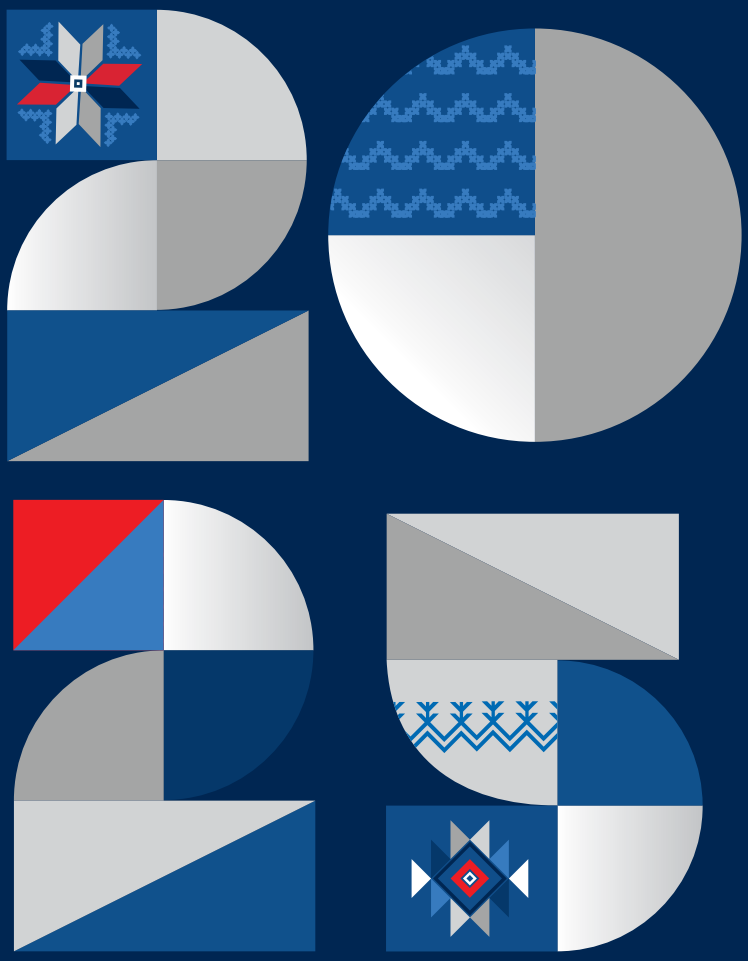
البنك التجاري الأردني
Jordan Commercial Bank

ANNUAL REPORT



Annual Report

For the Year Ending December 31st, 2025



His Majesty

King Abdullah II bin Al-Hussein



HRH Crown Prince

Al-Hussein bin Abdullah II

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01

Bank's Message

Bank's Message

Our Vision:

We strive to develop Jordan Commercial Bank to be become a leader in providing banking services that fulfils its customers' needs, in line with the best banking practices.

Our Mission:

Our mission is to provide our corporate, retail, and investment clients with customized, high quality and competitively priced financial solutions. Through both our ever-increasing, regularly enhanced range of cutting-edge banking solutions and our efficient distribution channels, we are committed to delivering world-class products and services that reward our stakeholders and customers, as well as our personnel.

Our Values:

- The Bank's employees are our greatest asset.
- The Bank's clients are our utmost priority.
- Transparency is the foundation of our credibility.
- A sense of responsibility is the guide to our customer service.
- Our commitment to continuous improvement.
- Our responsibility lies firmly with our society.

02
Board of Directors



Mr.

Michael Faiq Ibrahim Sayegh

Chairman of the Board
(Non-Independent)



H.E. Mr.

Ayman H. B. Majali

Vice Chairman of the Board
(Non-Independent)



Mr.

Abdelnour nayef Abdelnour Abdelnour

Board Member
(Non-Independent)



Mr.

Fa'eq M. F. Sayegh

Board Member
(Non-Independent)



Social Security Corporation (First seat) Represented by:
Mr.

Yahia Mohammad Oshub Obeidat

Board Member
(Non-Independent)



Social Security Corporation (2nd seat) Represented by:
Mr.

Rami Adam Anaaz Titi

Board Member
(Non-Independent)



First Jordan Investment Company PLC, Represented by:
Ms.

Hania M. (H.I.) Al-Nabulsi
Board Member
effective from 27/02/2025
(Non-Independent)



Mr.

Osama O. A. Hamad
Board Member
(Non-Independent)



Ms.

Lina Najib Albakhit Aldababneh
Board Member
(Non-Independent)



Mr.

"MOHD JAMAL" Bisher Mustafa Anoubani
Board Member
(Non-Independent)



H.E. Mr.

Omar Kheir Eddin Omar Maani
Board Member
(Non-Independent)

03
Chairman's Statement

Chairman's Statement



The year 2025 witnessed significant shifts in the global economic landscape, as the implementation of U.S. tariff measures at the beginning of the second quarter reshaped international trade patterns and supply chain routes. These developments coincided with rising geopolitical tensions in several critical regions, resulting in a relative slowdown in economic activity. In response to these factors, interest rates continued their gradual decline that began in 2024, stabilizing at more balanced levels by the end of 2025.

Amid this rapidly evolving economic environment, digital transformation emerged as one of the key drivers of change in the global business landscape, moving from theoretical innovation to wide operational application. This shift enhanced institutions' ability to predict risks and make decisions more quickly and accurately. Simultaneously, positive developments occurred in the Jordanian economy, driven by progress in implementing the Economic Modernization Vision initiatives, aimed at establishing Jordan as a regional hub for fintech and enhancing financial inclusion.

In this context, the banking sector experienced an accelerated move toward digital channels, with a growing shift from traditional branch services to banking applications and electronic payment points. This transition enabled more efficient and personalized banking experience while strengthening information security systems. It coincided with the positive performance of the Jordanian financial market during 2025, supported by the resilience of the banking sector and the strength of its capital foundations.

Against these changes, the Bank continued to solidify its role as a strategic partner to the national economy by developing innovative and flexible financing solutions that supported local businesses and enabled them to adapt to rapid economic transformations. At the same time, the Bank maintained prudent credit policies and strong liquidity levels while achieving balanced growth in its loan and deposit portfolios. This contributed to sustainable returns for both shareholders and clients. Through these efforts, the Bank reaffirms its commitment to anticipating economic shifts and leading the innovative agenda, ensuring business continuity and enhancing value in an increasingly competitive global environment.

Jordan Commercial Bank Strategy

During 2025, Jordan Commercial Bank focused on consolidating its position as a trusted and innovative banking partner, placing the client at the heart of its strategic philosophy. The goal was to deliver a comprehensive banking experience characterized by efficiency, proactivity, and added value. This approach was implemented through a strategy based on two main pillars.

The first pillar involved accelerating digital transformation by enhancing operational efficiency through the automation of critical banking processes, developing electronic channels, and deploying advanced digital payment solutions, all of which support faster and more flexible banking services. The Bank also prioritized strengthening its cybersecurity framework and applying the highest data protection standards, ensuring client trust and reinforcing its position as a leading financial institution in the fast-paced digital economy.
The second pillar focused on enhancing the Bank's institutional image and corporate identity, aligning its visual identity with the digital evolution of banking services to strengthen reliability and establish the Bank's presence across various channels and platforms. Within this framework, the Bank adopted a comprehensive strategic approach to corporate social responsibility, moving beyond traditional support to reflect its role as an active developmental partner. Humanitarian and social initiatives included supporting cancer patients and contributing to relief efforts for children in Gaza, in collaboration with several local and international organizations.

The implementation of this strategy was supported by continuous investment in human capital, through skills development and fostering a motivating work environment, enabling the Bank's employees to be genuine ambassadors for its brand. This convergence of human excellence and digital innovation aims to achieve sustainable growth and cement the Bank's position as a trusted banking choice in the Kingdom.

In line with the rapidly evolving financial sector, the Bank continued to expand its strategic partnerships with local electronic payment companies, contributing to the development and efficiency of instant payment and transfer systems, meeting growing customer needs, and aligning with modern banking market trends. Special attention was also given to enhancing the digital banking experience for both individuals and corporate clients, through updates to the Jordan Commercial Mobile App and online banking services for companies, allowing clients instant access to a wider range of banking products and safe transaction execution from anywhere.

On the regional banking front, Jordan Commercial Bank obtained approval from the Central Bank of Iraq to process transfers and letters of credit in Jordanian Dinars through the Iraqi Dinar platform for correspondent banks, a strategic step facilitating financial operations and strengthening trade exchange between the Hashemite Kingdom of Jordan and the Republic of Iraq. These strategic initiatives were reflected in the Bank's overall performance, contributing to notable growth across key financial indicators through a managerial approach focused on enhancing financial stability, improving profitability, and increasing revenues through the development of banking activities and expansion of fee- and interest-based services.

The financial statements showed strong upward growth. Total assets increased by 8.3%, reaching JOD 1.518 billion compared to JOD 1.401 billion in 2024, driven by balanced growth across all balance sheet items. The loan portfolio grew by 14.3%, reaching JOD 886.7 million compared to JOD 775.7 million, alongside a 12.6% increase in customer deposits to JOD 1.121 billion, reflecting rising client confidence and the strength of banking relationships.

Operational performance was robust, with total income rising by 15.3% to JOD 63.1 million from JOD 54.7 million in 2024, supported by an increase in net interest and fee income from JOD 50.6 million to JOD 53.1 million. Net profit after tax grew by 20.5% to JOD 14.1 million compared to JOD 11.7 million, positively impacting earnings per share, which increased from JOD 0.098 to JOD 0.117, confirming operational efficiency and sustainable profitability.

Efficiency indicators improved, with return on assets and equity reaching 0.96% and 7.96%, respectively, compared to 0.84% and 6.84% in 2024, demonstrating the Bank's ability to achieve rewarding returns within measured risk levels. The Bank maintained strong capital position, with the capital adequacy ratio at 12.50% versus 13.34% the previous year, and the statutory liquidity ratio at 115.3% compared to 122.8%, both exceeding regulatory requirements and reflecting adherence to the highest standards of governance and financial discipline.

These results confirm that 2025 was a landmark year for the Bank, achieving an optimal balance between growth and profitability, while maintaining a strong financial position and sustainable operational performance through a strategy focused on efficiency, innovation, and prudent risk management.

Continuing its approach, adopted in the past few years of maximizing shareholders' returns on their investments, BOD has recommended to the General Assembly the distribution of 7% cash dividends amounting to JD 8.4 million.

Micheal Sayegh
Chairman of the Board



Dear Shareholders,

Our financial and operational achievements go beyond mere numbers; they are the driving force behind our mission to serve and advance the community. We believe that corporate social responsibility is both an ethical commitment and a national duty at the core of our strategy, through which we aim to create a lasting positive impact for all citizens and institutions of the Kingdom. We will continue to advance this path and strengthen our developmental footprint in the coming years through our strategic partnerships aimed at the nation's progress, guided by the wise vision of the Hashemite leadership.

Peace and blessings be upon you.

04

Executive Management

Members of Senior Executive Management		
SN	**Position title**	**Name**
1	Chief Executive Officer (CEO)	Mr. Caesar Hani Aziz Qulajen
2	Deputy CEO - Chief Operation Officer COO	Mr. Alaa "Mohammad Salim" Abdulghani Qahef
3	Deputy CEO- Chief Business Officer CBO	Mr. Rakan M. A. Al Tarawneh
4	AGM, Head of Credit	Mr. Mohammad Ali Mohammad Al-Quran
5	AGM, Head of Retail (Resigned as of 16/2/2025)	Mr. Salim Nayef Salim Sawalha
6	Chief Financial Officer, AGM Finance	Mr. Abdallah Mahfouz Theodore Kishek
7	AGM, Corporate & SMEs Banking (Resigned as of 30/3/2025)	Mr. Wael "Mohammad Yousef" Aref Rabieh
8	Executive Manager, Treasury and Investment	Mr. Anas Maher Radi Ayesh
9	Chief Information Officer*	Mr. Antonio Antonios Antoun Abdel Massih
10	Executive Manager, Financial Institutions Department	Mr. Sami Nimer Salem Al-Nabulsi
11	Head of Legal Department/BOD Secretary	Mr. Walid Khaled DaifAllah Al-Qheiwi
12	Corporate Communications Department Manager	Mr. Jamal Hussein Abtan Al -Raqqad
Managers of the Regulatory Departments**		
SN	**Position title**	**Name**
1	Compliance, AML & CFT Department Manager	Mr. Mahmoud Ibrahim Mahmoud Mahmoud
2	The General Auditor	Mr. Ajoud Sharafaldeen Ali ALRousan
3	Risk Department Manager	Ms. Nadia Fahed Fareed Kanan
Responsible of the Investors' Relations Unit		
SN	**Position title**	**Name**
-	Investor Relations Department Officer*	Mr. Haitham Amin Khaleel Hammouri

*Non-Senior Executive Management members
* *Regulatory Department Managers.

