities, risk assessment and management, compliance with laws and executive regulations, accountability, financial reporting, and communications. Board members must also devote sufficient time to discharge their responsibilities toward the Bank.
- (k.) The Board has unrestricted access to the Board Manual, which includes the Bank's Articles of Association, Governance Guidelines, Governance Code, and relevant policies.
- (l.) Each Board member shall perform his duties with due diligence and loyalty and shall comply with institutional authority as defined in the relevant laws and regulations, including the Corporate Governance Code issued by Qatar Financial Markets Authority and the Board Manual.
- (m.) All Board members shall act at all times on the basis of clear information, in good faith, and with the care and diligence required to serve the best interests of the Bank, its shareholders, and stakeholders, and shall work effectively to fulfill their responsibilities toward the Bank.
- (n.) The Bank's Articles of Association include clear measures for the dismissal of Board members in case of absence from Board meetings. Article (33) provides that: "If a Board member is absent from three consecutive Board meetings or four non-consecutive meetings without an excuse accepted by the Board, such member shall be deemed resigned."

2.3 Board Members

(a.) The current Board consists of the following members:



Sheikh Faisal Bin AbdulAziz Bin Jassem Al-Thani

A member of the Board of Directors of Ahlibank since 2005 and serving as Chairman of the Board since 2011. He currently serves as Chairman – Museum of Islamic Art, Qatar. He holds a Bachelor's degree in Finance from Suffolk University, Boston, United States of America.

Position and Shareholding as at 31 December 2025
Chairman of the Board and holder of (27,012,132) shares.
Election/Appointment: 2023
Term Expiry: 2026
Status: Non-Independent – Non-Executive



Sheikh Jassim Bin Mohammed Bin Hamad Al-Thani Representative of Trans Orient Establishments

A member of the Board of Directors of Ahlibank since 2014 and currently serving as Deputy Chairman of the Board. He holds a Bachelor's degree in Business Administration from Plymouth University, London, United Kingdom.

Position and Shareholding as at 31 December 2025
Deputy Chairman of the Board and representative of Trans Orient Group, which owns (27,012,065) shares.
He personally owns (27,218,109) shares.
Election/Appointment: 2023
Term Expiry: 2026
Status: Non-Independent – Non-Executive



Sheikh Fahad Bin Falah Bin Jassim Al-Thani Member of the Board of Directors of Ahlibank

A member of the Board of Directors of Ahlibank since 2015. He also serves as a Board member of Al Meera Consumer Goods Company (Q.P.S.C.) and as Senior Researcher for International Affairs at the General Secretariat of the Council of Ministers. He holds a Bachelor's degree in Business Administration – Finance from George Washington University, United States of America, and a Master's degree in International Policy from City University of London, United Kingdom.

Position and Shareholding as at 31 December 2025
Board Member and does not personally own any shares.
Election/Appointment: 2023
Term Expiry: 2026
Status: Independent – Non-Executive



Sheikh Salman Bin Hassan Al-Thani Representative of Qatar Investment Authority

A member of the Board of Directors of Ahlibank since May 2017. He currently serves as Chief Financial Officer of Qatar Foundation, overseeing finance, strategy, and business planning functions, and is Chairman of Mazaya Real Estate Development Company. He holds a Bachelor's degree in Banking and Financial Studies from Qatar University.

Position and Shareholding as at 31 December 2025
Board Member and does not personally own any shares.
He represents Qatar Investment Authority, which owns directly or indirectly (1,213,428,215) shares.
Appointment: Appointed by Qatar Investment Authority in March 2017.
Term Expiry: Appointment terminates upon written notice from Qatar Investment Authority.
Status: Non-Independent – Executive



Mr. Nasser Abdullatif Al-Abdulla Representative of Qatar Investment Authority

A member of the Board of Directors of Ahlibank since 03/05/2020. He currently serves as Director – Fixed Income (Liquid Investments) at Qatar Investment Authority.

Position and Shareholding as at 31 December 2025
Board Member and does not personally own any shares.
He represents Qatar Investment Authority, which owns directly or indirectly (1,213,428,215) shares.
Appointment: Appointed by Qatar Investment Authority in March 2020.
Term Expiry: Appointment terminates upon written notice from Qatar Investment Authority.
Status: Non-Independent – Non-Executive



Mr. Mohammed Fahad Al-Khulaifi Representative of Qatar Investment Authority

A member of the Board of Directors of Ahlibank since 23/10/2023. He serves as Assistant Director of Governance, Senior Legal Counsel, and Acting Chief Compliance Officer at Qatar Investment Authority, overseeing the implementation of governance best practices, policy development, and institutional excellence. He holds a Bachelor's degree in Law from Qatar University (College of Law) and a Master's degree in Banking and Financial Law from Boston University, United States of America.

Position and Shareholding as at 31 December 2025
Board Member and does not personally own any shares.
He represents Qatar Investment Authority, which owns directly or indirectly (1,213,428,215) shares.
Appointment: Appointed by Qatar Investment Authority in October 2023.
Term Expiry: Appointment terminates upon written notice from Qatar Investment Authority.
Status: Non-Independent – Non-Executive



Mr. Victor Nazeem Reda Agha Representative of Al-Majida Real Estate Investment Company

A member of the Board of Directors of Ahlibank since 2005. He is also a Board member of Doha Insurance Group and serves as General Manager of Al Sadd Travel Agency and General Manager of Al Sadd Exchange.

Position and Shareholding as at 31 December 2025
Board Member and does not personally own any shares.
He represents Al Majeda Real Estate Investment Company, which owns (28,078,193) shares.
Election/Appointment: 2023
Term Expiry: 2026
Status: Non-Independent – Executive



Mr. Nawaf Al-Mana

A member of the Board of Directors of Ahlibank since 28/02/2023. He currently serves as President of the Qatar General Organization for Standards and Metrology. He holds a Master’s degree in Management and Engineering from Sheffield Hallam University, United Kingdom, and a Bachelor’s degree in Chemical Engineering from Qatar University.

Position and Shareholding as at 31 December 2025
Board Member and does not personally own any shares.
Election/Appointment: 2023
Term Expiry: 2026
Status: Independent – Non-Executive



Mr. Jassim Mohammed Al-Kaabi
Representing Haloul Real Estate Investment Company

A member of the Board of Directors of Ahlibank since 27/02/2024 and a Board member of QLM. He holds a Bachelor’s degree in Business Administration from City College, United Kingdom.

Position and Shareholding as at 31 December 2025
Board Member and does not personally own any shares.
He represents Haloul Real Estate Investment Company, which owns (47,307,205) shares.
Election/Appointment: 2024
Term Expiry: 2026
Status: Non-Independent – Executive



Mr. Jassim Mohammed Al-Ansari

A member of the Board of Directors of Ahlibank since 27/02/2024. He currently serves as Chief Executive Officer of Al Meera Consumer Goods Company. He holds a Bachelor of Science degree from the University of Colorado Denver, majoring in Finance, Management, and Marketing.

Position and Shareholding as at 31 December 2025
Board Member and does not personally own any shares.
Election/Appointment: 2024
Term Expiry: 2026
Status: Independent – Non-Executive

2.4 Board meetings and attendance

The table below sets out the attendance of Board members at the six (6) Board meetings held during the year 2025. It is noted that any absences, where applicable, were for special reasons accepted by the Board, and that absent members appointed one of the serving Board members as their proxy to act on their behalf.

Name	Position	Attendance
Sheikh Faisal Bin AbdulAziz Bin Jassem Al-Thani	Chairman of the Board	6/6
Sheikh Jassim Bin Mohammed Bin Hamad Al-Thani	Deputy Chairman	6/6
Sheikh Fahad Bin Falah Bin Jassim Al-Thani	Board Member	6/6
Sheikh Salman Bin Hassan Al-Thani	Board Member	6/6
Mr. Victor Nazeem Reda Agha	Board Member	5/6
Mr Nasser Abdullatif Al-Abdulla	Board Member	6/6
Mr. Nawaf Al-Mana	Board Member	6/6
Mr. Mohammed Fahad Al-Khulaifi	Board Member	6/6
Mr. Jassim Mohammed Al-Kaabi	Board Member	6/6
Mr. Jassim Mohammed Al-Ansari	Board Member	6/6

Members were provided with the opportunity to attend Board meetings through secure electronic platforms, enabling them to contribute effectively to such meetings.

2.5 Key Matters Reviewed by the Board During 2025

- (a.) The final financial statements for the financial year 2024 and their approval.
- (b.) The interim financial statements for the financial year 2025.
- (c.) Recommending to the General Assembly the distribution of dividends to shareholders.
- (d.) Recommending the continuation of the Medium-Term Notes Programme and the Capital-Supporting Bonds Programme.
- (e.) The amended Governance Report and the Board of Directors' Report.
- (f.) Internal Control over Financial Reporting (ICOFR) reports.
- (g.) Approval of a number of internal policies, including the Anti-Money Laundering, Counter-Terrorism Financing and Counter-Proliferation Financing Policy, the General Policy on Combating Financial Crimes, the Customer Acceptance and Relationship Establishment Policy, the Customer Risk Classification Policy and Procedures, and other related policies.
- (h.) Approval of the amended organizational structure of the Bank.
- (i.) Opening of a new Bank branch at Msheireb – Doha Oasis.
- (j.) Issuance of Qatari Riyal-denominated bonds with a total value of up to QAR 500 million.
- (k.) Review of Environmental, Social and Governance (ESG) reports.
- (l.) Review of stress testing results.
- (m.) Opening the nomination period for Board membership for the 2026–2028 term.
- (n.) Review and approval of the estimated budget for the year 2026.
- (o.) Review of capital adequacy reports (ICAAP) and risk policies.
- (p.) Recommending to the General Assembly the appointment of the Bank's External Auditor for the financial year 2026.
- (q.) Reviewing and considering various operational activities and strategic matters of the Bank.
- (r.) Approval of granting facilities to the Bank's customers in the ordinary course of business.
- (s.) Appointment of a specialized consultancy firm to assess environmental, climate and social governance and to enhance sustainability and sound governance practices to strengthen compliance with regulatory requirements in accordance with best adopted practices, and to prepare a climate impact mitigation strategy.
- (t.) Engaging a leading global consultancy firm from among the Big Four to deliver training programs to Board members in line with the commitment to continuous development and raising awareness of best governance practices in accordance with the highest standards.
- (u.) Reviewing the self-assessments of Board members and the report of the Nomination and Remuneration Committee regarding the overall evaluation of the Board and its committees.
- (v.) Considering and recommending the remuneration of the Chairman and Board members.
- (w.) Approving the proposed amendments to the Bank's Articles of Association for submission to the General Assembly.
- (x.) Following up on developments relating to the Ahlibank Tower project in Lusail.
- (y.) Approving a number of projects related to information technology, compliance, and audit to enhance governance, information security, and automation.
- (z.) Reviewing all matters, issues, and resolutions issued by the Board committees in connection with the Bank's activities and/or objectives.

2.6 Annual Assessment of Board Members' Independence and Conflict of Interest for 2025

Ahlibank conducted its annual assessment of the independence of Board members and potential conflicts of interest for the year 2025, in order to determine the extent of the Board members' independence and to ensure that no potential conflict of interest exists that may affect objectivity and independence. Board members also sign the required declarations annually.

2.7 Annual Performance Evaluation of the Board of Directors for 2025

Ahlibank conducted its annual performance evaluation of the Board of Directors to measure the performance of Board members and the effectiveness of the Board committees during the year 2025. The evaluations provide Board members with a valuable opportunity to share any observations and insights they may have regarding the overall performance of the Board, its members, and its committees, and to highlight areas requiring improvement in order to enhance the efficiency and effectiveness of the Board. The Governance, Nomination and Remuneration Committee evaluates each Board member individually, and the Board and its committees are evaluated collectively by all Board members. The Board performance evaluation forms are compiled, and all observations submitted are reviewed and acted upon accordingly.

2.8 Board Remuneration

The Board of Directors adheres to the guidelines issued by the regulatory authorities in relation to remuneration. The Board, through its Governance, Nomination and Remuneration Committee, is responsible for the overall oversight of the implementation of the Bank's remuneration framework. This includes approving the Board Remuneration Policy in accordance with the instructions of Qatar Central Bank and the Corporate Governance Code issued by Qatar Financial Markets Authority. A mechanism has been established to determine Board members' remuneration, which is submitted annually to the General Assembly for approval.