Department Managers in the Bank		
SN	**Position title**	**Name**
1	Retail Credit Department Manager	Ms. Ruba Jihad Atieh Shihab
2	Strategic Planning Department Manager (as of 3/11/2025)	Mr. Abdel Karim I. A. Hmoud
3	Corporate Banking Department Manager	Mr. Sajed Mahmoud Husni Abu Touq
4	AGM, Head of Retail	Mr. Ibrahim Abdullah Mohammad Al-Harthi
5	Direct Sales Department Manager	Mr. Salam Fawaz Suleiman Mezher
6	Credit Remedial and Debts Recovery Department Manager	Mr. Alaa Saber Ahmad Shobaki
7	Central Operations Department Manager	Mr. Lana Mohammad Shaban Abu Khadra
8	Collections Department Manager (as of 16/08/2025)	Mr. Alaa Mutasem Khalil Haobsh
9	Executive Manager Credit Review Department	Mr. Muhammad Ahmad Muhammad Obeidat
10	Human Resources Department Manager	Miss. Noura Waleed Muhammad Al-Jitan
11	Treasury Department Manager	Mr. Hani Abdul-Rahman Mahmoud Darwish
12	Operations Engineering Department Manager (as of 23/2/2025)	Mr. Ahmad Khaled Diab Jaber
13	Engineering Department Manager	Mr. Yaser Fouzi Yousef Al-Qsous
14	Credit Control and Documentation Department Manager	Mr. Faten Karim F. Asfour
15	SME's Banking Department Manager	Mr. Tariq Ali Husni Al Zubiedi
16	Liabilities and Cash Management Department Manager	Mr. Noor Abbas Mahmoud Irshaid

05

JCB's Board of Directors Report

B. Board of Directors Report

The Bank adheres to corporate governance provisions in accordance with the requirements of the Central Bank of Jordan and the Corporate Governance Guidelines for publicly listed joint-stock companies on disclosure in the annual report, in line with disclosure instructions, accounting standards, and the provisions of the 2017 Corporate Governance Instructions and corporate governance rules. All required data specified under these instructions have been included in the annual report, reflecting the Bank's commitment to full compliance with corporate governance principles and their implementation at the highest level of efficiency and transparency. The following presents the disclosure data and the approved governance report:

(1)/A: Main Activities of the Bank:

The Bank provides a comprehensive range of full-service banking solutions covering corporate, retail, treasury, and investment sectors, committed to applying the highest quality standards and offering competitive pricing that meets the diverse financial needs of its clients. The Bank also emphasizes the continuous development and expansion of its products and services portfolio, keeping pace with the latest innovations and best practices in the banking sector. In this framework, the Bank continues to strengthen its geographic presence across various regions of the Kingdom, contributing to the expansion of its client base and reinforcing its leading position in the market.

(1)/B: Company Locations and Number of Employees in Each:

1. Head Office Address: 8th Circle – King Abdullah II Street – Al-Rawnaq District – Building No. (384).
2. Number of Bank Employees: 726 as of 31/12/2025, distributed geographically as follows:

Branch	No. of Employees	Branch	No. of Employees	Branch	No. of Employees
Head Office	511	Tabarbour Express	3	New Zarqa Express	2
Main Branch	13	Abdali Express	2	Russeifa	5
Dahyet AL Yasmin	5	Abdoun Express	3	Um Uthina	13
Dahyet Al Nakheel Express	2	Shafa Badran Express	3	Madaba	6
Abu Al Sous Express	2	Al Hashmi	3	Aqaba	7
Marj Al Hamam branch	5	Sahab branch	3	Karak	7
Almadina Alryadiah	6	Village Hujrah Express	5	Irbid	14
Commercial Complex	8	Jubeiha Branch	6	Hai Sharki Express	3
Jabal Amman	5	Fuheis	5	Hai Janobi Express	3
Jabal Hussein	12	Wasfi Al Tal	5	Ramtha	6
Shmeisani	6	Al Salt	6	Ibn Sina University Express	1
Jordan Radio & TV Branch	12	Mua'di	4	JODDB Branch	3
Marka	6	Al Zarqa	5	Al Mafraq	10
Total			726		

- The Bank has no branches outside Jordan.
- The number of branch employees on the reserve staff is 12.
- The North Hashmi branch has been converted into an Express branch.
- A new branch was opened in Al-Hujra Village.

(1)/C: Bank's Capital Investment Size:The Bank's capital investment amounts to JOD 23,116,942, which includes fixed assets, systems, and software.v

(2): Jordan Commercial Bank Has No Subsidiaries.

(3)/A: Names of the Board of Directors and a Brief Profile of Each Member

Names of Current and Resigned Board Members During the Year, and Board Memberships Held by Each Member in Public Joint-Stock Companies, Confirming That the Bank Has No Executive Board Members:

1. Mr. Michael Faiq Ibrahim Sayegh

Chairman of the Board (Non-Independent)
Date of Membership: 16/02/2004

He was born on 01/01/1946, he holds a bachelor's degree in public administration and political science from the University of Jordan (1971). He serves as Chairman of Sayegh Group since its establishment, which encompasses a wide range of companies operating across various sectors, including lubricants, metal packaging, foam and mattresses, aerosol filling, real estate investments, banking services, media, and mining operations. The Group provides a diverse range of products and services to consumers and employs approximately 1,500 staff members.

- Recipient of the Order of the Holy Sepulchre from His Beatitude Metropolitan Venizelos – Greek Orthodox Patriarchate, in 2002.
- Recipient of the Al Hussein Medal for Distinguished Contribution (First Class), in 2007.

Professional Experience:

Mr. Michael Sayegh serves as Chairman, Board Member, and Honorary Chairman of several companies, associations, and clubs, including:

- Chairman of the Board of all Sayegh Group companies.
- Chairman of the Board of the Arab Company for Paints Industry / Palestine.
- Board Member of Jordan First Investment Company.
- Vice Chairman of the Arab Federation for Paints and Coatings Industry.
- Chairman of the Board of Directors of the Jordanian Association for Medical Relief for Palestinians.
- Board Member of Al Jazeera Sudanese Jordanian Bank / Sudan.
- Vice Chairman of the Board of Princely Enterprises.
- Member of the Board of Trustees of the Institute for Palestine Studies.
- Chairman of the Board of Directors of Yafa Society for Social Development.
- Board Member of Aqaba Education Company.
- Board Member of Aqaba University of Technology.
- Vice Chairman of the Board of Trustees of Aqaba University of Technology.
- Vice Chairman of the Board of Aqaba Medical University.
- Member of the Board of Directors of the University College of Technology.
- Member of the Board of Trustees of Al-Quds University – Abu Dis / Palestine.
- Honorary President of the Orthodox Club – Fuheis.
- President of the Administrative Board of the Orthodox Club.
- Member of the General Assembly of Taawon (Welfare Association).
- Chairman of the Board of the Global Arab Investors Forum.

Mr. Michael Sayegh also serves as Chairman and member of the Bank's Board Committees , as follows:

- Chairman of the Credit Facilities Committee.
- Member of the Corporate Governance Committee.
- Member of the Nomination and Remuneration Committee.

2. HE Mr. Ayman H. B. Majali

Vice Chairman of the Board (Non-Independent)
Date of Membership: 16/02/2004

He was born on 20/02/1949, he holds a bachelor's degree in history (1972). He served as Acting Director of Protocol at the Ministry of Foreign Affairs, then as Assistant to the Chief of Protocol at the Royal Court of Jordan. In 1989, he was appointed Director of Her Majesty Queen Noor Al Hussein's Office, and in 1993, he became Head of Royal Protocol. In 1999, he was appointed Deputy Prime Minister and Minister of State for Prime Ministry Affairs. He also held the positions of Minister of Youth and Sports, President of the Jordan Olympic Committee, and Minister of Information.
In 2008 to 2023, he served as Vice Chairman of Solidarity – First Insurance Company. In 2002, he became a Board Member of Bank of Jordan and Gulf, and in 2004 he was re-elected to serve as Vice Chairman of the Board of Jordan Commercial Bank. He was elected Vice Chairman of the Jordanian Parliament and chaired the Finance Committee of the House of Representatives from 2010 to 2012. In 2020, he was re-elected as a Member of Parliament for a second term until 2024. Between 2018 and 2020, he served as Chairman of the Board of Al-Rai Newspaper.

Professional Experience:

He serves as Chairman and Vice Chairman of several companies, including:

- Chairman of Jordan First Investment Company.
- Chairman of Al Jazeera Sudanese Jordanian Bank.
- Chairman of Al-Quds Concrete Industries Company.
- Chairman of the International Communication Services Company.
- Chairman of Princely Enterprises.

HE Ayman Majali also serves as Chairman and member of the Bank's Board Committees, as follows:

- Chairman of the Corporate Governance Committee.
- Member of the Credit Facilities Committee.
- Member of the Nomination and Remuneration Committee.
- Member of the Compliance Committee.

3. Mr. Fa'eq M. F. Sayegh

Board Member (Non-Independent)
Date of Membership: 29/04/2024
He was born on 19/08/1976, he holds a Bachelor's degree in Industrial and Systems Engineering (1999) from Ohio State University, USA.

Professional Experience:

- Sayegh Group, Jordan – Board Member and Executive Director (2013–Present)
- National Paints Holding, UAE – Board Member (2013–2018)
- Jordan Commercial Bank, Jordan – Board Member (2005–2011)
- Al-Muta'aliqa for Computers and Electronics, Jordan – Founding Partner (2005–2013)
- National Paints Factories, Egypt – General Manager (2006–2016)
- Saegh Brothers for Engineering Industries, Jordan – General Manager (2001–2017)
- Ab'ad Jordan & UAE for Commercial Investment – Board Member (2020–2024)
- Jordan Tourism Development Projects Company (Talabieh) – Board Member (2018–2022)
- Jordan First Investment Company – Board Member (2020–Present)
- Aqaba Medical Sciences Company – Board of Directors Member (2021–Present)
- Aqaba University of Medical Sciences – Board of Trustees Member (2022–Present)
- East Amman Industrial Investors Association – Board Member (2020–Present)

Mr. Faeq Sayegh also serves as Chairman and member of the Bank's Board Committees , as follows:

- Chairman of the Information Technology and Cybersecurity Governance Committee.
- Member of the Credit Facilities Committee.
- Member of the Compliance Committee.

4. Mr. Abdelnour Nayef Abdelnour Abdelnour

Board Member (Non-Independent)
Date of Membership: 09/07/2020 in his personal capacity
He was born Mr. Abdelnour Abdelnour was previously appointed as a representative of the National Paints Factories Co. Ltd. on 25/10/2015 until 09/07/2020.
He was born on 14/09/1972. He holds a Master's degree (MBA) in International Business Administration from the University of Leeds, UK (1997), and a Bachelor's degree in Business Administration and Accounting from the University of Jordan (1994). He is a Certified Board Member accredited by the International Finance Corporation (IFC) and holds a certification from the Jordan Institute of Directors (JIoD), in addition to being a certified board member by the International Finance Corporation and the International Monetary Fund (IMF).

Professional Experience:

- Acting General Manager at Prensley Enterprise from 2010 to present.
- Partner at Tadreebat Company for Skills Development.
- Partner at Al-Wudouh Telecommunications Technologies Company.
- Chairman of the Board of Al-Hayat Diagnostic Radiology Company.
- Board Member of Biolab Medical Laboratories.
- Board Member of Al-Muttahida Insurance Company since March 2022.
- Board Member of Jordan First Investment Company.
- Board Member of Al-Alawneh Exchange Company.

He has completed several courses, most notably:

- FinTech (Financial Technology) from Harvard Business School.
- Strategic Planning for Banks – Euromoney, London.
- Certified Board Member Certificate from the World Bank.
- Financial and Managerial Analysis, and Budgeting.
- Negotiation Skills, Time Management, and Crisis Management.
- Several courses at the Banking Studies Institute related to banks and commercial institutions.
- Anti-Money Laundering and Counter-Terrorism Financing course.

Mr. Abdelnour Abdelnour also serves as the chairman and member of the Bank's Board Committees , as follows:

- Chairman of the Strategic Planning Committee.
- Member of the Risk Committee.
- Member of the IT Governance and Cybersecurity Committee.

5. Social Security Corporation (First Seat)

Board Member (Non-Independent)
Membership Date: 10/05/2004
(Represented by: Mr. Yahia Mohammad Oshub Obeidat)
Mr. Yahia Obeidat was born on 09/04/1981. He holds a Master's degree in Financial Management from the University of Finance and Banking – Jordan, obtained in 2010, and a Bachelor's degree in Financial and Banking Sciences from Yarmouk University, obtained in 2003. He is a Certified Board Member (Qualified Board of Director) accredited by the International Finance Corporation (IFC) in collaboration with the Jordanian Institute of Directors (JIoD), and holds the Financial Modeling & Valuation Analyst (FMVA) certification from the Corporate Finance Institute (CFI).

Professional Experience:

- Joined the Social Security Investment Fund in 2005 and currently holds the position of Head of the Tourism Portfolio Department within the Project Finance Directorate since 2018 to date.
- Senior Financial Analyst in the Private Equity Portfolio Department – Project Finance Directorate (2010–2018).
- Financial Analyst in the Financial Studies and Analysis Department – Project Finance Directorate (2008–2010).
- Trader at the Treasury Directorate (2005–2008).

Board Memberships:

- Served as Vice Chairman of the Board at the National Investment Company for Infrastructure Projects (from 16/08/2021 to 01/10/2023).
- Served as a Board Member at Al-Dhaman Investment and Agricultural Industries Company (from 16/09/2020 to 15/08/2021).
- Served as a Board Member at Saraya Aqaba Real Estate Development Company (from 23/04/2017 to 15/09/2020).
- Served as Chairman of the Board at Al-Dhaman Hotel Transportation Services Company (from 10/10/2016 to 22/04/2017).

Mr. Yahia Mohammad Oshub Obeidat is also a member of the Bank's Board Committees , as follows:

- Chairman of the Compliance Committee
- Member of the Audit Committee

6. Social Security Corporation (Second Seat)

Board Member (Non-Independent)
Membership Date: 25/10/2015
Represented by: Mr. Rami Adam Titi
He was born on 31/1/1979, he obtained a bachelor's degree in accounting from Irbid University in 2000. He became a member of the Arab Society of Certified Accountants in 2003, in addition to holding several professional certifications.

Professional Experience:

- Extensive experience in financial markets investment, having served as Financial Manager of the Investment Sector at Rashed Abdul Rahman Al-Rashed & Sons Company – Saudi Arabia and UAE from 2010 until April 2017.
- Served as Accounts Manager and Deputy Financial Manager in the Investment Department at Rashed Abdul Rahman Al-Rashed & Sons Company – Saudi Arabia from 2005 to 2010.
- From May 2017 to November 2018, served as a Financial Analyst in the Portfolio Management Department – Equities Division at the Social Security Investment Fund.
- Since December 2018, serving as Financial Analyst in the Contributions Support Directorate at the Social Security Investment Fund.
- Served as a Board Member of Unified Launch Center LLC from August 2022 to August 2023.

Mr. Rami Taiti is also a member of the Bank's Board Committees , as follows:

- Member of the Facilities Committee
- Member of the Risk Committee

7. First Jordan Investment Company
Board Member (Non-Independent)
Membership Date: 20/04/2011
Represented by: Ms. Hania M. (H.I.) Al-Nabulsi, effective from 27/02/2025
She was born on 12/07/1973, she holds a Master's degree in Business Administration (MBA) from Northeastern University – USA, and a Bachelor's degree in Industrial Engineering from The University of Jordan. She completed the Advanced Management Program at IE Business School – Spain, and holds the Chartered Financial Analyst (CFA) designation, being a member of the CFA Institute.

Professional Experience:
- Served as Chief Investment Officer at Dar Al-Handasah from May 2009 to December 2021.
- Held management and executive positions in Retail Banking at Arab Banking Corporation (ABC Bank) from May 2002 to June 2007.
- Held management and executive positions in Corporate Banking at Arab Banking Corporation (ABC Bank) from June 2007 to April 2009.
- Previously held positions in engineering analysis and studies at information systems and pharmaceutical companies in Jordan and the United States of America.

Ms. Hania M. (H.I.) Al-Nabulsi is also a member of the Bank's Board Committees , as follows:
- Member of the Compliance Committee, effective from 30/04/2025.
- Member of the Strategic Planning Committee, effective from 30/04/2025.

8. Ms. Lina Najib Albakhit Aldababneh
Board Member (Independent)
Membership Date: 18/04/2022
She was born 28/04/1963, she holds a Bachelor's degree in Political Science and Public Administration from the American University of Beirut, Lebanon, awarded in 1984.

Professional Experience:
- 36 years of banking experience in all areas of business sectors in Jordanian banks, from 1985 to 2021.
- Served as Business Sector Manager / Deputy CEO at The National Bank of Jordan from 2018 to 31/07/2021.
- Served as Treasury, Investment, and Financial Institutions Manager / Deputy CEO at The National Bank of Jordan from 1998 to 2018.
- Served as Treasury and Investment Manager at The Investment Bank from 1990 to 1998.
- Worked in Treasury and Investment Department at Petra Bank from 1985 to 1989.
- Served as Vice Chairman of the Board at The National Microfinance Company from 2015 to 2022.
- Served as Chairman of the Board at The National Brokerage Company from 2010 to 2015.
- Served as Board Member at The National Microfinance Company from 2001 to 2010.
- Served as Board Member at Modern Mills and Pasta Factories LLC from 2004 to April 2024.

Ms. Lina Najib Albakhit Aldababneh also serves as Chairperson and Member of the Bank's Board Committees, as follows:
- Chairperson of the Audit Committee.
- Member of the Risk Committee.
- Member of the Corporate Governance Committee.
- Member of the Nominations and Remuneration Committee.

9. Mr. "MOHD JAMAL" Bisher Mustafa Anoubani
Board Member (Independent)
Membership Date: 29/04/2024
He was born on 09/05/1958, he holds a Bachelor's degree in Accounting from Damascus University, awarded in 1980. He is an associate member of the Jordanian Association of Certified Accountants, an associate member of the Arab Federation of Accountants and Auditors, and an associate member of the Institute of Management Consultants (IMC). He is a certified trainer from the International Finance Corporation (IFC) – Business Edge, a certified trainer from the International Labour Organization (ILO) – EYB Training, holds the title of Management Development Consultant from the International Trade Centre, and has obtained a Quality Control Certificate (Peer Review) from AICPA, Beirut, Lebanon.

Professional Experience:

- Certified Financial and Tax Expert for the competent judicial courts (economic) and appellate courts in financial and tax cases.
- Financial Advisor in corporate restructuring, contract review, and providing financial consultancy related to disputes between partners or between the company and third parties (banks, suppliers, clients, etc.).
- Execution of external and internal audit projects, managing and supervising multiple outsourcing service projects, feasibility studies, and strategic planning, in addition to project management, corporate restructuring, financial evaluation, and assistance in valuation projects locally, regionally, and internationally. Preparation of internal and external financial control systems, financial documentation, business valuation, tax planning and advisory services, and certified training in finance and auditing.
- Managing Partner at one of the leading global financial advisory firms, with over 45 years of cumulative experience in both the public and private sectors, enhanced by strong presentation and public relations skills developed through consulting services.
- Developed and expanded Anoubani & Partners over the past years into a reputable provider of financial and management consultancy services, not only in Jordan but across the Middle East, achieving accreditation with all active support programs in the Hashemite Kingdom of Jordan.
- Responsible Partner – Anoubani & Partners, and General Manager – Anoubani & Ma'rouf for Audit LLC (Medatech), affiliated with Praxity Global Alliance from 2012 to present.
- Responsible Partner – BDO Jordan, members of BDO International, from 1994 to 2011.
- Audit Manager – Coopers & Lybrand, which later merged to become PricewaterhouseCoopers, from 1980 to 1993.

Mr. "MOHD" Anoubani also serves as Chairperson and Member of the Bank's Board Committees, as follows:

- Chairperson of the Risk Committee.
- Member of the Audit Committee.
- Member of the Strategic Planning Committee.

10.10- HE Mr. Osama O. A. Hamad
Board Member (Independent)
Membership Date: 11/06/2019
Born on 21/09/1974, he holds a Master's degree in Banking and Finance Law from King's College, University of London, UK (2000), a Diploma in International Practice in International Alliances from the College of Law, England and Wales, UK (2001), and a Bachelor's degree in Law from Amman Arab University, Jordan (1996). He has also completed numerous training courses at various international universities and centers. He is currently a lawyer and legal advisor, serving as the Managing Partner at Hamad & Partners – Lawyers and Legal Consultants.

Professional Experience:

- Extensive experience in banking operations, project financing, energy and infrastructure projects, public-private partnership (PPP) projects, corporate mergers, and investment fund management in Jordan, as well as in various countries across the region and internationally.

Mr. Osama Hamad also serves as Chairperson and Member of the Bank's Board Committees, as follows:

- Chairperson of the Nominations and Remuneration Committee.
- Member of the Compliance Committee.
- Member of the Risk Committee.
- Member of the Corporate Governance Committee.

11.11-HE Mr. Omar Kheir Eddin Omar Maani
Board Member (Independent)
Membership Date: 29/04/2024 (Non-Objection Letter from the Central Bank of Jordan dated 08/10/2024)
He was born on 05/04/1956, he holds a Master's degree in Project Management from University of Southern California (1979) and a Bachelor's degree in Civil Engineering from University of Birmingham, UK (1977).

Professional Experience:

- Founder of Maani Investment Group, 1986.
- Board Member of the Social Security Investment Fund, 2002.
- Board Member of the Amman Chamber of Industry, 1998.
- Mayor of Amman, 2006.
- Member of the Senate (House of Notables), 2016.
- Vice Chairman of the Board of Trustees – Crown Prince Foundation, 2016.
- Vice Chairman of the Board of Trustees – Al-Hussein Technical University, 2016.

HE Mr. Omar Maani also serves as Chairperson and Member of the Bank's Board Committees, as follows:

- Member of the Facilities Committe .
- Member of the Corporate Governance Committee.
- Member of the Nominations and Remuneration Committee.
- Member of the IT Governance and Cybersecurity Committee.

(3)/B: Names and Positions of Senior Management and a Brief Profile of Each

Mr. Caesar Hani Aziz Qulajen
Chief Executive Officer (CEO)
- Date of Appointment: 01/04/2015.
- Date of Birth: 22/08/1964.

Academic Qualifications and Year of Graduation:
Holds a Master's degree in Business Administration (MBA) with a specialization in Finance from University of Dallas, Texas, USA (1999).

Professional Experience:
- Deputy General Manager – Housing and Commerce Bank for Finance, 2012 – 2015.
- Assistant General Manager – Housing and Commerce Bank for Finance, 2008 – 2012.
- Chief Executive Officer – Abram Industrial and Commercial Investment Company, Saudi Arabia, 2006 – 2008
- Assistant General Manager – Saudi American Bank (Samba), 2004 – 2006.
- Senior Manager – Arthur Andersen, Saudi Arabia, 1999 – 2004.
- Social Security Corporation, Jordan, 1989 – 1997.

Mr. Alaa "Mohammad Salim" Abdulghani Qahef
Deputy CEO - Chief Operation Officer COO
- Date of Appointment: 01/07/2004.
- Date of Birth: 17/03/1973.

Academic Qualifications and Year of Graduation:
Holds a master's degree in business administration (MBA) from the German Jordanian University, 2012.

Professional Experience:
- Manager of Customer Services and Products – DHL Global, 1995 – 2004

MR. Rakan M. A. Al Tarawneh
Deputy CEO- Chief Business Officer CBO
- Appointment Date 08/09/2024.
- Date of Birth: 11/12/1975.

Academic Qualifications and Year of Graduation:
- Bachelor's degree in economics - Yarmouk University in 1998.
- He holds a master's degree in Accounting and Finance from the Arab Academy for Banking and Financial Sciences in 2000.
- He obtained the Chartered Financial Analyst (CFA) certification in 2012.

Practical experience:
- General Manager/London Levantine Express Limited– (2022- 2024).
- Chief Executive Officer – Bank of Jordan International (London) – (2017-2021).
- Board Member – Arab Bankers Association (London) – (2020–2021).
- Deputy Chief Executive Officer – Bank of Jordan International (London) – (2011–2017).
- Director of the Investment Services Center – Housing Bank for Trade and Finance – (2006–2011).
- Assistant Head of the Treasury and Financial Markets Department – Jordan Ahli Bank – (2005–2006).
- Financial Broker – National Portfolio Securities Company – (2004–2005).
- HSBC Bank – Treasury Department – (2000–2004).

Mr. Mohammad Ali Mohammad Al-Quran
AGM, Head of Credit
- Appointment Date 19/06/2007.
- Date of Birth: 20/10/1971.

Academic Qualifications and Year of Graduation:
Bachelor's degree in economics - Yarmouk University in 1995.

Practical experience:
- Industrial Development Bank – (2003–2004).
- Dar Al-Khibrah Consulting Company – (2002–2003).
- Jordan Loan Guarantee Corporation – (2000–2002).
- Egyptian Arab Land Bank – (1997–2000).
- Al-Arabah International Company – (1996–1997).

Mr. Salim Nayef Salim Sawalha - Resigned as of 16/2/2025
AGM, Head of Retail and Branches
- Appointment Date 01/03/2016.
- Date of Birth: 20/09/1975.

Academic Certificates and Year of Graduation:
- Bachelor's degree in Economics from Yarmouk University in (1997).
- Double major MBA in Entrepreneurship and Marketing from California State University, East Bay in the United States of America (2001).
- Certified Management Accountant (2014).

Practical experience:
- Regional Manager - Visa International - Jordan, Iraq and Palestine – (2014-2016).
- Head of domestic Branches - Bank Al Etihad – (2008-2014).
- Branch Manager - Wachovia Bank – (2007-2008).
- Branch Manager - Washington Mutual– (2004-2007).

Mr. Abdallah Mahfouz Theodore Kishek
Chief Financial Officer, AGM Finance
- Appointment Date 14/06/2015.
- Date of Birth: 05/08/1967.

Academic Certificates and Year of Graduation:
- Bachelor's degree in accounting from Walsh University - United States of America (1990).
- Certified Public Accountant (CPA) from Michigan, USA, in 1991.
- Certified Public Accountant and a member of the Jordanian Association of Certified Public Accountants (License No. 679) since 1997.

Practical experience:
- Assistant General Manager/Finance at Bank Al-Etihad, Jordan – (2009-2015).
- Assistant General Manager/Finance at Bank Aljazira, Kingdom of Saudi Arabia – (2003-2009).
- Senior Manager Financial Advisory Services at Arthur Andersen, Saudi Arabia – (1993-2003).
- Accountant at Shredder Porter Engineering Company, America – (1992).

Mr. Wael "Mohammad Yousef" Aref Rabieh - Resigned as of 30/3/2025
AGM, Corporate & SMEs Banking
- Appointment Date 24/08/2014.
- Date of Birth: 07/11/1977.