The Board Remuneration Policy aims to comply with the principles of sound corporate governance in determining the remuneration and allowances of Board members, to meet corporate governance requirements, and to balance the interests of the Board with those of shareholders and other stakeholders. It also contributes to enhancing the Bank's long-term financial and non-financial performance, in addition to fulfilling the objectives of granting such remuneration.

It is noted that the remuneration of Board members at Ahlibank complies with the limits prescribed by Qatar Central Bank and is subject to approval. The Governance, Nomination and Remuneration Committee is responsible for proposing remuneration for the Executive Management and submitting it to the Board for approval, in compliance with the Remuneration Policy and the instructions of Qatar Central Bank and the Qatar Financial Markets Authority.

Total Remuneration Paid to Board Members

In accordance with the instructions of Qatar Central Bank and the Qatar Financial Markets Authority, the total remuneration paid to Board members amounted to QAR 22,120,000 as Board fees for the year 2024, paid during 2025 following approval by the General Assembly, including attendance and committee membership allowances during 2025.

2.9 Board Secretary

The Board Secretary possesses over 25 years of extensive experience in legal affairs, legal advisory, corporate governance, and organizational administrative competencies. He has served as the Bank's General Counsel for more than ten years. Prior to joining Ahlibank, he held prominent positions at several reputable law firms, companies, and financial institutions. He holds Bachelor's and Master's degrees in Law and Governance and is a member of the Beirut Bar Association.

The Board Secretary provides administrative support and legal advice to the Board and its committees to facilitate the discharge of their duties. He is responsible for ensuring the Board's compliance with proper procedures in all matters related to corporate governance and for coordinating communication between Board members and the Bank's stakeholders, including shareholders and Executive Management. In addition, he is responsible for:

- (a.) Recording, drafting, and maintaining the minutes of Board and General Assembly meetings, and preparing meeting agendas and notices in coordination with the Chairman of the Board.
- (b.) Implementing corporate governance rules in relation to matters concerning the Board and its committees and reviewing compliance with applicable regulations and instructions.
- (c.) Providing advice and guidance to the Board, its committees, or its members on matters presented to him relating to Board and/or corporate governance.

All duties and responsibilities of the Board Secretary are limited to and fall within the duties and authorities of the Board of Directors.

2.10 Board Committees

In line with the Governance Rules and with the objective of enhancing the Board's efficiency in overseeing the Bank's various activities and functions, the Board of Directors has established several committees and delegated to them specific responsibilities and authorities.

During 2025, the Board Committees, each within the scope of its duties and responsibilities, reviewed matters and issued decisions or recommendations to the Board concerning the Bank's various activities and departments, including lending, approval of policies, review and ratification of bonuses and allowances, and other matters relating to the conduct of business.

A comprehensive report on the meetings and resolutions of the Board Committees was presented to the Board.

Any absence of a committee member from a meeting was for a personal reason accepted by the relevant committee, and another committee member (where applicable) was authorized to act and vote on behalf of the absent member.

The Board Committees are as follows:

(A) Audit Committee

(i) Composition and Attendance

The Audit Committee consists of three members, and the Committee held its meetings in accordance with governance rules³.

Name	Position	Attendance
Sheikh Fahad Bin Falah Bin Jassim Al-Thani	Chairman	5/5
Mr. Nasser Abdullatif Al-Abdulla	Member	5/5
Mr. Jassim Mohammed Al-Ansari	Member	5/5

(ii) Duties and Responsibilities of the Audit Committee

- (a.) Reviewing and submitting recommendations to the Board regarding the appointment of External Auditors, audit fees, evaluation of the External Auditor in terms of qualifications, experience, resources, independence, objectivity and effectiveness, and responding to any matters relating to the termination or dismissal of the External Auditor.
- (b.) Reviewing the financial statements prior to submission to the Board, with particular focus on:
 - Any changes in accounting policies and procedures.
 - Material adjustments arising from the audit.
 - Compliance with accounting standards.
 - Compliance with the instructions of Qatar Central Bank and the Qatar Financial Markets Authority.
 - Compliance with applicable legal and regulatory requirements in the State.
- (c.) Discussing matters and reservations arising from interim and final audit processes, and any issues the Committee may wish to discuss with the External Auditors.
- (d.) Reviewing the contents of statutory reports required by regulatory authorities and the Bank's responses thereto.
- (e.) Annually reviewing the adequacy and completeness of the internal audit plan and scope, ensuring coordination between internal and external auditors, and confirming that the internal audit function has sufficient effective resources to discharge its responsibilities.
- (g.) Considering the findings of internal audit reports and any special reports, particularly those relating to high-risk observations, reviewing Executive Management's responses thereto, and following up on implementation within the prescribed timelines.
- (h.) Raising to the Board any matters within its scope of work that it considers necessary to inform the Board or to obtain appropriate decisions.
- (i.) Submitting a comprehensive annual report to the Board on its activities.
- (j.) Meeting with the Head of Internal Audit without the mandatory presence of the Chief Executive Officer, who may attend Audit Committee meetings upon invitation. The majority of Audit Committee meetings during 2025 were held without the presence of the Chief Executive Officer.

³ In compliance with the Qatar Central Bank's Governance Instructions Circular No. 25 of 2022 and in line with the Qatar Financial Markets Authority Board of Directors Resolution No. (5) of 2025

(B) Risk and Compliance Committee

(i) Composition and Attendance

The Risk and Compliance Committee consists of three members:

Name	Position	Attendance
Sheikh Jassim bin Mohammed Al-Thani	Chairman	4/4
Sheikh Salman bin Hassan Al-Thani	Member	4/4
Mr. Mohammed Fahad Al-Khulaifi	Member	4/4

(ii) Duties and Responsibilities

- (a.) Reviewing the scope of compliance and risk management functions and the responsibilities of the heads of these departments.
- (b.) Ensuring that policies are in place for managing all types of risks faced by the Bank and that such policies comply with applicable legal and regulatory requirements, and assessing the effectiveness of internal control, risk management and compliance systems.
- (c.) Reviewing reports submitted by the Risk Management Department and assessing the steps taken by Management to evaluate, monitor and control credit, operational and market risks.
- (d.) Annually reviewing the adequacy and completeness of the compliance plan, including compliance training, monitoring and reporting, and ensuring that sufficient resources are allocated to the compliance function.
- (e.) Considering any matters referred to it by the Board.
- (f.) Recommending to the Board for approval matters relating to the resignation or dismissal of the Head of Risk Management, the Head of Compliance, and their staff.
- (g.) Reviewing arrangements that enable employees to report concerns regarding potential irregularities in financial reporting or other significant matters, and ensuring appropriate independent investigations are conducted.
- (h.) Raising to the Board any matters within its scope that it considers necessary for appropriate Board decision.

(C) Governance, Nomination and Remuneration Committee

The Governance, Nomination and Remuneration Committee consists of three members:

Name	Position	Attendance
Sheikh Salman bin Hassan Al-Thani	Chairman	5/5
Sheikh Jassim bin Mohammed Al-Thani	Member	5/5
Mr. Nawaf Ibrahim Al-Mana	Member	5/5

(ii) Duties and Responsibilities

- (a.) The Committee meets four times annually, and the Chairman or his deputy may convene additional meetings if required. The Committee met five (0) times during ٢٠٢٠.
- (b.) Studying, preparing and developing strategies, objectives, policies, systems, plans and budgets based on Board directives.
- (c.) Approving the overall framework of the remuneration, incentives and benefits system in accordance with the Bank's Articles of Association, Qatar Central Bank instructions, Governance Code and Remuneration Policy.
- (d.) Approving and updating systems, procedures and controls governing bonuses and allowances.
- (e.) Recommending to the Board the total amount of bonuses and performance-based remuneration.
- (f.) Recommending to the Board the remuneration and allowances of Board members and its committees.
- (g.) Determining remuneration and bonuses for the Chief Executive Officer and department heads in accordance with the annual performance evaluation system, as well as for the Heads of Internal Audit, Risk and Compliance based on their overall evaluation.
- (h.) Any other responsibilities delegated by the Board to achieve the Bank's objectives.
- (i.) Approving various Bank policies.
- (j.) Opening and closing dates for Board nominations for the 2026–2028 term.
- (k.) Receiving Board nomination applications.
- (l.) Evaluating candidates for membership of the Board of Directors based on the criteria of fitness, suitability and qualifications. Following completion of the evaluation process, the Committee submits its recommendations to the Board of Directors for approval. The Board of Directors then notifies Qatar Central Bank and submits the list of candidates, together with the candidate's personal questionnaire and the required documents and declarations, prior to the date of the General Assembly meeting, in accordance with the Bank's Nomination Policy.

Other Responsibilities:

Reviewing committee memberships whenever required, unless otherwise determined by the Board.

(D) Executive Committee

i. Composition

Name	Position	Attendance
Mr. Victor Nazeem Agha	Chairman	Executive
Mr. Jassim Mohammed Al-Kaabi	Member	Executive
Sheikh Salman Bin Hassan Al-Thani	Member	Executive

(ii) Duties and Authorities

- (a.) Approving loans and credit facilities exceeding Executive Management's authority limits.
- (b.) Managing the Bank's affairs in accordance with the approved annual budget, business plan, and financial, administrative, operational and credit policies approved by the Board.
- (c.) Exercising delegated authority in granting, renewing and investing funds exceeding Executive Management's limits.
- (d.) Approving banking systems, products, plans and budgets within Board-approved policies.
- (e.) Any other responsibilities delegated by the Board.

The Committee meets upon request of its Chairman, the Chief Executive Officer, or the Board when necessary. It may issue resolutions by circulation without holding a meeting.

The Executive Committee did not hold any meetings during 2025 and issued all its resolutions by circulation.



2.11 External Advisors

The Board and its committees may seek advisory services on any matter relating to the Bank's affairs, and the Bank bears the associated costs. During 2025, several consulting firms and advisory houses were engaged to provide services in various areas to enhance and develop the Bank's operations, systems, services, policies and procedures.

2.12 Board Training and Self-Assessment

- (a.) To ensure the Board remains updated on developments in governance and anti-money laundering and counter-terrorism financing, the Board received its annual training. Board members also received awareness training on information security and cybersecurity.
- (b.) To ensure Board effectiveness and professionalism and in compliance with Governance Regulations, Board members conducted their self-assessment and the Board evaluated the performance of its committees for 2025 based on the performance report presented to the Board. The Board works on the observations raised and develops improvement areas in line with the Bank's best interests.
- (c.) In accordance with Article (98) of the Commercial Companies Law and Article (7) of the Governance Code, each Board member annually provides a written declaration confirming that he does not combine Board membership with any prohibited positions, in addition to other governance declarations required.

Board members confirmed compliance with Governance Rules and Qatar Central Bank Circular No. 25 of 2020 dated 06/07/2020 relating to transactions between the Board, Executive Management and the Bank, and each signed a disclosure confirming compliance.

2.13 Board Declarations

During the financial year 2025, except for facilities granted to certain Board members in the ordinary course of business and within the limits, conditions and restrictions set by Qatar Central Bank, Board members did not have any financial or commercial facilities with the Bank that could adversely affect their ability to perform their duties and obligations as Board members.

All facilities granted by the Bank to Board members, their first-degree relatives and their legal entities are presented to the Board at each meeting to ensure compliance with applicable regulatory requirements and limits and are subject to Qatar Central Bank requirements.

03 Management

The Board of Directors appoints the Bank's Chief Executive Officer and approves the appointment of senior executives within Senior Management to oversee the day-to-day management of the Bank's business in line with the strategy approved by the Board. The Bank's Senior Management comprises a group of highly competent executive employees with strong professional experience. Senior Management is responsible for managing the Bank's business, activities, and strategy, and for applying the governance framework in a sound and effective manner to ensure compliance with the approved laws, regulations, and policies, and to achieve sustainable growth for the Bank.

3.1. The Bank's Senior Management currently consists of:

Hassan Ahmed Al-Efrangi Chief Executive Officer

Mr. Hassan Ahmed Al-Efrangi holds a bachelor's degree in financial sciences and possesses extensive banking and financial experience spanning more than two decades, including over 25 years in leadership roles at Ahlibank. Throughout his career, he has made notable contributions and achieved significant accomplishments across several areas, including retail banking, risk management, and digital transformation. His broad expertise has enabled him to effectively lead and guide Ahlibank through a comprehensive strategic approach, enhancing operational excellence and supporting sustainable growth. Prior to joining Ahlibank as Chief Executive Officer, Mr. Hassan served as Chief Executive Officer of Qatar General Insurance and Reinsurance Company Group.