Academic Certificates and Year of Graduation:
- Bachelor's degree in accounting from Al-Zaytoonah University in (1999).
- Master's degree in Banking and Financial Sciences from the Arab Academy for Financial Sciences (2004).

Practical experience:
- Arab Banking Corporation – (2006-2014).
- Jordan Ahli Bank – (2004-2006).
- Bank of Jordan – (2000-2004).

Mr. Anas Maher Radi Ayesh
Executive Manager, Treasury and Investment
- Appointment Date 12/11/2017.
- Date of Birth: 12/10/1979.

Academic Certificates and Year of Graduation:
Bachelor's degree in Economics, Financial and Banking sciences from Yarmouk University in (2001).

Practical experience:
- Senior Manager, Head of Investment - Safwa Islamic Bank – (2011-2017).
- Director of Treasury Department - Arab Jordan Investment Bank (Qatar) – (2007-2011).
- Director of Treasury Department - Arab Jordan Investment Bank (Jordan) – (2006-2007).
- Treasury Officer - Societe Generale Bank (Jordan) – (2005-2006).
- Senior Trader - Jordan Capital Bank (formerly the Export and Finance Bank) – (2001-2005).

Mr. Antonio Antonios Antoun Abdel Massih
Chief Information Officer
- Appointment Date 02/01/2022.
- Date of Birth: 20/10/1974.

Academic Certificates and Year of Graduation:
Bachelor's degree in computer science from Princess Sumaya University for Technology (1995).

Practical experience:
- Director of the Information Technology Department - Societe Generale Bank of Jordan - (2021).
- Director of the Information Technology Department - Bank Audi (Jordan branches) - (2004 - 2021).
- Alia Company/Royal Jordanian Airlines - (2002 - 2004).
- Royal Jordanian - (1998 - 2002).
- British Bank of the Middle East HSBC - (1995 - 1998).

Mr. Sami Nimer Salem Al-Nabulsi
Executive Manager, Financial Institutions Department
- Appointment Date 20/10/2013.
- Date of Birth: 20/12/1976.

Academic Certificates and Year of Graduation:
- Master's degree in Banking and Finance from Sheffield Hallam University in (2001).
- Bachelor's degree in Economics from the University of Jordan in (1998).

Practical experience:
- Director of Financial Institutions and Correspondent Banking Department - The Investment Bank – (2010-2013).
- Senior Relationship Manager - Arab Bank – (2003-2010).
- Senior Officer - Jordan National Bank – (2001 – 2003).

Mr. Walid Khaled DaifAllah Al-Qheiwi
Head of Legal Department/BOD Secretary
- Appointment Date 14/06/2016.
- Date of Birth: 24/04/1974.

Academic Certificates and Year of Graduation:
- Master's degree in International Business Law, Western Sydney University (2005).
- Diploma in Legal Language - Westmead Institute - Sydney - Australia in (2003).
- Bachelor's degree in Law from the University of Jordan in (1996).

Practical experience:
- Senior Legal Adviser - Arab National Bank - Kingdom of Saudi Arabia (2013-2016).
- Part-time legal advisor - The Specialized Leasing Company – (2008-2013).
- Lead Attorney - The Housing Bank for Trade and Finance – (2005-2013).
- The company's lawyer and legal advisor - Amman Resources Group – (1999-2003).

Mr. Mahmoud Ibrahim Mahmoud Mahmoud
Compliance, AML & CFT Department Manager
- Appointment Date: 26/05/2013.
- Date of Birth: 10/08/1980.

Academic Certificates and Year of Graduation:
- Bachelor's degree in Management and Accounting (B.com) from Mysore University - India in (2002).
- Master's degree in Accounting and Information Systems (MSC.AIS) from Kingston University - London in (2007).

Practical experience:
- Compliance Officer - Bank of Jordan – (2009-2013).
- Audit Supervisor - Brothers Auditing Company - Members of INPECT – (2007-2009).
- Team Leader - Ibrahim Hamdan Office for Auditing and Consulting – (2002-2005).

Mr. Ajoud Sharafaldeen Ali ALRousan
The General Auditor
- Appointment Date: 02/04/2017.
- Date of Birth: 18/08/1969.

Academic Certificates and Year of Graduation:
- Bachelor's degree in Accounting from the University of Aleppo/Syria in (1992).
- Master's degree in Financial Accounting from the Arab Academy for Banking and Financial Sciences in (1997).
- CPA Certified Auditor Certified by the Illinois State Board of Accountants – USA in (1999).
- Certified (CISA) Information Systems Auditor certified by the Information Systems Audit and Control Association - USA in (2001).

Practical experience:
- Head of Internal Auditing - Standard Chartered Bank - Jordan – (2016-2017).
- Head of Internal Audit - Jordan Dubai Islamic Bank – (2009-2016).
- Director of Performance and Risk Review - Abu Dhabi Accountability Authority – (1997-2009).
- Budget Analyst - General Budget Department - Ministry of Finance – (1993-1997).

Ms. Nadia Fahed Fareed Kanan
Risk Department Manager
- Appointment Date: 25/09/2005.
- Date of Birth: 26/07/1977.

Academic Certificates and Year of Graduation:
Bachelor's degree in Accounting from Jerash National University / year (2000).

Practical experience:
Jordan Telecommunications Company (2002–2005).

Mr. Jamal Hussein Abtan Al -Raqqad
Corporate Communications Department Manager
- Appointment Date: 07/11/2004.
- Date of Birth: 30/09/1969.

Academic Certificates and Year of Graduation:
Bachelor's degree in Economics from Yarmouk University in (1993).

Practical experience:
- Member of the Royal Committee to Modernize the Political System (2021–2022).
- Royal Hashemite Court (1995–2001).
- Ministry of Youth (2001–2002).
- Jordan Olympic Committee (2003–2004).

(3)/C: The Names of Board Members and Senior Executive Management who Resigned During the Year:

Board Members

No members resigned during 2025.

Senior Executive Management

- AGM, Head of Retail: Salim Nayef Salim Sawalha.
- AGM, Corporate & SMEs Banking Wael "Mohammad Yousef" Aref Rabieh.

(4) The names of major shareholders, the number of shares owned by each holding %1 or more, compared to the previous year, and the ultimate beneficiary of these shares.

SN	Shareholder's Name	Nationality	Beneficiary	No. of Shares owned		Number of pledged shares	Percentage of pledged shares to total shareholding	Pledging Agency	No. of Shares owned		Number of pledged shares	Percentage of pledged shares to total shareholding	Pledging Agency
				as of 31/12/2025	Percentage				as of 31/12/2024	Percentage			
1	Al Saleh Investment Company Ltd.	Saudi	Reem Bint Nasser Mohammad Al-Saleh (25%) Norah Bint Nasser Mohammad Al-Saleh (25%) Maha Bint Nasser Mohammad Al-Saleh (25%) Sarah Bint Nasser Mohammad Al-Saleh (25%)	31,800,000	26.5%	-	-	-	31,800,000	26.5%	-	-	-
2	The Social Security Corporation	Jordanian	Himself	23,808,021	19.84%	-	-	-	23,808,021	19.84%	-	-	-
3	First Jordan Investment Company	Jordanian	Mr. Michael Faiq Ibrahim Sayegh (31.692%) Nazi Tawfiq Nakhleh Copti (10.292%) JCB (9.968%) Faris Michael Fayeq Al Sayegh (9.333%) Faiq Michael Fayeq Sayegh (7.024%) The Social Security Corporation (1.900%) Faten Michael Fayeq Sayegh (1.527%)	14,268,186	11.89%	-	-	-	14,273,286	11.89%	1,199,998	8.41%	Arab Jordan Investment Bank (AJIB)
4	Michael Faiq Ibrahim Sayegh	Jordanian	Himself	13,904,191	11.59%	-	-	-	13,786,839	11.49%	12,600,000	91.39%	Capital Bank of Jordan
5	Nazi Tawfiq Nakhleh Copti	Jordanian	Herself	7,800,000	6.5%	-	-	-	7,800,000	6.5%	7,400,000	94.87%	Capital Bank of Jordan
6	Faris Michael Fayeq Al Sayegh	Jordanian	Himself	7,800,000	6.5%	-	-	-	7,800,000	6.5%	5,200,000	66.67%	Capital Bank of Jordan
7	Faten Michael Fayeq Sayegh	Jordanian	Herself	7,790,000	6.49%	-	-	-	7,790,000	6.49%	-	-	-
8	Faiq Michael Fayeq Sayegh	Jordanian	Himself	7,644,394	6.37%	-	-	-	7,644,394	6.37%	7,250,000	94.84%	Capital Bank of Jordan

(5): The Bank's Competitive Position within Its Business Sector

Description	2025	2024
Market Share/Facilities	2.69%	2.46%
Market Share/Deposits	2.24%	2.13%
Market Share/Assets	2.15%	2.13%

The table represents the credit rating assigned to the Bank by Capital Intelligence Rating Agency.

The credit rating	**bb-**	Foreign currency risk rating (short term)	**B**
Outlook for Credit rating	**Stable**	Foreign currency risk rating (long term)	**BB-**
Financial strength rating	**bb-**	Outlook for foreign currency risks	**Stable**
Support Rating	**Medium**	Business environment risks	**bb-**

(6): There is no dependence on any particular suppliers or key clients, either domestically or abroad, representing %10 or more of total purchases, sales, or revenues.

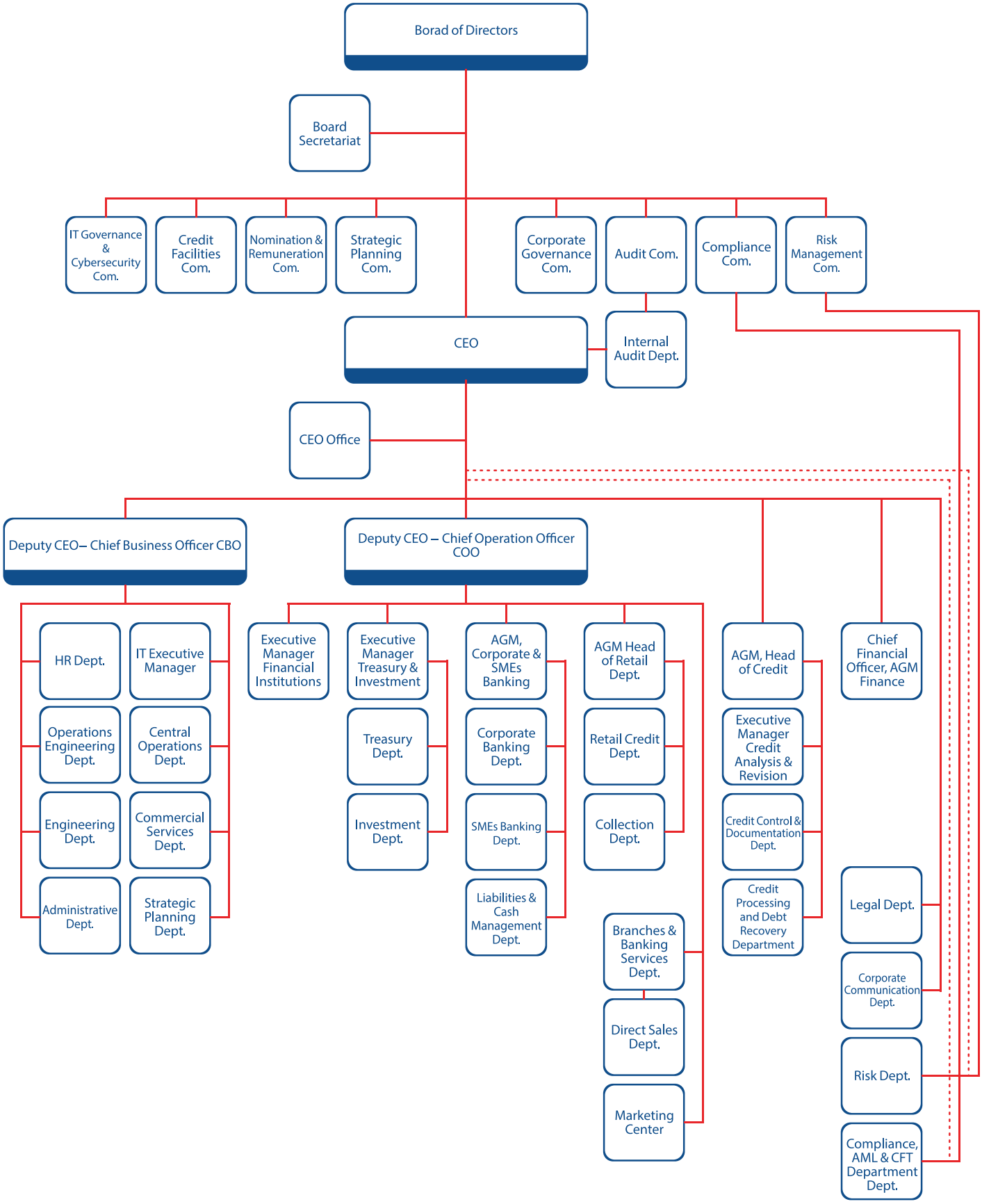
(7): Government Protection or Privileges Enjoyed by the Bank or Any of Its Products for the Year 2025, Pursuant to Laws, Regulations, or Otherwise:

- Jordan Commercial Bank or any of its banking products does not enjoy any government protection or privileges under laws, regulations, or otherwise.
- Jordan Commercial Bank has not obtained any patents or licenses from any local or international organizations.

(8): Decisions Issued by the Government, International Organizations, or Others that Have a Material Impact on the Bank's Operations, Products, or Competitive Position:

- As part of enhancing the security and protection levels of the Bank's systems, during 2025, a set of processes, controls, and security solutions continued to be implemented to comply with cybersecurity requirements, which strengthened the overall security framework and reduced cyber risks in light of evolving cyber-attack methods.
- Continued implementation of the COBIT project to comply with the Central Bank of Jordan's IT governance requirements, ensuring optimal use of IT resources and effective risk management.
- Renewal of compliance certification for PCI-DSS V.04 (Payment Card Industry Data Security Standards), enhancing protection levels for card systems.
- Compliance with the ISO 27001 Information Security Management System requirements at the Bank.
- Compliance with SWIFT Customer Security Programmer (CSP) requirements.
- Compliance with the Central Bank of Jordan's Customer Data Protection Guidelines (GDBR).
- Implementation of the ISO 22301 international standard for Business Continuity Management.

(9)/A: The Bank's organizational structure, number of employees, their qualification categories, and training and devel



(9)/B: Number of Bank Employees and Their Qualification Categories

Academic qualification	Figures as of 31/12/2025				Total	Percentage %
	Number		Number			
	Males	Percentage %	Females	Percentage %		
PhD	0	0.0%	0	0.0%	0	0.0%
Masters	45	62.5%	27	37.5%	72	9.9%
Higher Diploma	2	100.0%	0	0.0%	2	0.3%
Bachelor	297	58.0%	215	42.0%	512	70.5%
2-Year Diploma	13	34.2%	25	65.8%	38	5.2%
1-Year Diploma	0	0.0%	8	100.0%	8	1.1%
High School (Tawjihi) (Pass)	21	75.0%	7	25.0%	28	3.9%
Below High School (Tawjihi)	66	100.0%	0	0.0%	66	9.1%
Total	444	61.2%	282	38.8%	726	100%

(9)/C: Employee Training and Development Programs:

Building on the Bank's vision of human capital as a key driver for business success and sustainability, and in line with its ongoing commitment to enhancing and developing employee skills to meet market developments and job requirements, the Bank has made significant efforts to maximize return on investment in this area.

Through the provision of diverse training and development opportunities both via the Bank's dedicated e-learning platforms and through other innovative training platforms the Bank was able to offer 7,380 training opportunities across various fields. These programs covered the latest developments in the banking sector, regulations, and instructions, in addition to strengthening managerial and behavioral skills that contribute to improved performance and functional efficiency.

The Bank continued to implement the comprehensive onboarding program for new employees, successfully completing the program for 15 employees during the year. Additionally, the Bank conducted a banking qualification program for recent graduates in collaboration with the Jordan Banks Association, training 30 participants. This program directly enhanced their employment opportunities, with several participants securing positions in the banking sector, including local banks, supporting the development of young talent and supplying the labor market with qualified banking skills. Furthermore, the Bank implemented career development programs for employees appointed to higher positions in the Head Office and branches, including specialized courses aimed at enhancing their skills and knowledge. In addition, employees participated in training programs offered by the Jordan Institute of Banking Studies, both in-person and online, with 47 courses attended by 268 employees. The following is a summary of the number of participants and courses, categorized by the organizing entity, for the year 2025 compared to 2024:

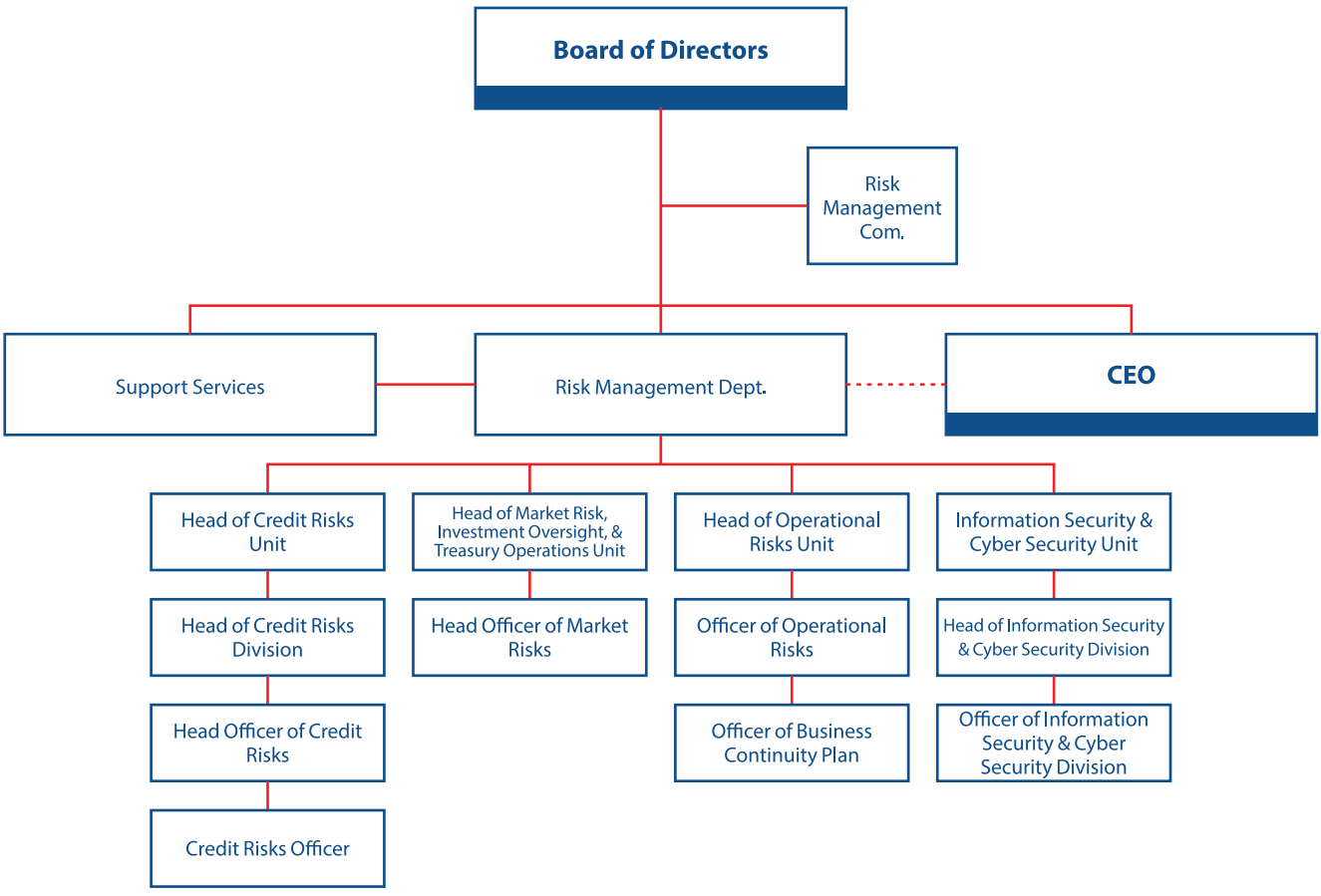
Internal and External Training Programs during the period 01/01–31/12/2025								
Location of Training Courses	No. of courses		No. of Participants		Males		Females	
	2025	2024	2025	2024	2025	2024	2025	2024
Institute of Banking Studies	47	45	268	289	164	149	104	140
Training institutions (courses, conferences, seminars) within Jordan	147	155	688	936	436	532	252	404
Internal training courses (Training Center)	105	58*	6420*	2140*	3636*	1192*	2784*	948*
Training courses (Outside Jordan)	4	2	6	2	3	2	3	0
A. Conferences and Seminars Outside Jordan/ Inside Jordan - Senior Management	19	7	27	14	20	9	7	5

*Internal Training Courses Repeated

(10): Risks Faced by the Bank:

- **Credit Risk:** Credit risk is one of the most significant risks to which the Bank is exposed. It arises from the possibility of a financial instrument not being repaid on time, leading to a financial loss or a potential loss that impacts the Bank's profitability. These risks arise from the inability of the borrowing client or the counterparty to fulfill the terms of the financial instrument within the specified deadlines, as outlined in the maturity date stated in the contractual agreement terms.
- **Market Risk:** These risks include potential losses arising from on-balance sheet or off-balance-sheet financial positions due to market price movements. These risks encompass those associated with interest rate instruments, equities, as well as foreign exchange rate risks and commodity price fluctuations.
- **Liquidity Risk:** These risks represent the inability to secure the necessary liquidity to meet the Bank's obligations as they become due, particularly concerning withdrawal requests on deposits. This may compel the Bank to borrow to meet its cash needs, negatively impacting its profits.
- **Operational Risk:** These risks arise from failures or deficiencies in internal processes, personnel, systems, or due to external events, including legal and regulatory risks associated with regulatory authorities.
- **Compliance Risk:** These risks pertain to legal or regulatory penalties, financial losses, or reputational damage that the Bank may face due to non-compliance with applicable laws and regulations or violations of local and international banking agreements, including the Bank's internal policies, codes of conduct, and sound banking standards.
- **Information Security Risk:** Potential threats that may expose the Bank to material or intangible losses, or operational damages, resulting from internal or external breaches targeting the confidentiality and integrity of information assets, whether stored digitally or in paper records.

Organizational Structure of the Risk Mgmt. Dept.



The Bank's Vision and Achievements for 2025:

The year of excellence and leadership in the journey of progress and innovation

(11): Achievements of the Bank During the Financial Year:

- **Bank's Vision and Achievements for 2025: The Year of Excellence and Leadership in the Journey of Progress and Innovation**
- **Business Sectors:**

- **Corporate Sector**

The Bank continues to focus on providing services and banking products for the corporate sector, through providing a comprehensive range of banking solutions tailored to clients' needs. These solutions include innovative and advanced services aligned with global trends and the Bank's marketing strategy, aimed at building a strong base of distinguished clients to create a high-quality and exceptional banking experience. The Bank is committed to delivering financial and banking services to clients across all regions of Jordan through its extensive branch network.

Customer financing needs are also met through a highly skilled banking team capable of addressing market challenges, understanding client requirements, and creating appropriate financing solutions. This ensures the continued quality of the credit portfolio while maintaining and growing the Bank's market share.

- **Financial Performance of the Corporate Sector for the Year 2025**

The Bank achieved remarkable growth of approximately 21% in the corporate credit portfolio, reflecting its steadfast commitment to strategic policies focused on maximizing returns on assets. This growth led to a significant increase in corporate deposits, current accounts, and savings accounts, recording a 15% increase compared to 2024. The Bank also successfully attracted a number of leading, prominent, and promising companies from various economic sectors with strong future growth potential in the Jordanian market. This contributed significantly to enhancing the quality of the corporate credit portfolio and diversifying profit sources in line with acceptable credit risk levels.

In achieving these results, the Bank provided financing facilities through low-cost funding sources while maintaining its prudent policy aimed at reducing reliance on high-cost funds. Additionally, the Bank aligned with global trends in sustainability and climate change by entering into strategic partnerships, including signing an agreement with the Arab Fund for Economic and Social Development (Emergency Program to Mitigate the Effects of the COVID-19 Pandemic) for JOD 5 million, and securing medium-term Central Bank advances amounting to JOD 40 million in 2025. The Bank also focused on lower-cost funding sources through current accounts, savings accounts, and expanding the customer base. Collaboration was also strengthened with Jordan Loan Guarantee Corporation through a diverse range of programs that effectively contributed to improving the quality of the credit portfolio. By diversifying sources of profitability, the Bank was able to generate additional income from fees arising from indirect facilities granted to clients, reflecting the Bank's comprehensive and integrated approach in delivering the best services to corporate sector clients.

- **Digital Banking Services Offered to Corporate Clients**

As part of keeping pace with digital transformation and enhancing digital banking services, and with a focus on improving and streamlining transaction processes for corporate clients via the Bank's electronic platforms, the Bank achieved a significant milestone by completing Phase Two of the Corporate Online Banking Services Upgrade. This phase included the addition of mobile banking services, new payment methods, and other services, along with improvements to the user experience.

Given that internal and external money transfers are among the most frequently used services by corporate clients, the Bank developed **APIs** for outgoing transfers to enable direct integration between the Bank's systems and clients through **H2H** technology. This integration covers external transfers, local transfers (**ACH** and **RTGS**), and allows corporate clients to use the **CliQ** service, one of the fastest and most widely used local transfer methods on the Bank's platforms and applications.

In another step to enhance client experience, a comprehensive corporate card management platform was developed, including an online portal for card management and a dedicated mobile application for cardholders, enabling clients to easily issue and manage their physical and virtual cards and associated programs.

Additionally, in support of social solidarity and the development of charitable tools, the Bank, in partnership with Qatar Charity, launched a prepaid card with a special design for social welfare programs, representing a transformative approach in providing support to families and beneficiaries of these programs.

As part of the Bank's digital transformation initiative for corporate clients via its electronic platform, financial transactions were successfully executed in 2025 for 1,089 corporate clients out of a total of 3,990 clients.

Percentage of corporate clients subscribed out of the total.