Mahalingam Shankar Chief Executive Officer, Finance and Strategy

Mr. Shankar joined Ahli bank in July 2006 and was appointed Deputy Chief Executive Officer for Finance, Operations, Services, and Information Technology in March 2013. He oversees key support functions, including corporate finance, operations, and information technology, and has approximately 26 years of experience in financial services industry. Prior to joining Ahli Bank He held prominent leadership roles, including Operations Director at GE Capital, Head of Finance at Dresdner Bank, and Senior Analyst at Gulf Bank (Kuwait).

Mr. Shankar holds a Bachelor's degree in Commerce from the University of Delhi, New Delhi, India. He also holds a postgraduate qualification in Finance from the Institute of Cost Accountants of India (ICMAI), an Executive Education Diploma, 90, from Harvard Business School, USA, and specialised certifications in financial technology from MIT, USA. He did not own shares in the Bank as at 31/12/2025.

Mohamed Al Namla Chief Executive Officer, Human Resources, Administrative Affairs, and Support Services

Mr. Mohamed Al Namla holds a bachelor's degree in business administration and has more than 25 years of experience in the financial and banking sector. As Chief Executive Officer for Human Resources, Administration, and Support Services at Ahli bank, he leads and oversees these sectors in support of the Bank's overall strategic objectives. Mr. Al Namla has led a number of strategic initiatives that support the Bank's objectives through developing multiple strategies, leading enabling key business requirements, and delivering tangible achievements in cost reduction, service delivery, and internal process improvement, in line with the Bank's overall strategy. Prior to joining Ahli bank, he worked at Qatar National Bank from 1996 to 2016, where he served as Assistant General Manager for Financial and Regulatory Reporting for QNB Group, in addition to holding several other key positions. Throughout his career, he focused on ensuring compliance with approved policies and regulations and providing the necessary support to various departments, contributing to improved operational efficiency, enhanced cross departmental collaboration, and enabling business growth across areas such as operations and finance. He owned 1,000 shares in the Bank as at 31/12/2025.

Othman Ahmed Yacoub Hijazi Senior Chief Executive Officer, Business Sector

Mr. Othman Yacoub Hijazi holds a master's degree in finance and applied finance and is considered a seasoned banking leader with nearly three decades of deep experience across the banking sector and financial markets in the Middle East and North Africa, particularly in Bahrain and the United Arab Emirates. He has held several leadership positions at leading financial institutions, including Ahli United Bank of Bahrain and Standard Chartered Bank, where he played pivotal roles in executing strategic plans, enhancing revenues, developing and managing financial products and solutions, building a broad client base, and meeting profitability objectives, while ensuring regulatory compliance and effective risk management. Mr. Othman also possesses strong professional expertise in reviewing and assessing investment portfolios and financial services, and well as tracking and analysing financial and economic trends. He did not own shares in the Bank as at 31/12/2025.

Abdulaziz Al-Khater Head of Special Projects

Mr. Abdulaziz Al Khater has distinguished experience in banking services, strategy, execution, project management, banking operations, and technology. He is highly skilled in developing projects and overseeing all stages of their establishment, growth, operation, and management, supported by extensive knowledge of digital systems and an administrative vision that drives organizations towards achievement and success. He also has more than 20 years of practical experience in the banking and financial sector, during which he held managerial roles across several areas, including strategic programme and project management, IT systems modernisation, development, and organisational performance improvement, in a number of reputable financial institutions such as HSBC, International Bank of Qatar, and Al Khaliji Commercial Bank. He did not own shares in the Bank as at 31/12/2025.

Sara Ahmed Fakhro Head of Human Resources

Ms. Sara Ahmed Fakhro holds a bachelor's degree in law, in addition to a diploma in Human Resources Management. She has more than 15 years of professional experience in the banking sector, with a specialization in legal affairs and human resources management. She has overseen the Human Resources function across its strategic units, including employee relations, policy development, systems enhancements, and leading development initiatives, in addition to playing a key role in strengthening effective communication with regulators and internal departments within the Bank. She began her career as a lawyer in the Legal Affairs Department in 2012 and progressed through several roles until assuming the position of Head of Human Resources in 2025. She currently leads all Human Resources divisions and contributes to institutional and digital transformation across the Bank. Ms. Sara has demonstrated strong capability in human resources management, enhancing performance quality, and supporting the Bank's strategic objectives through leading a number of key initiatives and projects with institutional impact. She owned 2,005,580 shares in the Bank as at 31/12/2025.

Johnny Al-Khoury General Counsel and Board Secretary

Mr. Johnny Al Khoury has been with Ahli bank since 2014, serving as the General Counsel and Board Secretary. He holds Bachelor's and master's degrees in law and governance and has more than 25 years of legal experience, during which he has held various legal and Board Secretary positions. He leads the Bank's governance responsibilities, including coordination between the Board of Directors and Executive Management, and ensures compliance with corporate governance rules and principles issued by Qatar Central Bank and Qatar Financial Markets Authority, in addition to complying with Qatar Central Bank directives. He also oversees the Bank's Legal Department, providing general legal support and advice for strategic initiatives and handling general legal affairs, ensuring compliance with applicable laws and regulations and safeguarding the Bank's interests. He did not own shares in the Bank as at 31/12/2025.

Maher Barakat Chief Internal Audit Officer

He holds a Master's degree in Business Administration and Accounting from Canisius University in the USA, in addition to a Bachelor's degree in Accounting. He also holds several professional certifications, including Certified Public Accountant (CPA), Certified Internal Auditor (CIA), and Certified Information Systems Auditor (CISA). Mr Barakat has more than 25 years of extensive professional experience in internal auditing, financial analysis, and risk management, gained through work across financial institutions, including banks, investment companies, and insurance companies. He began his career with one of the Big Four audit firms in the Middle East and the USA. His experience includes restructuring internal audit functions in major banks, developing and training audit teams, applying risk based and value added internal audit methodologies, and using modern risk management tools while strengthening sound governance practices. Throughout his career, he has achieved numerous accomplishments and received recognition awards for his commitment to international audit standards and best professional practices. He did not own shares in the Bank as at 31/12/2025.

Derek Kwok**Chief Treasury and International Banking Officer**

Mr. Derek Kwok is responsible for overseeing treasury activities and international banking relationships at the Bank, including developing strategic relationships with global financial institutions, correspondent banks, and international rating agencies.

He also oversees the Treasury Department and plays a key role in optimizing the allocation of the Bank's assets, managing liquidity, and implementing investment strategies to support financial stability and enhance the Bank's financial performance.

Prior to joining Ahlibank, Mr. Kwok held leadership roles in several international banks and financial institutions, gaining extensive experience in money markets, foreign exchange trading, and international banking, particularly across the Asia Pacific region, including roles at First Gulf Bank (now Abu Dhabi First Bank) and BNP Paribas in Singapore.

His professional experience has contributed to supporting the growth of treasury activities and strengthening the Bank's presence in international markets, alongside developing effective relationships with global financial partners.

He did not own shares in the Bank as at 31/12/2025.

Khaldoun Al-Khatib**Chief Compliance Officer**

Mr. Khaldoun Al Khatib has extensive professional experience of more than 20 years in financial institutions. Throughout his career, he has focused on applying the principles of compliance, professionalism, and independence, ensuring adherence to laws, regulations, compliance requirements, and the relevant policies, procedures, and standards adopted by the Bank.

He is responsible for developing and implementing the Bank compliance strategy and related annual plans, ensuring the continuity of the Bank's compliance across all relevant functions, in line with the instructions of Qatar Central Bank and Qatar Financial Markets Authority.

He also plays a key role in strengthening the compliance culture within the Bank and supporting departments to ensure adherence to applicable regulatory and supervisory requirements.

He did not own shares in the Bank as at 31/12/2025.

Mohamad Aly Sobh**Chief Risk Officer**

Mr. Mohamad Aly Sobh has wide and diverse professional experience in risk management and finance spanning more than 30 years, including more than 25 years in leadership positions in the banking sector across Egypt, Bahrain, Qatar, and Kuwait.

During his career, he held several prominent leadership roles. He worked in corporate finance from 1992 to 2004 and subsequently held advanced responsibilities in private assets from 2005 to 2007.

He served as Head of Risk Management at Ahlibank from 2007 to 2010, and continued to hold multiple leadership roles in the banking sector until 2017.

Prior to rejoining Ahlibank in 2022, he worked with Ahli United Bank Group, Kuwait, from 2017 to 2022 as Deputy General Manager for Risk Management, contributing to strengthening risk management frameworks and implementing best supervisory practices. He currently leads the Bank's risk management function, and playing a key role in supporting financial stability and ensuring the Bank's activities align with regulatory requirements and international best practices.

He did not own shares in the Bank as at 31/12/2025.

Yazan Salim Mahmoud Nusairat**Chief Operations Officer**

Mr. Yazan Nusairat has extensive and diverse professional experience in banking services and operations spanning more than 20 years, gained through working across several operational areas, particularly process automation and operational efficiency development.

He played a pivotal role in establishing two new Islamic banks, enabling him to lead multidisciplinary teams efficiently and support transformation within financial institutions. Prior to joining Ahlibank in 2025, he held several leadership roles in Jordan, including General Manager for Process Improvement from 2021 to 2024, Chief Operating Officer at Capital Bank of Jordan from 2018 to 2021, and Chief Executive Officer - Business Operations from 2014 to 2018.

He also held several leadership positions in banking operations from 2004 to 2014.

Mr. Yazan holds a Bachelor's degree in Business Administration and Marketing and has obtained the Certified Islamic Banker(CIB) certificate and the Certified Anti Money Laundering Specialist (CAMS) certificate, supporting his role in leading operations in line with best professional and regulatory practices.

He did not own shares in the Bank as at 31/12/2025.

Total Bonus Paid to Senior Management:

The total bonuses paid to the Bank's Senior Management for the year 2024, which were paid during 2025, amounted to

QAR 12,225,000.

The Board of Directors also approved the Senior Management bonus for the financial year 2025 in the amount of QAR 14,400,000, which was approved by Qatar Central Bank.



04 Conflict of Interests and Insider Trading

The Bank has adopted a Code of Conduct and Business Ethics applicable to the Board of Directors, Executive Management and all employees. The Code sets out the controls relating to conflicts of interest and requires the avoidance of situations that may give rise to an actual or potential conflict of interest, in accordance with Articles (108) and (109) of the Commercial Companies Law.

The Code of Conduct and Business Ethics requires members of the Board of Directors, Executive Management and employees to sign a declaration confirming their compliance with the Code.

The Compliance Department, in coordination with the Human Resources Department, regularly circulates awareness emails relating to conflicts of interest in order to promote a culture of compliance with the Code of Conduct and Business Ethics.

The prevention of conflicts of interest also forms part of the Bank's various internal policies and procedures, including the Procurement Policy.

Pursuant to Qatar Central Bank Circular No. (25) of 2020, members of the Board of Directors and Senior Management are prohibited from engaging in any activities that may result in a conflict of interest.

Insiders shall sign disclosure forms for any trading transactions in the Bank's shares, whether conducted directly or through first-degree relatives (minor children).

The Bank has also implemented internal instructions prohibiting insider trading and trading during blackout periods, in accordance with the Qatar Stock Exchange Regulations and Article (111) of the Commercial Companies Law.



05 Internal Controls over Financial Reporting (ICFR)

5.1. Management's Report on Internal Control over Financial Reporting

(a.) The Board of Directors is responsible for establishing and maintaining adequate internal control over financial reporting. The Bank's system of internal control over financial reporting has been designed and implemented in accordance with Corporate Governance requirements in order to ensure the reliability of financial reporting and the preparation of the Bank's financial statements for external reporting purposes in compliance with International Financial Reporting Standards (IFRS).

Internal control over financial reporting includes the established policies and procedures designed to prevent the issuance of materially misstated financial information.

(b.) At its meeting No. 6/2018, the Board adopted the framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) for the evaluation of internal controls. An assessment of internal control over financial reporting was conducted in accordance with COSO requirements for the year ended 31 December 2025.

(c.) The design and implementation of internal control over financial reporting were evaluated by the Bank's external auditors, Deloitte & Touche, as an independent audit firm. They issued a positive report on the Bank's assessment of internal control over financial reporting.

5.2. Financial Reporting Risks

(a.) The principal financial reporting risks relate to the possibility that the financial statements may not fairly present the financial position of the Bank due to unintentional or intentional errors, or that financial information is not prepared on a timely basis. A deficiency in proper presentation arises when financial statement amounts or disclosures contain misstatements (including omissions). Misstatements are considered material if they could, individually or collectively, influence the economic decisions of users taken on the basis of these financial statements.

(b.) In order to mitigate financial reporting risks, the Bank has established internal control over financial reporting to provide reasonable, but not absolute, assurance against material misstatements and to assess the effectiveness of the Bank's internal control framework in accordance with the COSO framework. The COSO framework recommends the establishment of specific objectives to facilitate the design and evaluation of the effectiveness of the control system.

(c.) The COSO framework includes 17 principles across five components, as follows:

- i. Control Environment
- ii. Risk Assessment
- iii. Control Activities
- iv. Information and Communication
- v. Monitoring Activities

(d.) Controls covering the 17 principles and five components have been identified and documented.

(e.) As a result of establishing internal control over financial reporting, Management has adopted the following financial statement objectives:

- i. Existence / Occurrence: Assets exist and transactions have occurred.
- ii. Completeness: All transactions and account balances have been recorded and included in the financial statements.
- iii. Valuation / Measurement: Assets, liabilities and transactions are recorded appropriately in the financial reports.
- iv. Rights and Obligations: Rights and obligations are appropriately recorded as assets and liabilities.
- v. Presentation and Disclosure: Financial reports are properly classified, disclosed and presented.

(f.) However, any system of internal control, including internal control over financial reporting, regardless of how well designed and operated, can provide only reasonable, not absolute, assurance that control objectives will be achieved. Accordingly, internal controls and procedures may not prevent or detect all errors, misstatements, fraud or irregularities.

(g.) Furthermore, the design of an internal control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered in relation to their costs.

06

Structure of the Internal Control System

6.1 Functions of the Internal Control over Financial Reporting

Control within the Internal Control over Financial Reporting (ICFR) system is exercised through all of the Bank's control activities, including the review of the accuracy of records in which financial data are recorded. Accordingly, ICFR processes are implemented through functions across the various departments of the Bank.

6.2 Controls to Mitigate the Risk of Errors in Financial Reporting

The ICFR system comprises a number of systems and internal control procedures designed to mitigate the risk of errors in the consolidated financial statements. These controls are integrated into operational processes and include:

- i. Ongoing or continuous processes in nature, such as oversight of written policies and procedures and segregation of duties.
- ii. Processes performed on a periodic basis, such as those carried out as part of the annual consolidated financial statements preparation process.
- iii. Preventive or detective controls in nature.
- iv. Controls that have a direct or indirect impact on the consolidated financial statements. Controls with an indirect impact include Bank-level controls and general information technology controls, such as access controls to information systems and change management controls. For example, such controls may include a reconciliation process that directly supports a balance sheet item.
- v. Automated and/or manual components. Automated controls are embedded within system processes, such as enforced segregation of duties and validation checks to ensure the completeness and accuracy of data entered. Manual control components are those performed by an individual or a group of individuals, such as transaction approval authorities.

6.3 Assessment of the Effectiveness of the Design, Implementation and Operating Effectiveness of Internal Controls

(a.) During the financial year 2025, the Bank conducted an assessment to determine the effectiveness of the design, implementation and operating effectiveness of the ICFR system in relation to the following:

- i. The risk of misstatement in the consolidated financial statement line items, considering these factors as material elements and assessing the susceptibility of financial statement balances to error.
- ii. The susceptibility of identified controls to failure, including the degree of automation and complexity, the risk of management override, the competence of personnel, and the degree of judgment required.

(b.) Collectively, these factors determine the nature, timing and extent of evidence required by Management to assess the effectiveness of the design, implementation and operating effectiveness of ICFR. Such evidence is derived either from procedures performed as part of employees' day-to-day responsibilities or from procedures specifically implemented for the purpose of evaluating the system. Information obtained from other sources also constitutes an important component of the assessment process, as such evidence may alert Management to additional control deficiencies or may corroborate findings.

(c.) The assessment covered the effectiveness of the design, implementation and operating effectiveness of controls across various processes, including loans and advances to customers, customer deposits, treasury, fee income, investments, financial reporting and disclosures. The assessment also covered the effectiveness of the design, implementation and operating effectiveness of Bank-level controls, general IT controls and disclosure controls.

As a result of the assessment of the effectiveness of the design, implementation and operating effectiveness of the ICFR system, Management did not identify any material weaknesses and concluded that the ICFR system was appropriately designed, implemented and operating effectively as at 31 December 2025.

07

Shareholding Structure

7.1 Distribution of Ownership by Nationality

The ownership percentage of the Bank's major shareholders is distributed as follows:

Main Shareholders	Classification	Nationality	Number of Shares	Share of the Capital Shares
(5% and more)	Governmental	Qatari	1,213,428,215	47.56%

7.2 Shareholding distribution according to number of shareholders

Number of Shares	Number of Shareholders	Governmental	Private	Share of the capital
More than 1 million	119	3	116	97.04%
500,000 to 1 million	42	0	42	1.21%
250,000 to 500,000	38	0	38	0.53%
100,000 to 250,000	97	0	97	0.60%
Less than 100,000	804	0	804	0.61%

08 Compliance

8.1 Disclosures

(a.) In compliance with Corporate Governance requirements, Ahlibank has undertaken the necessary measures in accordance with, inter alia, the following:

- i. Members of the Board of Directors regularly attend or are duly represented at Board and Board Committee meetings in a manner that serves the interests of the Bank and all shareholders without discrimination, and that upholds the interests of the Bank, its shareholders and all stakeholders.
- ii. During the year 2025, and in compliance with Corporate Governance rules and practices, the Board conducted both a self-assessment and an independent evaluation based on the attendance and participation of Board members in Board and Committee meetings. At the Board level, the annual evaluation of the Board and its Committees was carried out by the Governance, Nomination and Remuneration Committee, which submitted its report to the Board for review and recommendation.
- iii. The Chairman and all Board members were notified of the requirements of Article (98) of the Commercial Companies Law and Article (7) of the Corporate Governance Code. The Board members signed declarations confirming that they do not hold positions prohibited from being combined under the provisions of the Law and the Corporate Governance Code.
- iv. The Articles of Association of the Bank are periodically reviewed to ensure compliance with Corporate Governance requirements.
- v. The Bank has complied with all transparency and disclosure requirements of the Qatar Stock Exchange in relation to the disclosure of quarterly results, year-end results and other required disclosures.
- vi. The Bank has established mechanisms within its governance structure and internal policies to protect the rights of stakeholders and to receive and address their complaints, notifications and proposals in a confidential manner. This includes a Whistleblowing Policy that allows confidential reporting of any violations or unethical conduct, a Disclosure and Transparency Policy, the Bank's Governance Manual, and a Stakeholders' Protection Policy which sets out the procedures for safeguarding stakeholders' rights and handling their claims and complaints.

(b.) As regards non-compliance:

The Articles of Association of the Bank provide that the Board shall consist of eleven (11) members (including three independent members), whereas the Board currently comprises ten members.⁴

8.2 Additional Disclosures

(a.) Regulatory Fines

During the financial year ended 31 December 2025, no fines were imposed on the Bank within the scope of item (2) of Article (4) of the Corporate Governance Code that were of material value or that had a negative impact on the Bank's business or activities. Furthermore, no such fines resulted from any fraudulent or unlawful activities of the Bank.

(b.) Legal Proceedings

- i. During 2025, the Bank initiated a number of legal actions to recover debts. Where necessary, provisions were made in accordance with Qatar Central Bank regulations and International Financial Reporting Standards, as disclosed in the Bank's financial statements.
- ii. The lawsuits filed against the Bank are not of a material nature and are not expected to have a negative impact on the Bank's financial position or its operations and activities. Judgments issued against the Bank during 2025 were not of material value and did not affect its business.
- iii. Where the Bank considers that claims filed against it are unfounded, arbitrary or intended to recover amounts not due, it takes the necessary legal measures to defend its position. During the financial year 2025, no judgments were issued against the Bank in any lawsuits that would have an impact on its business.
- iv. The Bank consistently ensures that appropriate provisions are allocated for loans subject to legal action in accordance with regulatory instructions and applicable accounting standards.

(c.) Compliance with Listing and Disclosure Requirements

During 2025, the Bank complied with the applicable listing and disclosure requirements under the relevant laws and regulations.

⁴ The Qatar Central Bank has approved the continuation of the Board of Directors with ten members until the end of its current term on 30/03/2026

09 Legal Structure

The Legal Structure of the Bank

Name	Legal Form
Ahlibank (Q.P.S.C.)	<p>Qatari Public Shareholding Company.</p> <p>The Bank was established under the decree No. (40) of the year 1983 dated on 16/6/1983. The Bank started activity on 4/8/1984.</p> <p>The Bank is licensed to practice banking business by Qatar Central Bank under license No. SL/13/1984.</p>
Ahli Brokerage Company LLC	<p>A wholly owned subsidiary of Ahlibank QSC.</p> <p>The company is approved by Qatar Central Bank, licensed from Qatar Financial Markets Authority (QFMA) and a member of Qatar Stock Exchange.</p> <p>The company started operations on 24/7/2011 in the trading of Financial Securities.</p>
ABQ Finance Limited	<p>A wholly owned subsidiary of Ahlibank QSC.</p> <p>ABQ Finance Limited is a company registered in the Cayman Islands and its purpose is to issue the European Medium-Term Notes.</p>
ABQ Innovate LLC	<p>A wholly owned subsidiary of Ahlibank QSC and registered with Qatar Financial Centre.</p>



10 Governance of the Bank

10.1 Ahlibank seeks to ensure full compliance with the Corporate Governance instructions issued by Qatar Central Bank and works to implement all requirements of the Governance Code, taking into consideration internationally recognised standards and practices in the field of corporate governance. Accordingly, the Bank has, in particular, complied with the applicable disclosure requirements of the Qatar Stock Exchange and the Qatar Financial Markets Authority. As at the date of this report, the Bank has not committed any material breach of legal or regulatory requirements that would affect its financial position.

10.2 The Bank has an established governance framework, which has been documented and implemented through internal policies and compliance with applicable laws and regulations, including but not limited to the following:

S/N	Subject
1	The Bank's Memorandum and Articles of Association
2	Qatar Central Bank Law
3	Governance Guidelines (Qatar Central Bank)
4	Governance Code (Qatar Financial Markets Authority)
5	The Board Charter
6	Terms of Reference of the Board Committees
7	Code of Professional Ethics and Practices
8	Whistleblowing Policy and Procedures
9	Policy of Dealing with Personal Account
10	Conflict of Interest Policy
11	Governance Framework
12	Remuneration Policy
13	Dividend Policy
14	Related Party Transactions Policy
15	Stakeholder Protection Policy
16	Minority Protection Policy
17	Induction and Training Policy for the Board of Directors
18	Nomination and Election Policy for Board Members of Ahlibank
19	Board of Directors Code of Conduct Approval
20	Corporate Social Responsibility Policy
21	Transparency and Disclosure Policy
22	Environmental, Social and Corporate Governance Practices Policy
23	External Auditor Appointment Policy
24	Internal Control Policy
25	Human Resources Policy
26	Communication Policy

10.3 The Bank's policies are updated periodically or as required. Any amendments are reviewed and approved by the Governance, Nomination and Remuneration Committee. The Bank's key policies include the following:

1. Code of Ethics and Professional Conduct

This Charter obliges all employees not to use any internal information for personal benefit in order to prevent conflicts of interest. All employees have signed the Charter acknowledging their awareness of and compliance with its provisions.

2. Whistleblowing Policy and Procedures

This Policy adopts the whistleblowing principle in cases of prohibited, unlawful or unethical practices and provides full protection to any employee who raises such concerns. In accordance with this Policy, the Bank has established an independent committee responsible for reviewing reported cases and taking appropriate disciplinary action, which may extend to termination of employment. The Policy sets out standards of good governance, ethics, integrity and credibility required in banking activities, as well as prohibited, unlawful or unethical practices, including conflicts of interest between employees and the Bank, its customers or other parties.

3. Personal Account Dealing Policy

This Policy defines disclosure and undertaking requirements when conducting investment activities through a designated form. It sets out the rules and procedures governing such activities, including permitted and prohibited practices and blackout periods applicable to the Board of Directors, Executive Management and Bank employees. It also includes the insider register.