%27

Number of Financial Transactions Executed by Corporate Clients

153 Thousand

Total value of transaction excuted

203 Million

- **Retail Banking Sector**

  Our expansion vision focuses on the retail banking sector as the primary driver of growth, while also playing a key role in diversifying income sources and mitigating credit risks. This is achieved by attracting customer deposits and low-cost savings accounts, efficiently utilizing them in a comprehensive range of credit products, including personal and mortgage loans, vehicle financing, and credit cards, targeting a wide and diverse segment of society.

  This sector is distinguished by its high responsiveness to changing customer needs, offering innovative and advanced banking solutions that reflect a deep understanding of their expectations. The Bank continues its diligent efforts in digital transformation through continuous updates to services and electronic channels, keeping pace with the latest technological developments and best practices in the banking sector both locally and internationally. As part of the Bank's strategy for measured expansion and strengthening its presence across Jordan, the total number of Jordan Commercial Bank branches reached 38 branches nationwide, enhancing customer access, supporting sustainable growth, and reinforcing the Bank's leading position in the market.

- **Bank Branch Management**

  To strengthen the Bank's branch network and expand the scope of its services, 2025 saw the addition of the "Express Qaryat Al-Hajra" branch, operating in two shifts and on Fridays and Saturdays, providing greater flexibility in delivering banking services to clients. The Al-Hashimi North branch was also updated, relocated, and renamed "Express Al-Hashimi North", with adjusted working hours to enhance the customer experience and efficiently meet their banking needs, reflecting the Bank's ongoing commitment to improving service quality.

  The Bank continues to invest in human capital development by organizing comprehensive training programs targeting all branch staff across different job levels, aimed at enhancing skills and professional competence to support the Bank's goal of delivering high-quality banking services.

  In line with the rapid developments in electronic services, the Bank activated a digital ID system across its branch network, using identity verification through the "Sanad" app, which simplifies procedures and improves the customer experience.

- **Electronic Banking Services Offered to Retail Clients**

  In line with the Bank's strategy to enhance digital transformation, our clients witnessed remarkable progress in the digital journey, with the Bank launching the new version of the Tijari Mobile app in March. This launch represented a key strategic step that strengthened the Bank's digital presence and paved the way for developing smoother, easier, and more secure services for our clients. Since the launch, the Electronic Services Center has continued to improve the app and add a set of advanced features that meet diverse client needs and align with best banking practices.

  Several important features were added to the app, significantly enhancing the digital banking experience. Among these services, clients can now open sub-accounts in multiple currencies including the Jordanian Dinar, US Dollar, Euro, and British Pound, and easily execute local and international transfers through the app. Clients can also create standing instructions for their accounts or for other clients within the Bank and use the account aggregation service to combine personal and joint accounts for more organized money management. They can request checkbooks and track or cancel requests electronically without visiting the branch.

  To improve access to financial data, the app provides account details, fixed and variable deposits, and loans. The bill payment system was updated to allow clients to pay up to ten bills simultaneously through the e-Fawateercom service, including payment via credit card. Additionally, the app enables CliQ incoming transfer reversals, unlocking PINs for all types of cards, and viewing issued and received checks clearly and directly within the application.

  Significant developments also included replacing the one-time OTP verification with fingerprint authentication for transactions, which increased security and simplified app usage. The Bank also launched a service to send the IBAN directly to the Social Security Corporation and included the service name in OTP messages to enhance transparency and reduce errors. The CreditView service was added to allow clients to access their credit reports instantly, and QR code-based intra-bank transfers were enabled, in line with modern, fast, and easy payment solutions.

  Regarding electronic infrastructure, the Electronic Services Center continued to enhance the ATM network, increasing the number of ATMs from 84 to 88 to improve geographic coverage, reduce branch congestion, and provide banking alternatives available 24/7, which enhances customer satisfaction and operational reliability. This year represents a major milestone in the Bank's digital development journey, as the Electronic Services Center successfully delivered innovative solutions and tangible improvements that elevate the client experience and support the Bank's leadership in the digital banking sector.

  The year 2025 played a pivotal role in supporting clients' adoption of the new banking app through effective handling of inquiries and providing guidance to ensure a smooth user experience, which strengthened client trust and increased the adoption of digital channels. A Disaster Recovery Plan for the Call Center was also prepared and activated to ensure business continuity under emergency conditions, enhancing the readiness of telephone services and improving operational reliability. Efforts included reviewing and updating internal policies and procedures to ensure process consistency, improve service quality, and enhance operational efficiency.

  Throughout 2025, the Bank continued to strengthen and develop digital services for individuals, focusing on monitoring the performance of electronic channels and improving their efficiency. The launch of the new version of the Tijari Mobile app, along with ongoing updates, contributed to expanding the base of clients using digital channels, improving operational efficiency, and elevating customer experience, reflecting the Bank's commitment to digital innovation and providing advanced electronic banking solutions.

Number of Tijari Mobile subscribers in 2025 compared to the total number of the Bank's clients

Number of subscribers
29,000

The percentage of subscribers relative to the total number of the Bank's clients
47.7%

Growth of financial transactions executed through payment systems for Tijari Bank clients during 2025 compared to 2024

	CliQ	e-FAWATEERcom	Tejari Pay
Number of financial transactions executed	%55	%2	%52
Value of transactions executed	%41	%20	%13

- **Personal banking facilities**
  During 2025, the Bank continued to develop and enhance personal loan processes by automating procedures through the Loan Origination System (LOS), integrating it with various inquiry and verification systems, implementing consumer protection regulations, and managing collateral and banking insurance. Efforts also included improving loan policies and methodologies, issuing procedural manuals and user guides for the system, training staff, as well as automating archiving and enhancing operational efficiency. These initiatives contributed to accelerating workflow, increasing transaction accuracy, and improving customer experience in utilizing loan services.

- **Bank product development**
  The Bank continued its efforts in developing banking products and targeting the intended customer segment, launching tailored loan programs for small businesses within the retail sector, alongside expanding the personal loan program by designing special schemes for clients whose salaries are not transferred from non-affiliated companies, thereby meeting new financing needs and broadening the target customer base. The Bank also implemented a structured plan to grow its asset portfolio by opening new sales channels through partnership agreements with external parties, notably collaborating with Menaitech to attract employee loans automatically, set to launch at the beginning of the new year, and with Credit Systems & Technologies (CST) to attract car loans, enhancing funding diversity and portfolio growth.
  Regarding bank cards, particularly credit cards, the Bank introduced new services such as 0% interest installment programs with a wide list of partner merchants, launched a special discount program for cardholders at selected merchants, and completed preparations to launch World Elite credit cards, the highest tier offered by Mastercard, providing customers with exclusive benefits and an advanced banking experience. Seasonal campaigns, such as Mother's Day and Black Friday promotions, were also conducted to encourage credit card usage.
  In terms of marketing campaigns, the Bank launched innovative initiatives based on gamification to attract new customers, understand their needs for loans, cards, and savings accounts, and offer multiple cash and in-kind prizes. Additionally, campaigns for personal loans at preferential rates and targeted housing loans for expatriate salary clients were introduced, along with savings prizes for the "Tijari Tawfiri" account under the slogan "No Worries, Cash Closer to You," with numerous major, quarterly, and weekly cash prizes distributed, receiving positive feedback from customers. Continuing its commitment to meet the diverse needs of customer segments, the Bank maintained ongoing updates to policies and grant programs to enhance product flexibility and strengthen its market competitiveness.

- **Our Banking Services Promotion and Marketing Center**

2025: The Year of Marketing Innovation and Strengthening the Digital Footprint

In 2025, Jordan Commercial Bank witnessed a significant transformation in its marketing strategy and digital footprint, launching innovative campaigns that made a clear impact in the market and increased customer engagement. The culture of saving was strengthened through the interactive campaign "No Worries, Cash Closer to You," which provided an engaging experience that encouraged customers to save. Cashback campaigns were also introduced on special occasions such as "Mother's Day" and "Tijari Friday," rewarding customer loyalty and enhancing the attractiveness of credit cards. On the financing solutions front, the Bank offered special mortgage loans for expatriates at a 7.75% interest rate, alongside personal loans at preferential rates, supporting customers in achieving their financial goals. The Bank also continued to empower the business environment by supporting startups, small, and medium enterprises, highlighting the success stories of its partners, thereby reaffirming its role as a driver of economic growth.

Digital Leadership and Social Engagement

We have taken audience engagement to new heights, with our digital platforms experiencing a significant increase in followers and interaction rates, thanks to diverse marketing activities such as gamified financial campaigns like "Play and Win with Tijari Wheel," which created a fun and engaging digital experience for the audience.

This was reflected in increased audience engagement with the Bank, evident from the noticeable rise in content views and the growth in followers across social media platforms and websites, which strengthened the Bank's digital presence and helped expand its audience base, reaching a wider range of customers.



INSTAGRAM
45.7K



FACEBOOK
281K



LINKEDIN
37K



YOUTUBE
7.23K

Corporate Social Responsibility Initiatives for 2025: "Closer to You"

In line with the "Closer to You" slogan, the Bank continued in 2025 to strengthen its role as an active partner in local community development. Our sponsorships were not merely financial support, but an ethical and national commitment aimed at supporting individuals' aspirations across various fields.

During 2025, the Bank placed significant emphasis on the human dimension through diverse initiatives focused on supporting children and underprivileged groups. Efforts included providing assistance to children with cancer and those in need in cooperation with UNRWA, and supporting the Children's Museum. The spirit of giving was also embodied during Ramadan and Eid al-Fitr through sponsoring the "Magic Land" Ramadan tent, organizing Iftar meals and charitable events for orphans and children with special needs, and providing Eid clothing for children in need.

The Bank continued its on-ground presence by organizing recreational trips for children from Um Al-Hussein Orphanage, alongside Eid celebrations for its employees and their families. Its contributions extended to the Arab humanitarian cause, sponsoring recreational activities for children from the Gaza Strip receiving treatment in the Kingdom, underscoring the Bank's commitment to human and social responsibility.

Investment in Youth, Education, and Support for Innovation and Financial Literacy:

Believing that knowledge is the foundation of the future and that youth are its cornerstone, the Bank focused on supporting intellectual and scientific platforms by sponsoring conferences and academic events, including the **TEDx-Khalda** Conference, the Jordan Fintech Festival, and the International Conference on Digital Technology **ICDTDE2025** at Al al-Bayt University. The Bank also supported student activities through sponsorship of the **Student Chapter** at the German-Jordanian University and supported national activities of the International Academy Amman, in addition to sponsoring the Ramadan Financial Awareness Competition organized by the Association of Banks in cooperation with the Central Bank of Jordan.

Committed to educating all segments of society and raising awareness about the importance of saving, the Bank participated in a special segment on the program "Dunya Ya Dunya" on Roya TV on the occasion of World Savings Day, celebrated globally on October 31. The Bank's Head of Retail Banking shared insights on the importance of saving and provided practical tips for smart saving and achieving financial goals with confidence and sustainability.
Furthermore, the Bank renewed its strategic partnership with Injaz Foundation by continuing its membership in the Board of Trustees to support the foundation's projects aimed at preparing opportunities for Jordanian youth and building their capacities across all governorates, enabling them to become active members of society and contribute to national economic development through the foundation's direct work in schools, universities, colleges, social institutions, vocational training centers, and youth centers for people with disabilities.

The Bank also launched the second series of the "Badr in Ramadan" program on its social media pages (Facebook and Instagram), a financial awareness and education initiative that highlights the most important financial tips relevant to various segments, including both individuals and companies. In addition, the Bank sponsored the "Gala Dinner with the Stars," reflecting its focus on the growing role of digital content and influencers in reaching audiences, as part of its strategy to support initiatives that promote creativity and innovation within the community.

Sports, Adventure, Health, and Women Empowerment
The Bank strengthened its presence in the sports sector by sponsoring a series of youth football tournaments organized by Iris Academy, including the Atlético Madrid Tournament, Dubai Tournament, Cyprus Tournament, and the "Commercial Bank Cup," supporting emerging talents. It also supported the local Jordanian Archery Federation Championship and various sports activities and events of Al Ahli Club. Additionally, the Bank celebrated national sports enthusiasm by sponsoring the Arab Cup tent at Dunes Club.
In an inspiring move to empower Jordanian women, the Bank proudly sponsored Jordanian climbers Samar Al-Taba' and Bisan Al-Sharif on their journey to the summit of Mount Everest, symbolizing women's empowerment and determination. It also sponsored the "Mental and Physical Balance" workshop, attended by female Bank employees from various departments to enhance their health and wellness awareness.
As part of its social responsibility to raise awareness about women's health, the Bank collaborated with the King Hussein Cancer Center and Foundation, supporting efforts to promote health education, particularly regarding breast cancer prevention during "Pink October." The Bank launched a special episode titled "Health and Cooking" in partnership with Roya TV's kitchen program, where female Bank employees competed in a fun healthy cooking challenge alongside top Jordanian chefs to deliver an important awareness message about early detection and adopting daily preventive practices and a non-carcinogenic healthy diet "prevention starts with your daily plate." At the end of the episode, to support women unable to afford early screening, the winning Bank employees donated their prize of JOD 15,000 to the King Hussein Cancer Center.