4. Conflict of Interest Policy

The Bank's Conflict of Interest Policy requires all reasonable steps to maintain and operate effective organisational and administrative arrangements to identify and manage relevant conflicts of interest.

5. Governance Framework

The Governance Framework/Manual has been prepared to provide guidance on the effective governance framework of Ahlibank Q.P.S.C. and its subsidiaries, where applicable. The Board of Directors is responsible for ensuring compliance with governance requirements.

6. Remuneration Policy

The Remuneration Policy establishes an effective remuneration environment aimed at achieving sustainable value for Ahlibank. It applies to all employees of the Bank and its subsidiaries. The Policy promotes sound governance of the remuneration and benefits process, safeguards shareholders' rights and forms part of the Bank's overall Human Resources policies.

7. Dividend Distribution Policy

This Policy sets out the standard procedures and guidelines to be followed by the Board of Directors when deciding or recommending the amount of dividends (interim or final) per share. It determines the dividend payout ratio and retained earnings, with the objective of maximising shareholder return while ensuring adequate retention of profits to support the Bank's future growth.

8. Related Parties Transactions Policy

This Policy establishes the rules governing relationships between the Bank and related parties to ensure that transactions with related parties are conducted, to the extent permitted by applicable laws and regulations, on an arm's length basis and subject to appropriate oversight and prescribed limits.

9. Stakeholders Protection Policy

This Policy aims to ensure the protection of the rights of all stakeholders, including shareholders, regulators, customers, employees, external parties and suppliers. It promotes transparency, fairness and integrity in dealing with stakeholders, ensures that the Bank honours its commitments and addresses stakeholder matters with due care and confidentiality. The Policy also provides a transparent and diligent complaint handling and resolution process.

10. Minority Shareholders Protection Policy

The purpose of this Policy is to safeguard the rights of shareholders in general and minority shareholders in particular. No significant transactions affecting the Bank, amendments to its capital, liquidation or other major transactions may be implemented except in accordance with the procedures prescribed by applicable laws and regulations.

11. Board Induction and Training Policy

This Policy establishes induction and training protocols for the Board of Directors in line with leading practices and corporate governance requirements set by the Qatar Financial Markets Authority and Qatar Central Bank.

12. Policy for Nomination and Election of Board Members

In compliance with the Corporate Governance Instructions issued by Qatar Central Bank (Circular No. 25/2022) and the Corporate Governance Code for Listed Companies and Legal Entities issued by QFMA Board Resolution No. (5) of 2016, published in the Official Gazette on 15 May 2017, this Policy sets out the criteria and procedures required for Board membership.

The Policy is based on the legal framework governing Board membership as stipulated in Commercial Companies Law No. (11) of 2015, as amended by Law No. (8) of 2021, the Articles of Association of the Bank and the applicable governance instructions. The legal and regulatory framework forms an integral part of this Policy. Where no specific provision is included, the provisions of the Law, Governance Instructions, Qatar Central Bank Law and QFMA regulations shall apply.

13. Board Code of Conduct

This Code serves as a guide to the expected standards of conduct that promote integrity, ethics and transparency in the management of Ahlibank, thereby strengthening the trust placed in the Bank's management by shareholders and other stakeholders.

14. Corporate Social Responsibility Policy

Corporate Social Responsibility represents the Bank's commitment to consider the interests of society by assuming responsibility for the impact of its activities on customers, suppliers, employees, shareholders, communities and other stakeholders, as well as the environment. This Policy sets out the principles and standards that promote the Bank's social responsibility.

15. Transparency and Disclosure Policy

This Policy defines disclosure and transparency requirements in accordance with the Governance Code and any other relevant regulations and rules.

16. Environmental, Social and Governance (ESG) Policy

This Policy provides a comprehensive framework to support the Bank's approach to integrating ESG factors into its activities and strategies and applying the relevant guidelines. It also defines the Bank's approach to implementing and adhering to ESG practices and provides guidance to all relevant parties to support the Bank's operations and the wider community. A roadmap has been established for implementation over the short and medium term.

The Bank further complies with the following:

(a.) Commercial Companies Law

The Bank complies with the provisions of the Commercial Companies Law, which set out the procedures to be followed where the Chairman, any Board member or any executive has a direct or indirect interest in contracts, projects or engagements entered into with the Bank.

(b.) Qatar Central Bank Instructions

All facilities granted to the Chairman, Board members and their families and relatives are presented to the Board of Directors at each meeting to ensure that such transactions are conducted within the limits and controls prescribed by Qatar Central Bank.



11 External Auditors

11.1. The Board shall nominate the External Auditor of the Bank during the General Assembly meeting, after obtaining the approval of Qatar Central Bank to appoint the Auditor for a maximum period of five years, as per Qatar Central Bank regulations. The re-appointment of the External Auditor shall be considered only after two years of the last appointment.

11.2. The Bank's Articles of Association determine the mechanism of appointing the Auditor along with their duties and rights to review, at any time, the books, records, and documents of the Bank, and to attend the meetings of the General Assembly and express their opinion regarding the Audit. The Auditor of the Bank for the financial year ending 31 December 2025 is Deloitte & Touche, and their fees for the year 2025 amounted to QAR 1,590,000 for audit services and to QAR 644,360 for services unrelated to auditing. The Audit Committee is responsible for discussing the Auditor's report and making its recommendations to the Board.

11.3. The Auditor shall be fully independent. As instructed by Qatar Central Bank, the Bank shall not proceed with any financial transactions or provide facilities to the Auditor, its employees, or their families to avoid any conflict of interest.

12 Internal Control

12.1 The Bank follows an Internal Control System approved by the Board.

The Board and Senior Management participate in approving all policies, methods, and risk treatments to assess general risks and ensure compliance with the applicable laws and regulations.

12.2 The Bank adopts the principle of a three level defense model against various risks, as follows:

A. The First Line of Defense

This level is represented in the various business departments that identify risks and submit reports thereon. It includes departmental policies and procedures, employee roles, responsibilities and training, and management oversight of activities in line with the approved policies and procedures and within the Bank's Corporate Governance framework.

B. The Second Line of Defense

This level includes the Risk Management Department, Compliance Department, and Legal Affairs Department, each according to its authorities and duties, to mitigate the risks that fall within their respective responsibilities. These departments ensure that the Bank carries out its activities within the appropriate risk limits and ensure compliance with the applicable legal and regulatory requirements. The Risk Management Department and the Compliance Department issue periodic reports to the Risk and Compliance Committee of the Board.

C. The Third Line of Defense

This level includes the Internal Audit Department, which carries out periodic reviews and evaluations to ensure the efficiency and implementation of internal controls, and to ensure that the first and second lines of defense achieve their objectives. This department submits periodic reports about its activities to the Audit Committee.

12.3 As of the period ended 31 December 2025, there were no failures in the Bank's controls that could have any material impact on the financial position of the Bank or its operational activities in general.

12.4 Risk Department

Risk Management Framework

The Risk Management Framework at Ahlibank is comprehensive, covering all major risk categories, including credit risk, market risk, liquidity risk, operational risk, fraud risk, reputational risk, and strategic risk. The framework aims to ensure a consistent approach to identifying, measuring, and mitigating risks across all business units.

Risk Appetite: The Board of Directors determines the Bank's risk appetite and sets limits for activities that involve risk. The risk appetite is reviewed and adjusted regularly to reflect changes in the economic environment, regulatory landscape, and strategic objectives.

Risk Policies: The Bank has a set of risk policies that define the principles and processes for managing each type of risk. These policies are reviewed annually to ensure their relevance and effective implementation across various departments.

Risk Monitoring: Continuous monitoring and evaluation of risk exposure levels are prioritized across the Bank. Adequate monitoring mechanisms allow the Bank to enhance decision-making processes, improve risk mitigation strategies, protect its assets, and ensure that operations remain within safe and acceptable risk levels.

Risk Management Structure: The following diagram outlines the Risk Management structure at Ahlibank, which is designed to ensure governance and the application of appropriate procedures:

RISK GOVERNANCE				
Risk Strategy and Appetite				
Strategic Objectives	Risk Management Principles	Financial Objectives	Risk Appetite Measures	
Risk Management Techniques				
Identification and Measurement		Monitoring and Reporting		
Policies	Limits	Reporting	Action Plans	
Risks				
Credit	Market	Operational Risks	Fraud Monitoring	Information Security

Risk Categories and Management Approach

Credit Risk

Credit Risk refers to the potential financial loss arising from a borrower’s inability to meet financial obligations on time or due to bankruptcy. While banking inherently involves accepting risks associated with lending, Ahlibank manages these risks through a set of policies and procedures addressing different types of risks associated with business activities.

Credit Risk policies include corporate lending policies and individual lending policies, both derived from regulatory standards such as Qatar Central Bank directives, Basel II principles, and International Financial Reporting Standard No. 9 (IFRS 9). These policies outline lending procedures and risk acceptance consistent with the Bank’s risk appetite.

Credit Risk policies also emphasize approval matrices and authorizations. Ahlibank adopts a dual signature concept requiring approvals from both the Business and Risk departments for lending proposals.

Ahlibank manages Credit Risk by diversifying lending activities to avoid concentration risks. Diversification is done at the industry level by setting the maximum lending ratio relative to the total portfolio for each sector, and at the regional level by determining the maximum exposure limit for each country.

Ahlibank manages the credit quality of financial assets using a risk rating system developed by an independent specialized company. The system classifies risks for each credit group through financial rules and credit opinions to assess the risks associated with the credit group. Ahlibank follows a borrowing risk classification mechanism across the credit portfolio through a credit rating system consisting of ten grades, where ratings from 1 to 7 are linked to regular facilities, while ratings from 8 to 10 indicate irregularity.

For regular exposure, the borrower’s risk rating from 1 to 4 represents an investment grade rating, while a risk rating of 5 to 6 indicates a sub investment grade. A risk rating of 7 is classified as a watchlist, whereas borrower risk ratings of 8, 9, and 10 represent substandard exposure, doubtful collectability, and losses, respectively.

Bank lending follows a high level analysis and best practices to determine the borrower’s creditworthiness and assess their ability to repay the debt on time. In addition, the Bank may obtain collateral as a risk mitigation measure. Collateral is regularly evaluated to ensure continued monitoring of value deterioration risks.

Key types of collateral obtained include:

- Mortgages on real estate
- Charges on movable assets
- Pledge of securities and cash

Market Risk

Market Risk is defined as the potential loss resulting from changes in the value of the Bank’s portfolios due to movements in interest rates, foreign exchange rates, stock prices, and commodity prices

The Bank’s Market Risk management strategy aims to maximize the economic return on assets, taking into account the Bank’s risk appetite, while applying local regulatory constraints

The Bank manages Market Risk within the regulatory framework and limits set by Qatar Central Bank. The Assets and Liabilities Committee (ALCO) provides the necessary guidance for liquidity management in the Bank in general and for managing interest rate risks in the Bank’s book within the general standards set by the Board of Directors, and the Risk and Compliance Committee of the Board of Directors

The Market Risk Management Unit operates as part of the Bank’s Risk Management Department, in line with the governance structure approved by the Bank’s Board of Directors. Liquidity, interest rate gaps, and foreign exchange rate volatility are managed within the limits set by the Board of Directors. Any breaches are monitored and reported to the concerned committees. All risk exposure levels are monitored and reported regularly to Management

The Bank follows the Standard Measurement Method (SMM) to calculate capital requirements for market risks. The Market Risk Management Unit is responsible for identifying, assessing, monitoring, and reporting the market risks associated with the Bank’s treasury functions

Liquidity Risk

This refers to the process of managing liquidity risks at the Bank. Liquidity risk management is carried out by the Finance function and monitored by an independent team in the Risk Management Department in collaboration with the Treasury Department. It includes:

- Maintaining a portfolio of liquid, easily tradable assets as protection against any unexpected disruption in cash flow
- Monitoring expected cash flows to ensure the ability to meet requirements, including renewing funds when due or funding them from customers
- Monitoring liquidity ratios for the financial position against internal and regulatory requirements
- Managing the concentration and characterization of the Bank’s investment portfolio and its maturities
- Monitoring critical liquidity ratios

Interest Rate Risk

Interest Rate Risk arises from the potential impact of changes in interest rates on future profitability or the fair value of financial instruments. The Bank is exposed to interest rate risk as a result of mismatches or gaps in the amounts of assets, liabilities, and off balance sheet instruments that mature or are repriced within a given period. The Bank manages these risks through risk management strategies.

The effective interest rate (effective yield) of a financial instrument refers to the rate that, when used in calculating the present value, results in the carrying amount of the instrument. The rate is the historical rate for a fixed rate instrument carried at amortized cost and the current rate for a floating rate instrument or an instrument carried at fair value.

Equity Price Risk

Equity Price Risk refers to the potential impact of changes in stock index levels or individual stock values on the fair value of equity investments. Non trading equity price risk arises from the Bank’s investment portfolio.

Currency Risk

Currency Risk refers to the potential impact of foreign exchange rate changes on the value of financial instruments. The Bank has established various limits on the Net Open Currency Position (NOCP) and manages it within the limits set by the Board of Directors.

Fraud Risk

Due to the nature of their operations and business environment, banks are constantly exposed to fraud risks. If fraud is not managed effectively, it can result in significant financial losses, legal and regulatory scrutiny, penalties, and negative impacts on the Bank’s reputation.

The Board of Directors recognizes the importance of protecting the Bank, its employees, and assets from fraud risks. Ahlibank places significant emphasis on a strong internal control environment to mitigate fraud risks. In addition, the Anti Fraud Unit (AFU), within the governance of the Risk Management function, supports Management in fostering a work environment that encourages vigilance and investigation into fraud related incidents and enhances internal controls to prevent and detect fraud.

The Board of Directors has approved the Bank’s anti fraud policy, which emphasizes a zero tolerance approach to fraud and, through the Bank’s Code of Ethics and Business Conduct, underscores the importance of consistent ethical behaviour and business practices.

Fraud trends evolve due to various factors such as technological advancements, developments in legal and regulatory frameworks, increasing customer demands, and business growth. It is therefore essential that fraud management strategies remain dynamic. The AFU employs fraud prevention, fraud detection, and fraud investigation strategies together to mitigate potential fraud risks.

Fraud Prevention

Fraud prevention strategies aim to reduce the likelihood of fraud occurring. Business units implement well defined documented policies and procedures with embedded anti fraud controls that cover inherent and anticipated risks, and obtain review and feedback from the Anti Fraud Unit before launching new products and procedures. The Bank also uses available communication means to spread awareness among customers and employees about fraud trends and the most prominent prevention methods.

Fraud Detection

Fraud detection strategies assist in detecting fraud as it occurs or identifying when it has occurred. These strategies are designed in accordance with evolving fraud trends and regulatory requirements. The Bank has secure reporting mechanisms through which employees, customers, and other stakeholders can report suspicions and fraud incidents. A combination of manual and automated transaction monitoring and verification is used to identify suspicious fraudulent activity in customer accounts.

Fraud Investigation and Reporting

Any suspected or actual fraud incident identified by or referred to the AFU is thoroughly investigated, and corrective actions are taken in coordination with Business and Support functions. Upon completion of investigations, investigation reports are issued to relevant parties, highlighting the facts of the case, conclusions, and recommendations to mitigate the occurrence of similar incidents in the future. Investigations are recorded in an internal database while ensuring compliance with local reporting requirements to regulatory and competent authorities.

Information Security

In light of the current digital landscape, Ahlibank recognizes that robust cybersecurity is essential to protect the data of customers, stakeholders, and partners. The Bank is committed to fostering a secure banking environment through a multifaceted approach that encompasses the following principles:

Information Security Governance and Related Strategy

A dedicated information security team is responsible for developing and overseeing the implementation of Ahlibank's security strategy. This ensures that information security is integrated into the Bank's overall business objectives and decision making processes, and supports the alignment of information security strategies with broader business goals by fostering a security culture across all Bank departments.

Information security policies are regularly reviewed and updated to meet evolving requirements and threats in line with Qatar Central Bank directives. Key policies include:

- Information security governance and data security management
- Access control to data and information systems
- Network and infrastructure security
- Continuous security monitoring controls
- Secure third party handling controls
- Fintech security
- Cloud computing and artificial intelligence security
- Digital payments systems security
- Physical and perimeter security of data centres

Information Security Risk Assessment

Within the risk management framework, Ahlibank employs a comprehensive information security framework to identify, assess, and mitigate cybersecurity risks. Regular audits and assessments contribute to staying informed of any potential vulnerabilities. The existing methodology includes:

- Asset identification
- Threat discovery
- Vulnerability assessment
- Risk analysis
- Risk mitigation
- Continuous monitoring and review
- Documentation and reporting

Continuous Improvement

Ahlibank's Risk Management Department is committed to continuously enhancing information security measures to keep pace with rapidly evolving cyber threats. The Bank regularly updates its protocols in response to the latest international best practices and local regulatory requirements. The Bank also deploys advanced security tools, the latest versions of protection programs, and breach detection and prevention systems to help monitor and respond to threats in real time.

Training and Awareness

The Risk Management Department provides regular training and awareness programmes to equip employees with the knowledge and skills necessary to identify and respond effectively to cyber threats. Awareness campaigns aim to increase employee awareness of phishing and fraud prevention, leading to a notable increase in the reporting of phishing attempts.

Cooperation and Partnership

The Bank conducts an annual assessment of the maturity level of its security practices in accordance with internationally recognized standards. The Bank has obtained certifications under ISO 27001 and ISO 27002, and has also obtained certification related to the security effectiveness of digital payment systems and payment cards under PCI DSS, in accordance with the latest editions. Ahlibank maintains active cooperation with its peers in the banking sector, Qatar Central Bank, and other local regulatory authorities to share information and best practices to ensure alignment with national and international security standards. Ahlibank remains committed to maintaining strict cybersecurity and information security measures to ensure the trust of customers and stakeholders as the digital world becomes increasingly complex.

Operational Risk

The Operational Risk Department is overseen by the Operational Risk Committee, which is supervised by the Board Risk and Compliance Committee (BRCC), where all risks are analysed, monitored, followed up, and reported on an ongoing basis.

The Bank uses a structured operational risk management framework that includes self assessments of operational risks by concerned departments (ORSA), key risk indicators (KRIs), new product assessment process (NPAP), reporting of loss events, and an incident database to enhance controls.

Incident Database Management

A mechanism for immediate reporting of operational risk incidents has been established. A comprehensive root cause analysis is conducted to identify the underlying factors that led to incidents, supporting corrective actions. Basel classification has been adopted within the incident database management process.

Operational Risk Self Assessment (ORSA)

Each business unit is required to conduct a regular operational risk self assessment to identify and assess risks in its operations. The results are used to enhance controls and manage potential weaknesses.

Key Risk Indicators (KRIs)

KRIs are used to monitor exposure levels and identify emerging threats in real time. These indicators are reviewed by the Operational Risk Committee and reported to the Board Risk and Compliance Committee.

New Product Assessment Process (NPAP)

New products are assessed to proactively identify risks or major changes to existing services, or those related to new lines of business or new markets.

Operational Resilience and Business Continuity

Business continuity and operational resilience are fundamental elements of the Risk Management framework at Ahlibank. The Bank is committed to ensuring the effective continuation of critical operations in the face of disasters to protect the interests of customers, stakeholders, and the financial system. Business continuity and disaster recovery plans are regularly reviewed to maintain the Bank's resilience.

The Emergency Response Committee, overseen by the Board Risk and Compliance Committee, is responsible for reviewing and approving the Bank's business continuity strategy. This strategy is designed to withstand a wide range of potential disasters, including system failures, cyberattacks, natural disasters, and pandemics. The focus in business continuity management is on operational resilience, emergency planning, continuous stress testing, and periodic reviews of business continuity and disaster recovery plans to ensure the uninterrupted delivery of critical services. In addition, the Bank has recently obtained ISO 22301 certification related to business continuity through adherence to international best practices.

operations in the face of disasters to protect the interests of our customers, stakeholders, and the financial system. Business continuity and disaster recovery plans are regularly reviewed to maintain the Bank's resilience.

The Emergency Response Committee, overseen by the Board Risk and Compliance Committee, is responsible for reviewing and approving the Bank's business continuity strategy. This strategy is designed to withstand a wide range of potential disasters, including system failures, cyberattacks, natural disasters, and pandemics. The focus in Business Continuity Management is on operational resilience, emergency planning, continuous stress testing, and periodic reviews of business continuity and disaster recovery plans to ensure the uninterrupted delivery of critical services.

Risk Culture and Training

The Bank strives to foster a strong risk culture throughout all departments. Employees at all levels are encouraged to take responsibility for risks within their areas of work. Risk awareness is reinforced through ongoing training programmes that cover risk identification, reporting, and mitigation practices. Senior Management leads by example and promotes an open and transparent approach to risk management. The Risk Management team consists of highly trained specialists with extensive experience in their respective fields.

In addition to the above, Ahlibank is committed to the effective management of environmental, social, and governance (ESG) related risks to mitigate potential adverse impacts on its operations and enhance its ability to create value for stakeholders over the long term.

The Bank will proactively identify, assess, and address climate related risks, recognizing their potential impact on operations, financed assets, and broader societal systems. These risks may arise through multiple channels, including credit risk, market risk, operational risk, legal liabilities, and regulatory compliance. Sustainability and climate change risks will be managed in line with the Bank's approved risk management framework.

The Bank is currently enhancing its ESG risk assessment by establishing the foundations required to integrate climate and social risks into the enterprise risk management framework. This effort ensures that sustainability considerations are embedded within risk identification, measurement, and monitoring processes. The Bank is also strengthening governance and controls in line with evolving regulatory requirements. These enhancements will enable the Bank to update its risk policies and procedures to be fully aligned with Qatar Central Bank requirements related to sustainability.

12.5 Compliance Department

The Compliance Function

The Compliance function is a key element of the Corporate Governance structure and plays an important role in fulfilling Ahlibank's responsibility to inform employees of business units about compliance policies and procedures, and to raise their awareness of compliance requirements. It also aims to meet regulatory requirements regarding adherence to the applicable regulations, rules, and standards, and to ensure that corrective actions for any deviations are taken as soon as possible.

The Compliance function aims to maintain the Bank's reputation and integrity by ensuring that members of the Bank's Board of Directors, Executive Management, employees, customers, and other parties dealing with the Bank comply with the applicable regulations, instructions, rules, and standards, including anti money laundering, combating the financing of terrorism, business continuity, and avoiding or mitigating conflicts of interest. The Compliance function is independent and reports directly to the Risk and Compliance Committee of the Board. In addition, it communicates with the Chief Executive Officer and Executive Management regarding risks of non compliance with applicable regulations and standards in order to take corrective actions. The Compliance function prepares periodic reports on these risks and the corrective actions taken and submits them to the Risk and Compliance Committee on a periodic basis.

Compliance Risks, Definition and Measurement Tools

The Compliance function relies on effective methods to identify and measure compliance risks that threaten the Bank's ability to achieve its objectives. Given the close relationship between compliance risks and operational risks, the Compliance function works in continuous coordination with Operational Risk Management, in particular, to identify risks and put controls in place to mitigate them.

Resources

The Compliance function in the Bank has the resources necessary to carry out its responsibilities effectively. Employees of the Compliance function possess the qualifications, experience, and professional and personal qualities necessary to enable them to perform their assigned duties, in addition to a sound understanding of compliance regulations, rules, and standards and their practical impact on the Bank's operations. Professional skills are maintained, particularly in terms of keeping pace with developments in compliance regulations, rules, and standards, through regular and systematic training and education.

Relationship with Internal Audit

The Compliance function is separate from the Internal Audit function to ensure that the activities of the Compliance function are subject to independent review by Internal Audit. Internal Audit also provides the Compliance management with observations related to violations of regulations or irregularities to be taken into consideration when measuring the risks faced by the Bank.

Relationship with Regulatory Authorities and External Auditors

The Compliance function, in cooperation with other members of Executive Management, is responsible for managing the Bank's relationships with regulatory authorities. This is achieved through:

- Cooperation, coordination, and interaction with regulatory authorities and external auditors, and providing and exchanging information. It also follows up on corrective actions taken regarding any violations or irregularities identified within the Bank with the concerned departments
- Facilitating reviews and inquiries by Qatar Central Bank and other parties by coordinating with the concerned departments within the Bank
- Identifying any material matters that should be reported to regulatory authorities and other supervisory bodies, for example, any suspicions of money laundering or terrorist financing, ensuring that these matters are reported and providing any assistance or data to the relevant authorities and regulatory bodies

Responsibilities of the Board of Directors towards the Compliance Function

The Compliance function starts at the top to support a general compliance culture in the Bank that emphasizes commitment to the standards of honesty and integrity, where the Board of Directors and Executive Management are role models for Bank employees. The Bank adopts high standards when conducting business and strives at all times to maintain professional conduct.