Strategic Partnerships and National Presence
On the national and economic level, the Bank was present at major events such as the 10th International Insurance Conference – Aqaba 2025, and the Progress, Innovation, and Cybersecurity Technology Conference and Exhibition (C8 2025), held under the gracious patronage of His Royal Highness Crown Prince Hussein bin Abdullah II and organized by the National Cybersecurity Center, the Jordanian Center for Design and Development (JODBI), and the Sofex Jordan Special Operations Equipment Exhibition and Conference, with wide participation from thought leaders, decision-makers, and experts from various local, regional, and international sectors in cybersecurity and future technologies to discuss global trends and present innovative solutions to address increasing cyber challenges.
The Bank was also honored as a strategic partner in the Rural Economic Development and Employment Program in partnership with the Jordanian Institution for the Development of Economic Projects (JEDCO) during the closing ceremony "Achievements and Aspirations," held under the patronage of His Excellency the Minister of Industry, Trade, and Supply, Engineer Yairab Al-Qudah.

- **Treasury and Investment**

During 2025, the Treasury and Investment sector operated within an economic and financial environment characterized by slow global growth, continued accommodative monetary policies both locally and internationally, declining interest rates, and direct pressures on banking sector profit margins. Within this context, the sector played a pivotal role in supporting the financial stability of Jordan Commercial Bank through balanced and effective management of assets and liabilities, based on proactive analysis and risk management following best banking practices.
The sector focused primarily on managing interest rate repricing gaps and improving the alignment of maturities between assets and liabilities to mitigate the impact of interest rate fluctuations on the Net Interest Margin and ensure sustainable returns within acceptable risk levels. This was achieved through the systematic use of advanced treasury instruments, applying financial engineering concepts in restructuring funding costs, optimizing the funding mix, and enhancing liquidity deployment efficiency.
The disciplined institutional performance of the Treasury Department also reflected positively in enhancing credit lines with local, regional, and international banks, which contributed to improved liquidity management, increased financial flexibility, and strengthened the Bank's ability to meet its operational and regulatory obligations efficiently, in addition to enabling the implementation of its strategy within an environment characterized by low returns and heightened competition.

At the investment level, the sector continued to enhance the flexibility and quality of the investment portfolio by diversifying investment instruments, improving risk allocation, and achieving a well-balanced approach between return and liquidity, in line with the approved risk tolerance and governance policies. This enabled the Bank to maintain financial stability and strengthen its ability to absorb potential economic shocks.

In terms of services, the specialized Treasury team continued to provide advanced financial solutions, including lending and borrowing in the money market, liquidity management, and offering effective hedging tools to mitigate foreign exchange risks, thereby meeting the needs of financial institutions and banks while reinforcing the client base and long-term banking relationships.

Within the framework of asset and liability management, the sector focused on monitoring key performance indicators, including the structure of interest rate gaps, maturity terms, income sensitivity to interest rate changes, and statutory liquidity levels. This ensures compliance with regulatory requirements, maintains a comfortable liquidity position, and minimizes fluctuations in interest income resulting from ongoing monetary changes. All of this was carried out within an integrated governance framework and in continuous coordination with the Assets and Liabilities Committee and the Investment Committee.

As part of institutional capacity building, the sector played an active role in promoting an investment culture within the Bank by organizing training and awareness programs targeted at new employees and graduates. These programs focused on foreign exchange markets and precious metals, contributing to the practical understanding of regional and global financial markets and supporting knowledge- and expertise-based investment inclusivity.

The Treasury and Investment Sector places strategic importance on digital transformation, as it represents a key pillar in enhancing operational efficiency, improving the accuracy of decision-making, and strengthening the security and integrity of financial transactions. The Sector continues to coordinate with various Bank departments to ensure integrated performance and the achievement of financial and strategic objectives. It also adopts the development of new investment products and services that support the Bank's portfolio and enhance its competitive presence in local and regional markets, in line with best banking practices and the requirements of the next phase.

- **Financial Institutions and International Banking Operations**

During 2025, the Bank achieved several qualitative milestones that contributed to strengthening its position and expanding its cooperation with financial institutions and correspondent banks. Among the most prominent achievements was the accreditation of Jordan Commercial Bank by the Central Bank of Iraq to process transfers and letters of credit in Jordanian Dinars through the dinar platform designated for Iraqi correspondent banks. This step enhances banking cooperation, facilitates financial transactions with efficiency and reliability, and supports trade exchange between Jordan and Iraq.

The department also expanded its network of relationships with electronic payment companies to support instant transfer services and improve their speed and efficiency, in line with digital transformation requirements and the needs of the banking market. These achievements are aligned with the Bank's strategy to strengthen banking partnerships, support operational sustainability, and reinforce its role as a leading financial institution in the region.

Support Services Sector

- **Strategic Planning**

The Bank is confidently advancing toward strengthening a flexible strategic model, designed to serve as a dynamic roadmap capable of adapting to global geopolitical and economic changes, while ensuring the translation of plans into tangible results across all management levels. By focusing on digital innovation, the Bank continues to lead in creating smart banking solutions that provide customers with real value and an exceptional experience, positioning it at the forefront of the financial sector. The Bank's vision extends beyond traditional growth to exploring and seizing unconventional opportunities that align with its major strategic directions, supported by a robust governance framework overseen by the Board of Directors.

- **Commercial Banking Services**

The Bank offers a comprehensive range of specialized banking solutions for individual clients, corporate clients, and commercial institutions, aimed at meeting diverse business needs in financing and trade. These services are delivered according to the highest standards and best banking practices, supported by an extensive network of correspondent banks.

These services include innovative, fast, and secure solutions for local and international payments and financial transfers. In collaboration with **K2 Integrity**, Jordan Commercial Bank established a platform for payments and letters of credit in Jordanian Dinar with a group of trusted Iraqi banks. This enabled our clients and Jordanian exporters to increase trade volume with the Republic of Iraq in a secure and reliable manner. The Bank also joined the "Bunna" platform for Arab payments, allowing clients to send and receive transfers instantly to and from member banks and countries.

Relying on its wide network of correspondent banks and bilateral agreements, the Bank provides clients with optimal solutions for letters of credit, documentary collection, and bank guarantees, empowering corporate clients to expand and grow in dynamic business environments, encouraging both domestic and international investments, and facilitating entry into new markets. The department also offers flexible and secure solutions that help companies improve operational efficiency, enhance their competitive edge in local and international markets, and contribute to driving the national economy forward.

- **Human Resources**

  We are committed to our strategic role in workforce planning and attracting qualified talent by following a fair and equal-opportunity selection and recruitment policy. In addition, we focus on qualifying and developing employees, providing them with opportunities for growth and advancement to assume vacant managerial and supervisory positions through the implementation of succession and replacement plans, relying on competence and merit to fill these vacancies. In this context, 40 employees were promoted to higher positions, contributing to the achievement of individual employee goals, operational objectives of the departments, and ultimately the strategic goals of the Bank.

  To enhance and ensure effective communication channels between the Bank and its employees, several programs, projects, and campaigns were activated and adopted. In line with the Bank's and human resources strategy, a Team Building Program was developed and launched on the Bank's e-learning platform for all employees to practically reinforce the training provided.

  To raise employees' health awareness, the Bank regularly conducts educational workshops in various areas, including occupational health issues affecting office workers, drug sensitivity awareness, and men's health. Additionally, a free medical day is organized, hosting a selection of medical specialists who provide free consultations and treatments for employees. The Bank also offers programs and participates in initiatives aimed at promoting employees' health, such as blood donation campaigns.

  The Human Resources Department has worked with various workstations to comply with the requirements of the Ministry of Labor and the Social Security Corporation regarding occupational safety and health. Efforts have been made to develop a safe and healthy work environment that enables employees to perform their duties, ensuring a sense of security. A safe work environment is a key determinant of employee health, which has driven the Bank to take necessary measures and provide all tools and resources to maintain employees' safety and health, prevent accidents, injuries, and occupational hazards, thereby enhancing physical and mental well-being, increasing efficiency, and boosting productivity. This is fully aligned with relevant regulations and laws, including specialized training, employee awareness programs, and supervisor approvals.

- **The Bank's Engineering and Logistics Role in Supporting the Work Environment and Enhancing Institutional Excellence**

  The Bank places special emphasis on developing its engineering infrastructure and enhancing operational readiness across its buildings and branches, ensuring a safe and healthy work environment for its employees while reflecting a modern institutional image. During 2025, the Bank continued implementing a series of engineering projects that supported business continuity and improved the efficiency of its facilities.

  In this context, engineering support was provided to all headquarters and branch buildings through regular and emergency maintenance programs, ensuring the sustainability of the Bank's premises and facilities. The work also included the construction and outfitting of new branches and relocated branches, as well as **Tejari Express** branches, including those in Al-Hajrah Village, Al-Nakheel District, and North Hashmi Express, in addition to the construction of new warehouses in the Qastal area.

  The Bank also continued developing infrastructure for alternative channels by setting up new ATM locations in several governorates, including Salt, Al-Husayniyah in Karak, Al-Hajrah Village, and Irbid, enhancing geographic coverage and improving service levels for customers.

  In line with sustainability goals and operational cost efficiency, the Bank completed the second phase of its electricity generation project, serving a number of branches within Greater Amman Municipality, which is expected to achieve approximately 75% savings on electricity bills.

  Regarding occupational health and safety, the Bank conducted evacuation drills at the headquarters and one branch, organized awareness lectures on workplace safety, and provided protective equipment for projects with a community focus, reflecting its commitment to applying the highest safety standards and promoting a culture of prevention.

- **Compliance with Occupational Health and Safety Requirements and Guidelines**

  In continuation and embodiment of its commitment to occupational health and safety requirements issued by the Social Security Corporation and the Ministry of Labor, the Bank obtained official accreditation for its Occupational Health and Safety Committee in accordance with the national strategy for implementing objectives and pillars related to the health and safety of employees in financial institutions.

  In this context, the Bank continued its efforts in 2025 by implementing a series of prominent activities that demonstrate its deep commitment to fostering a safe, healthy, and sustainable work environment. This included holding regular committee meetings with careful follow-up on the implementation of its decisions in line with Labor Law No. 33/2023 and the Social Security Corporation's guidelines. The Bank conducted comprehensive risk assessments and took necessary preventive measures to ensure a safe workplace, focusing on minimizing work-related injuries and protecting assets. Firefighting and fire prevention systems were maintained in all branches, and all Bank facilities were equipped with first aid kits in accordance with the Ministry of Labor's Medical Care System No. 32/2023.

  Additionally, mandatory forms and procedures were developed to ensure that contractors and companies comply with safety instructions within Bank premises. Detailed evacuation emergency plans were implemented across multiple sites, and continuous inspection visits were conducted to promote a culture of safety compliance. Safety policies and instructions were translated into signage at high-risk areas, and periodic medical examinations and health certificates were monitored for relevant employees. As a result, no injuries were recorded in 2025 compared to three injuries in 2024.

The Bank continued its systematic approach by providing specialized personal protective equipment for employees and organizing a series of training workshops on occupational health and safety for all staff, in line with general safety requirements. Advanced emergency response teams were formed in collaboration with the Civil Defense Directorate to ensure immediate and effective action in emergencies.
Based on these ongoing efforts and the outstanding activities carried out in 2025, the Bank continues its full commitment to promoting a culture of occupational health and safety across all its sites, ensuring a safe and sustainable working environment that protects employees and assets. Furthermore, the Bank transferred its expertise to the local community by implementing an initiative at a construction project under the Ministry of Education through its Safety Department, delivering awareness lectures for technicians and workers to protect them from work-related injuries and providing specialized personal protective equipment suited to their work. The Bank will continue to develop and improve all systems and procedures related to safety in accordance with best global practices and standards, reflecting its unwavering commitment to the health and safety of its employees and contributing to the achievement of sustainable development goals in this field.

- **Operations Engineering:**
  The Bank's commitment to implementing the Central Bank Instruction No. (14/2024) regarding financial consumer protection in the banking sector was demonstrated through the amendment of work policy and procedure manuals, client contracts, and forms to meet these requirements, in addition to automating the related systems and commissions. During 2025, some subsidiary organizational structures were also adjusted to align with operational requirements, reflecting best global banking practices, alongside updating authority matrices to satisfy operational and regulatory needs. The Operations Engineering Department also designed process flows related to the launch and development of products and services in a manner that enhances process quality and reduces standard processing times. Moreover, this department led automation projects and system updates while ensuring comprehensive testing of their applications across the Bank, guaranteeing full alignment with operational needs and regulatory requirements to ensure sustainability and excellence in performance.