The Board of Directors has delegated these responsibilities to the Risk and Compliance Committee. Special attention has been paid to the Compliance function by defining its duties, organizational structure, and relationship with other departments and functions in a way that enables it to perform its assigned duties independently and effectively. The Board has provided this function with the necessary resources and systems to carry out its work and report directly to the Board of Directors through the Risk and Compliance Committee and Executive Management. The required authorities have also been granted to access information through a clear policy that is reviewed annually.

Responsibilities of Executive Management towards the Compliance Function

The most important responsibilities of Executive Management are:

- Taking the necessary measures to comply with the instructions of regulatory authorities and adhering to the compliance policy adopted by the Board of Directors
- Cooperating transparently with Compliance management and putting in place effective procedures and controls to ensure compliance with regulatory instructions and laws
- Ensuring that adequate corrective actions are taken for any violations discovered by Compliance management
- Obtaining recommendations and guidance issued by Compliance management and involving them in projects related to products expected to be launched or reviewed
- Increasing employee awareness and culture regarding compliance
- Ensuring the implementation of appropriate disciplinary and corrective actions in cases of non compliance, and directly reporting to the Compliance Department, especially in cases that may expose the Bank to financial losses or reputational risks
- Establishing a permanent and effective compliance management in the Bank as part of its compliance policy, whose main task is to identify and assess non compliance risks
- Not assigning Compliance management any tasks that may cause a conflict of interest and affect the objectivity of the Compliance function
- Submitting policies, procedures, and announcements related to the Bank's business and operations to Compliance management for review and approval

Compliance Management Functions

1. Communications and Consultations

The Compliance Department provides support to Senior Management by:

- Providing advice on new legislation or regulations and reflecting them in policies and procedures
- Responding to inquiries from various departments within the Bank
- Coordinating with the Training Department in Human Resources to provide annual training on anti money laundering, combating the financing of terrorism, Know Your Customer procedures, and instructions issued by regulatory authorities and other related matters
- Coordinating with relevant departments on important matters that require sharing information with regulatory authorities

2. Key Responsibilities

Monitoring Responsibility

The Compliance function works with business units to develop processes to identify and detect risks, and with Internal Audit, Risk, Finance, and Legal departments to identify high risk activities and events to assist in designing appropriate internal controls to address those risks.

New Products and New Locations

The Compliance function participates in the new product issuance process to identify any violations that may arise from the launch of new products and to assist in designing products where necessary. Risks related to non compliance will also be reviewed and assessed in the event of establishing new businesses abroad to identify the specific legal and regulatory requirements of those regions, and to assist Executive Management in obtaining the necessary regulatory approvals before commencing operations.

Compliance Assessment Techniques and Tools

The Compliance function provides each department in the Bank with a self assessment document to provide the relevant actual controls for the related instructions that pertain to the work of these departments. Compliance assessment is an essential part of providing evidence to support the results of the compliance monitoring programme. The compliance assessment process is implemented through an automated system to avoid paperwork and to ensure alignment with environmental, social, and governance (ESG) standards and the Bank's digital transformation strategies, as well as with Qatar Central Bank requirements.

Anti Money Laundering and Combating the Financing of Terrorism

Ahlibank adheres to the instructions and regulations on anti money laundering and combating the financing of terrorism under Law No. 20 of 2019 on combating money laundering and terrorist financing, in addition to the guidelines of Qatar Central Bank in this regard. These requirements are also specified in the Bank's anti money laundering and combating the financing of terrorism policy and procedures and are approved annually by the Board of Directors. This policy and procedures are available to all employees on the Bank's internal network to ensure accessibility.

Conflict of Interest

The Bank relies on four main methods to manage conflicts of interest:

1. Disclosure and reporting of any conflict of interest
2. Independence, adherence to internal policies to ensure the independence of supervisory departments in the Bank
3. Inclusion of disciplinary measures in the Human Resources policy to deter actions that may create conflicts of interest
4. Implementation of internal control systems to prevent employees from engaging in conflicts of interest, supported by a clear separation of duties and lines of communication between departments

Reporting Violations Through the Whistleblowing Policy

All employees are encouraged to report any genuine concerns about potential violations within the Bank, whether in matters related to financial reporting or other improper practices. A whistleblowing policy is available on the Bank's internal network, and confidential reporting channels have been established to ensure that employees can report without fear of retaliation and to ensure transparency.

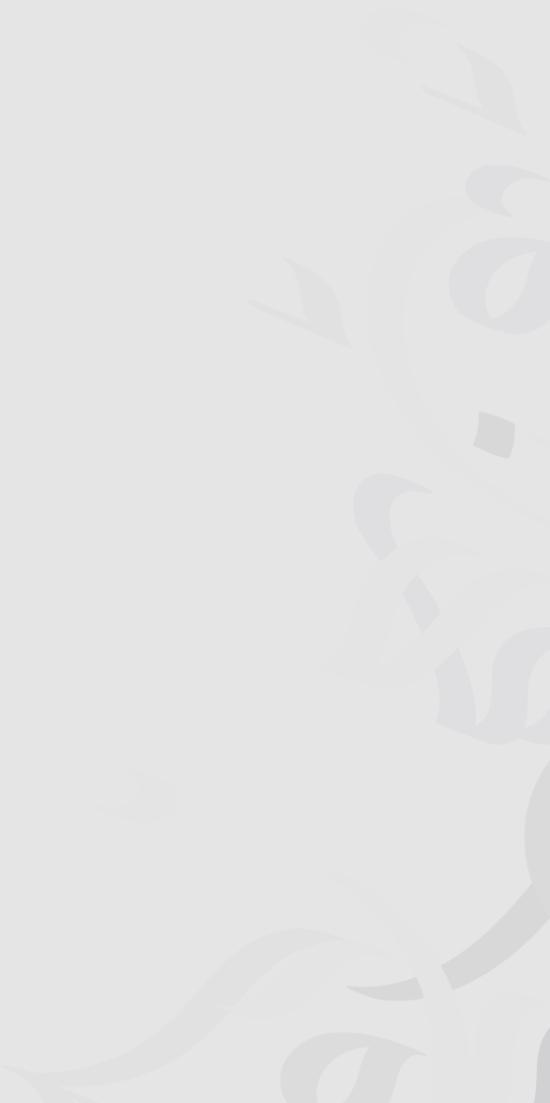
Compliance Awareness and Training

In line with best practices and recommendations of the Basel Committee, the Compliance function promotes awareness among employees and provides them with training as a daily practice through meetings, discussions, written advice, and participation in induction training provided by Human Resources for new employees, or in coordination with Human Resources or specialized training centres regarding important topics such as anti money laundering and combating the financing of terrorism. This contributes to enhancing the compliance culture within the Bank and mitigating compliance risks.

12.6 Internal Audit Department

- A. The Internal Audit Department plays a critical role in enhancing the Bank's control environment and ensuring the efficiency and effectiveness of its operations through independent and objective assessments, as well as providing value added consulting aimed at improving institutional performance. Internal Audit contributes to supporting the Bank in achieving its strategic objectives by following a structured and disciplined approach to evaluating the effectiveness of risk management, the adequacy of controls, and the soundness of governance practices.
- B. Internal Audit represents the Bank's third line of defense. Its authority is derived from a charter approved by the Bank's Audit Committee. Functionally, it reports to the Audit Committee, enhancing its independence, and administratively, it reports to the Chief Executive Officer to ensure operational flexibility and alignment with the Bank's strategic direction.

- C. Internal Audit activities are based on a comprehensive framework that combines the instructions of Qatar Central Bank and Qatar Financial Markets Authority with the International Standards for the Professional Practice of Internal Auditing issued by the Institute of Internal Auditors (IIA). This provides a strong foundation to ensure the Bank's adherence to international and local best practices in internal auditing.
- D. The Internal Audit Department continually develops its methodologies by integrating the latest technologies into audit processes, including information technology and information security, to keep pace with technical developments and mitigate related risks. The department also aspires to future development in areas related to artificial intelligence. The Internal Audit function at the Bank has received the highest quality assessment rating from the Institute of Internal Auditors, reflecting its commitment to developing and improving performance and efficiency in audit areas, and adherence to best practices and international standards for the professional practice framework of internal auditing issued by the International Institute of Internal Auditors.
- E. Continuous learning and professional development are integral to the internal audit culture at Ahlibank. The department is committed to providing a supportive learning environment to enhance the skills, knowledge, and competencies of internal audit team members. This positively impacts the quality and efficiency of audit processes and enhances the value added of the outputs provided to Senior Management and the Board of Directors.



13

Management Committees

The Bank has a number of internal committees that manage the day to day operations and activities of the Bank. Among the Management Committees are:

Asset-Liability Committee

The Committee holds its meetings periodically throughout the year. It is responsible for managing the Bank's assets and liabilities and for complying with and following up on the approved liquidity policy.

Special Assets Committee

- A. Responsible for special assets within the Bank's assets that require monitoring and control in order to prevent losses and ensure recovery, restructuring, collection, and the approval of initiating legal proceedings.
- B. Responsible for ensuring that appropriate recovery measures are taken in respect of all special assets and that the applicable regulatory requirements for provisioning on special assets are implemented in accordance with regulatory requirements and internal policies.

Credit Committee

- A. The Committee holds regular monthly meetings to review Corporate Banking, Retail Banking, and Private Banking activities and to discuss future plans for Corporate Banking. Decisions are approved by circulation, while any exceptions or revisions are discussed during the Committee meetings.
- B. The Committee exerts all possible efforts to ensure the quality of the Bank's assets and to mitigate the risks arising from lending activities.

Investment Committee

The Committee holds its meetings periodically throughout the year and is responsible for reviewing the Bank's investment strategy to ensure the highest level of return on assets within the limits of regulatory requirements.

Operations Risk Committee

The Committee holds its meetings periodically each quarter to review operational risk incidents and the required action plans to address them. The Committee is also responsible for the Disaster Recovery Plan and for following up on the required procedures to remain prepared to address disasters in anticipation of any unanticipated risks.



14 Related Party Transactions

- 14.1 During the year 2025, and in accordance with the instructions of Qatar Central Bank, all transactions related to the members of the Board of Directors and the facilities granted to them, their families, relatives, and their subsidiaries were presented at each Board meeting after ensuring that such transactions were conducted within the limits permitted by Qatar Central Bank and after obtaining the required approvals.
- 14.2 As at 31 December 2025, no major related party transactions were recorded in the Bank's records that may require shareholder approval.
- 14.3 The Bank has a Related Party Transactions Policy that governs related party transactions and the related procedures. The Bank also maintains a register of such transactions.
- 14.4 In accordance with the Related Party Transactions Policy, the Bank's Risk Management Department maintains a special register in which all Related Party Transactions within the Bank are recorded, including full details of such transactions.
- 14.5 The register of Related Party Transactions is available for inspection by the Bank's shareholders and authorized persons. This register is updated periodically in a manner that reflects the actual status of the Related Party Transactions.
- 14.6 The Risk Management Department updates the register on a periodic basis to ensure that it reflects at all times the names and details of the Related Parties and their transactions.

15 Shareholders' Rights

- 15.1 The shareholder is entitled to obtain a copy of the Bank's Articles of Association published on the Bank's website, in addition to a large number of the Bank's policies and official documents. The shareholder is also entitled to obtain a copy of the Bank's Articles of Association published on the Bank's website, in addition to a large number of the Bank's policies and official documents.
- 15.2 Chapter Five of the Bank's Articles of Association sets out the shareholders' rights in relation to the General Assembly of the Bank, the fair treatment of shareholders, and the exercise of voting rights. Chapter Seven further sets out the shareholders' rights relating to dividend distribution, whereby the Board of Directors proposes the distribution of dividends to shareholders at the General Assembly meeting, which is then discussed and approved by the shareholders.
- 15.3 The Bank's Articles of Association were amended to protect the rights of shareholders and to ensure that they are treated equally and enjoy all rights related to their shares in accordance with the applicable laws and regulations. This is expressly reflected in Article 8 of the Bank's Articles of Association. In addition, Article 31 of the Articles of Association provides that the Board of Directors represents all shareholders and safeguards their rights. Furthermore, Article 53 grants every shareholder the right to attend the General Assembly and to approve or object to matters submitted for voting.
- 15.4 Shareholders enjoy all rights granted to them under the relevant laws and regulations, including the Governance Instructions and the Governance Regulations.



16

Corporate Social Responsibility

Corporate Social Responsibility
At the heart of the community

Ahlibank attaches particular importance to governance frameworks that support corporate social responsibility and is keen to direct its community contributions in a systematic manner aligned with its strategic priorities, in a way that supports sustainable development and enhances its positive impact on Qatari society. During 2025, Ahlibank continued its support for a range of national initiatives and institutions in the fields of social welfare, healthcare, community empowerment, sports, and charitable activities, within the framework of its commitment to applying best environmental, social and governance practices and corporate governance, and in line with Qatar National Vision 2030.

In the area of social welfare and community empowerment, the Bank provided financial contributions to support programs concerned with the care and empowerment of senior citizens, in partnership with the Center for Empowerment and Care of the Elderly (Ehsan). The Bank also renewed its support for social initiatives targeting children and promoting their social inclusion, including Ramadan campaigns, through its support of the Ramadan programs implemented by the Orphan Care Center “Dreama.”

In line with its commitment to inclusivity and equal opportunities, Ahlibank supported initiatives aimed at empowering persons with disabilities and enhancing their participation in sports and community activities, recognizing the importance of integrating this segment and enabling its active contribution to society. In this regard, the Bank contributed to supporting the Qatar Paralympic Committee.

As part of its ongoing commitment to strengthening its social responsibility and providing more inclusive banking services, the Bank, in cooperation with the Qatar Society for Rehabilitation of Special Needs, organized a training program for its employees on sign language. This program reflects the Bank’s commitment to supporting persons with disabilities by fostering a better understanding of their needs and providing a more accessible and suitable banking experience in the State of Qatar. This approach underscores Ahlibank’s keenness to support and develop the community through purposeful and sustainable initiatives that promote financial inclusion and serve various segments of society.

Believing in the importance of investing in human capital as a fundamental pillar of sustainable economic development, the Bank launched the “Ahli is the Future” program in partnership with the Ministry of Labour to support and sponsor specialized training and qualification programs for Qataris and children of Qatari women seeking employment in the private sector. The program represents one of the Bank’s key initiatives aimed at qualifying and preparing university graduates, enhancing their participation in the labour market, and creating sustainable career paths across vital sectors, in alignment with the national Qatarization plan “We Work for Qatar.”

The “Ahli is the Future” program extends over a period of five months and includes a foundational banking phase comprising specialized lectures, practical training in core banking skills, and English language development, followed by on-the-job training within the Bank. This enables trainees to gain direct practical experience in a real working environment and develop skills that meet the needs of the banking sector, in line with the objectives of the Third National Development Strategy. This collaboration reflects the Bank’s commitment to contributing to the preparation of qualified national cadres capable of meeting labour market requirements through participation in the design and implementation of high-quality training programs aligned with the needs of strategic economic sectors, thereby supporting Qatarization and enhancing national workforce readiness in line with the human development goals of Qatar National Vision 2030.

In support of human talent and in recognition of its pivotal role in achieving institutional excellence and sustainable success, the Bank remains committed to appreciating the efforts of its employees and celebrating their contributions. In this context, the Bank honored 51 employees from various departments in recognition of their loyalty, dedication, and continued efforts that contributed to strengthening the Bank’s position and achieving qualitative accomplishments over the past years, for the period ended 31 December 2025. This recognition was granted in appreciation of their years of service, professional commitment, and valuable contributions to the Bank’s growth and development, with honorees having completed between 5 and 30 years of continuous service.

In the healthcare field, the Bank supported national efforts aimed at enhancing health awareness and contributing to the support of cancer patients through donations to the Qatar Cancer Society, reflecting its commitment to participating in initiatives that improve quality of life and public health.

The Bank also continued its support for community-oriented sports activities, particularly youth initiatives and sports tournaments that combine sporting and social dimensions, recognizing the role of sports in promoting healthy lifestyles and instilling positive values among various segments of society. All donations and sponsorships provided by the Bank are approved in accordance with clear governance frameworks and procedures to ensure transparency, compliance with approved policies, and the optimal use of resources, thereby enhancing stakeholder confidence and affirming the Bank’s role as a responsible financial institution.

In order to promote employee health and well-being and foster a culture of sports and active lifestyles, the Bank marked the State Sports Day by organizing a dedicated event for its employees at Education City Golf Club, with the participation of employees and their family members. The event provided participants with the opportunity to enjoy a variety of sports and recreational activities in a positive and interactive atmosphere, contributing to the strengthening of social bonds and the promotion of teamwork values. This initiative aligns with the pillars of Qatar National Vision 2030 aimed at building a healthy and productive society and enhancing quality of life and social cohesion.

As part of its commitment to social responsibility and encouraging employee participation in community initiatives, the Bank organized a blood donation campaign in partnership with Hamad Medical Corporation to support the Blood Bank in the State of Qatar and raise awareness of the importance of blood donation.

In recognition of its national responsibility to preserve Qatar’s cultural heritage and authentic traditions, Ahlibank celebrated Qatar National Day 2025 in the presence of senior executive management, distinguished guests, Bank employees, and customers, reaffirming the importance of safeguarding and promoting these national values as a core pillar of the Bank’s corporate social responsibility.

In reaffirmation of its social responsibility role, during 2025 the Bank allocated 2.5% of its total net profits for the financial year ended 31 December 2024, amounting to QAR 22,290,611, to support sports activities. In addition, the Bank continued to provide ongoing financial support for sports, social, and humanitarian activities.

17 Environmental, Social and Governance (ESG)

Environmental, Social and Governance (ESG) Overview of Environmental and Social Governance

In 2025, Ahlibank established a comprehensive Environmental and Social Governance framework aimed at strengthening institutional oversight, defining the strategic direction for sustainability, and integrating its considerations across all the Bank's operations and decision-making processes. This framework is based on effective oversight by the Board of Directors, the Senior Management Sustainability Committee, and execution by the Sustainability Unit, supported by a cross-functional Sustainability Working Group.

The Senior Management Sustainability Committee is responsible for leading the Bank's sustainability program. The implementation of the Committee's directives is supported by the Sustainability Unit, which undertakes coordination and execution roles across the various departments and units through the cross-functional Sustainability Working Group.

The Bank's sustainability governance framework enables the relevant departments to identify, assess, monitor, and manage sustainability-related risks and opportunities in line with the guidance of Qatar Central Bank. The adopted approach ensures effective managerial oversight, the development of policies and procedures aligned with sustainability requirements, and the creation of sustainable value for stakeholders through the integration of ESG considerations into credit and strategic decisions.

The Board of Directors and Executive Management receive periodic reports on sustainability performance and the integration of climate risks, in addition to updates on progress achieved in sustainability initiatives. Ongoing discussions contribute to enhancing the understanding of the impact of climate and social risks on the Bank's strategy, risk management, and decision-making processes.

Ahli bank's Sustainability Governance Structure



ESG Controls

In 2025, Ahlibank updated its Sustainability Policy and continues to integrate ESG considerations into its Enterprise Risk Management framework, including the alignment of climate risks and the update of credit policies in accordance with Qatar Central Bank requirements.

Ahlibank adopts the Three Lines of Defense model in relation to ESG practices.

First Line of Defense – Business Sector Management and International Banking Treasury

The Business Sector Management and International Banking Treasury apply the approved sustainability assessment methodology when onboarding new clients and during periodic reviews of existing clients. Their responsibilities include:

- Collecting the required sustainability data.
- Applying the approved assessment methodology.
- Integrating sustainability considerations into credit decisions.
- Escalating high-risk cases to the Senior Management Sustainability Committee, when necessary.

Second Line of Defense – Risk Management and Compliance

- The Risk Management Department independently reviews the assessment results and evaluates the portfolio's exposure to sustainability-related risks.
- Sustainability assessments will be progressively integrated into the Bank's technical systems.
- The Risk Department provides independent insights on credit proposals.
- The Compliance Department monitors Qatar Central Bank sustainability regulations, oversees regulatory disclosures, and reports any non-compliance cases to Senior Management.

Third Line of Defense – Internal Audit

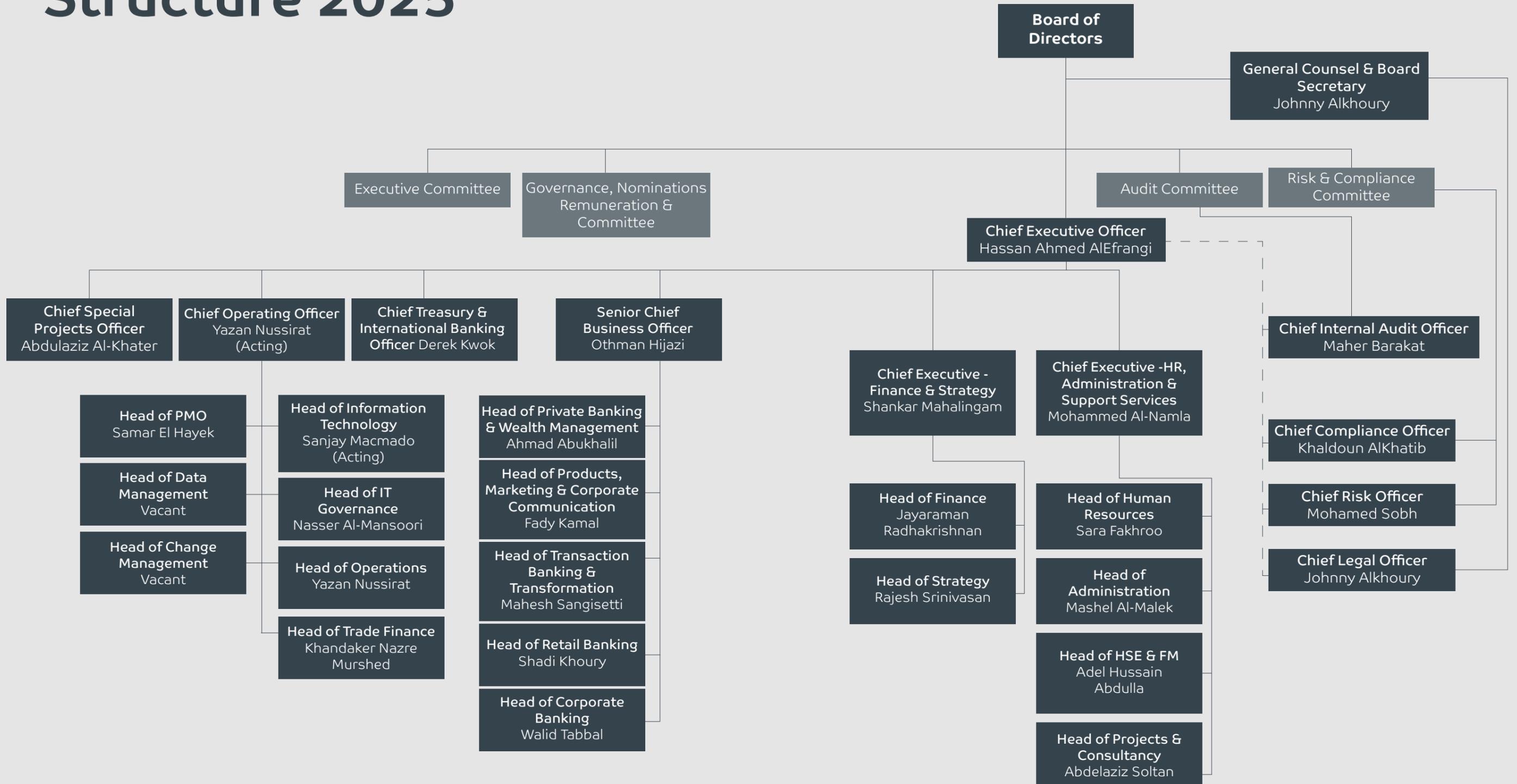
Internal Audit provides independent assurance on the effectiveness of the sustainability risk management framework, including governance, internal controls, and compliance.

Compliance with Laws and Regulations

Ahlibank reaffirms its full commitment to ESG-related directives issued by Qatar Central Bank and Qatar Financial Markets Authority. The Bank continues to enhance its capabilities in managing climate risks, improving data quality, and strengthening processes that support the effective implementation of sustainability objectives, while adopting a forward-looking approach to risk management.

For further details regarding the Bank's ESG performance, please refer to the Sustainability Report for the year 2025.

18 Ahlibank Organizational Structure 2025



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