- **Information Technology:**
  - During 2025, the Bank advanced significantly in enhancing its capacity to deliver innovative and secure banking services, reflecting its commitment to adopting the latest technological solutions to provide the best services to its customers. Tangible progress was achieved in improving the efficiency and quality of banking services, offering comprehensive technological solutions that include infrastructure such as devices, servers, systems, and networks, with a strong focus on applying the highest standards of cybersecurity and information protection, supporting the Bank's objectives and reinforcing business sustainability.
  - During 2025, as part of developing technological infrastructure and advancing digital transformation, the Bank implemented a series of IT initiatives aimed at supporting business continuity, enhancing cybersecurity, developing digital banking channels, and improving operational efficiency, in line with the requirements of the Central Bank of Jordan and relevant international standards.
  - These initiatives included the development of a Disaster Recovery Center (**DRC**) hosted at the **Aqaba Digital Hub** in the city of Aqaba, which contributed to enhancing the readiness of banking systems, ensuring service continuity, and achieving advanced levels of physical and operational security. Network security and access management were also strengthened through the **HPE ClearPass** system, ensuring effective control of connected devices and enhancing protection in line with global best practices.
  - The Bank also worked on enhancing digital identity security using the **ManageEngine Self-Service Plus** system, supported by multi-factor authentication (**MFA**) technology, which helped reduce cyber risks and improve the efficiency of account management operations. In the field of governance, the Bank continued implementing **COBIT** frameworks for IT governance, alongside adhering to global standards for card data protection (**PCI-DSS**), thereby strengthening compliance and information security.
  - On the digital channels front, electronic banking services were enhanced through the launch of a modern banking app and updates to the online banking platform, improving customers' experience and strengthening security and data protection. The initiatives also included automating several operational procedures through the implementation of a **Process Management Business** system, which helped accelerate transaction completion and improve coordination between departments.
  - Regarding payment and clearing systems, the Automated Clearing House (**ACH**) was updated to ensure compliance with regulatory instructions and enhance operational efficiency. Technological solutions for detecting counterfeit banknotes were also implemented in ATMs (**ATM Counterfeit Detection**), in adherence to the instructions of the Central Bank of Jordan.
  - Within the framework of risk management, the **AVATI** system for credit risk management was implemented, and the Loan Origination System (**LOS**) was enhanced, contributing to improved credit decision quality and strengthening the safety of banking operations.
  - These combined initiatives contributed to strengthening the Bank's technological readiness, improving the quality and continuity of banking services, and supporting business sustainability, without causing any material adverse effects on the Bank's financial position.

- **Central Operations**

During 2025, the Bank achieved a qualitative leap in the efficiency and quality of its central operations, successfully streamlining procedures and enhancing automation across various units, which directly improved processing accuracy and transaction speed. Clearing and transfer systems were strengthened, and workflows were unified within a more stringent regulatory framework, reducing operational errors noticeably and increasing the rate of straight-through processing without human intervention. The Bank also developed its capabilities in operational data analysis, launched performance indicators more closely linked to risks, quality, and value chains, and improved the management of complaints and settlement files in line with best practices.

In 2025, central operations experienced a fundamental transformation with the successful implementation of the automated reconciliation system across financial and operational processes, significantly enhancing settlement accuracy and reducing manual errors. The system enabled the unification of data sources and direct integration with internal and external systems, which shortened daily closing times and accounting reconciliations, improved the quality of regulatory reporting, and allowed real-time monitoring of discrepancies. It also positively impacted ATM cash management by optimizing replenishment plans based on actual withdrawal patterns rather than estimates. The Bank leveraged predictive analytics to identify high-demand branches or regions and improve geographic distribution. Central operations focused on ATM services to ensure 24/7 service continuity for customers and provide immediate access through improved cash management efficiency, reinforcing the role of central operations as a key driver of operational stability and enhancing institutional readiness for 2026.

- **Audit & Compliance Sector:**

- **Risk Management:**

The Bank, through its Risk Management function, continues to adopt best global practices in identifying, monitoring, and mitigating current and potential risks, while developing strategic solutions to reduce them. Key achievements in 2025 include obtaining internationally recognized certifications, such as ISO 22301 for Business Continuity Management, PCI v.04 for Payment Card Security, SWIFT CSP compliance certification, and ISO 27001 for Information Security. The Bank also implemented the Internal Capital Adequacy Assessment Process (ICAAP) to address all potential risks and developed Stress Testing procedures to ensure operational continuity under various scenarios.

A comprehensive assessment of enterprise risks was conducted, ensuring that all key risks impacting the Bank are addressed with appropriate controls to mitigate them. Risk Appetite levels were updated and enhanced, along with a dedicated reporting system to monitor deviations and assess their impact on capital. Achievements also included a thorough review of the liquidity contingency plan and auditing the Business Continuity Plan to ensure readiness against potential challenges. In addition, comprehensive penetration testing was conducted on the Bank's environment to verify the effectiveness and robustness of the security systems implemented to protect its assets.

The Bank implemented IT governance instructions (COBIT 5) concerning risk and information security management, ensuring full compliance with Central Bank of Jordan directives, particularly regarding ATMs and large exposures in Treasury and Investment operations. Existing information security systems were continuously updated and reinforced, with 24/7 monitoring of all security event logs.

Finally, the Bank continues to promote a risk-aware culture across all levels, updating policies for each type of risk in line with international and local best practices, thereby strengthening its commitment to the highest standards of governance and compliance.

- **Compliance and Anti-Money Laundering (AML) & Counter-Terrorism Financing (CTF):**

We are committed to international tax laws and regulations by implementing the approved action plan and continuously monitoring related developments. This includes compliance with the Foreign Account Tax Compliance Act (FATCA) requirements in terms of registration and reporting in accordance with the U.S. Internal Revenue Service, as well as monitoring clients' adherence to the Common Reporting Standard (CRS). We also work to combat financial crimes and tax evasion, prepare relevant regulatory reports, establish specialized units, hold periodic meetings, issue regular reports, and follow up with related parties to ensure continuous compliance.

As part of strengthening compliance monitoring, we have developed and updated relevant policies, including reviewing and approving the Compliance Monitoring Policy and the Anti-Money Laundering and Counter-Terrorism Financing Policy, as well as introducing a Customer Acceptance Policy. In addition, we activated the goAML reporting system as an integrated platform aimed at enhancing effective supervision and combating illicit financial activities, in line with international best practices and applicable local regulations.

We are also committed to the requirements of the Jordanian Personal Data Protection Law and its related regulations, as well as the EU General Data Protection Regulation (GDPR), through the continuous development and updating of relevant policies, procedures, forms, systems, and applications, ensuring full compliance with applicable laws and the instructions of the Central Bank of Jordan.

- **Internal Audit Department**

  Internal audit is considered a key source of information, supporting the Bank's management in identifying and managing risks efficiently.

  To enhance the Bank's control environment, the Internal Audit Department implements value-added programs and activities that support the achievement of the Bank's objectives. It also provides independent assurance and advisory services aimed at improving governance, risk management, and control processes within the Bank.

  The Audit Committee of the Board oversees the internal audit function and defines its roles and responsibilities in coordination with relevant parties as part of its mandate. Meanwhile, the Chief Audit Executive manages and supervises internal audit activities in accordance with the standards and principles issued by the Institute of Internal Auditors (IIA).

- **Corporate Communications**

  The Bank continued to strengthen its position as a leading financial institution with a meaningful societal impact by implementing quality initiatives that serve the local community across its various sectors. The Corporate Social Responsibility Department adopts a comprehensive strategy aimed at building strong and sustainable relationships with all segments of society, enhancing positive impact in social, cultural, educational, and health fields. It also focuses on developing responsible programs and initiatives that align with community needs and support national development, reaffirming the Bank's commitment to the values of giving and active citizenship.

  - Support for Community Projects and Events: The Bank continues to support charitable, social, cultural, and artistic initiatives that contribute to community development and create a positive impact across various segments of society.
  - Healthcare Sector: The Bank places special emphasis on supporting the healthcare sector by donating to medical centers and health institutions, enhancing their capacity to meet community needs and improve the quality of healthcare services.
  - Social Initiatives: The Bank is committed to implementing ongoing humanitarian initiatives, most notably, distributing "Ramadan Charity parcels" during the holy month of Ramadan and "Christmas parcels" in underprivileged areas, supporting families in need.
  - Support for Charitable and Cooperative Societies: The Bank remains committed to supporting local associations that provide community services and contribute to sustainable social development.
  - Strengthening National Institutions: The Bank contributes to supporting national institutions and digital platforms that aim to develop society and expand opportunities for participation across various fields.
  - Corporate Social Responsibility: The Bank supports initiatives that promote a culture of social responsibility within institutions and national entities, reinforcing the values of development and social solidarity.
  - Support for Orphans and the Elderly: The Bank provides continuous support to orphanages and elderly care centers, reflecting its commitment to ensuring a safe and dignified environment for them.
  - Education Sector: The Bank contributes to supporting education by providing assistance to underprivileged students and donating to educational institutions, promoting equal opportunities in education.
  - Sports Sector: The Bank supports various sports clubs and activities, recognizing the role of sports in developing youth potential and fostering a spirit of positive competition.

(12): There is no financial impact from non-recurring transactions that occurred during the financial year and fall outside the Bank's core activities.

(13): Time series of realized and distributed profits, shareholders' equity, and security prices for the years 2025–2021 (in JOD):

Description	2025	2024	2023	2022	2021
Net profit	14,055,814	11,717,701	11,484,784	11,340,183	7,004,775
Shareholders' equity (net)	179,373,339	173,690,039	168,908,981	162,116,116	147,171,725
Cash dividends (proposed)	8,400,000	7,200,000	6,000,000	6,000,000	-
Dividend payout ratio (proposed)	7.0%	6.0%	5.00%	0.05%	-
Bonus distribution (proposed)	-	-	-	-	-
Bonus issue ratio (proposed)	-	-	-	-	-
Closing price/share (JOD)	1.22	1.11	1.01	1.00	1.03

(14): Analysis of the Bank's financial position and performance during the financial year:

Summary of Key Financial Indicators:	Rounded to nearest million (JOD)				
	2025	2024	2023	2022	2021
Main Items of the Income Statement					
Net interest income	48.7	46.4	48.3	41.2	35.8
Net interest and commission	53.1	50.6	51.8	45.3	40.0
Gross income	63.1	54.7	59.9	51.4	44.4
Profit before tax	21.8	17.7	16.9	18.0	12.5
Net profit after tax	14.1	11.7	11.5	11.3	7.0
Earnings (Loss) per share- JOD	0.117	0.098	0.096	0.095	0.058
Main Items of the Balance Sheet					
Total assets	1,518.0	1,401.3	1,377.7	1,364.1	1,444.9
Shareholders' equity	179.4	173.7	168.9	162.1	147.2
Direct credit facilities (net)	886.7	775.7	732.4	701.9	773.9
Securities Portfolio	356.7	371.9	394.9	417.4	396.1
Cash on hand and at banks	162.3	144.7	137.0	117.7	144.8
Customer deposits	1,120.9	994.9	967.5	896.8	969.4
Cash Collaterals	49.8	46.5	40.2	37.8	40.8
Banks' deposits at JCB	22.0	36.2	48.4	82.1	111.3
Key Financial Ratios					
Return on assets	0.96%	0.84%	0.84%	0.81%	0.50%
Return on equity	7.96%	6.84%	6.94%	7.33%	4.89%
Capital adequacy	12.5%	13.34%	13.41%	13.29%	11.78%
Net credit portfolio/customer deposits	79.11%	77.97%	75.70%	78.26%	79.83%
Coverage ratio for net non-performing loans	75.39%	84.28%	97.03%	89.14%	81.71%
Statutory liquidity ratio	115.30%	122.83%	130.04%	114.06%	109.97%

(15): Key Future Developments and Strategic Plan

- **General Strategic Objectives of Jordan Commercial Bank**
  - Achieving Balanced Growth and Strengthening the Bank's Financial Position:
  - Focus on growing the Bank's assets and enhancing its financial strength across all dimensions, with emphasis on increasing profitability, identifying opportunities for expansion in banking activities, and carefully assessing the associated risks to manage them effectively.
  - Continuing Focus on Digital Transformation: Recognize digital transformation as a core strategic objective, accelerating its implementation to keep pace with developments in the banking market and address increasing competition. Align services with global digital standards to gain a sustainable competitive advantage, protect market share, and drive institutional innovation.
  - Enhancing the Bank's Public Image: Work on strengthening the Bank's positive reputation and shaping public perception across different community segments, in line with societal shifts and modern trends. Achieve this through adopting effective practices that meet public expectations and reflect the Bank's evolving role and position.

- **Key Strategic Pillars:**

Main Pillars of the Strategy

Financial pillar

- Building a solid financial position and achieving sustainable growth in operating profits and banking activities, which contributes to raising the Bank's classification within the banking sector to higher levels.
- Improving Key Performance Indicators (KPIs) in the Bank, particularly in profitability and growth indicators, ˝within the category of similar banks˝ or within the ˝ banking sector.˝
- Improving the quality and composition of the facilities and deposit portfolio to ensure enhanced returns, reduced costs, and an increased margin rate.

Clients Pillar

- Targeting unbanked populations and providing comprehensive financial solutions that meet their needs, in alignment with the Bank's vision to promote financial inclusion and support all segments of society.
- Continuing to implement the Bank's well-planned expansion strategy in areas with high population density and growing economic activity, aiming to expand the customer base and strengthen the institutional presence in local markets.

Internal Operations Pillar

- Focusing on developing human resources by equipping them with the necessary banking competencies and supporting them with appropriate benefits and services, which contributes to improving customer service performance, enhancing the quality of product and service delivery, and strengthening the Bank's position as a preferred employer.
- Improving the efficiency of banking operations by adopting the latest technological advancements and developing internal processes to reduce costs, enhance speed, and improve the quality of services provided to customers. This includes automating processes, simplifying procedures, which enhance the Bank's ability to adapt to market changes and provides a distinguished and efficient banking experience for customers.

Innovation and Development Pillar

- Continuing to develop the technology ecosystem and integrate the Bank's strategies with digital transformation mechanisms, while providing the necessary infrastructure to effectively support this transformation.
- Enhancing the innovative environment within the Bank by adopting a culture of creativity and innovation, through encouraging creative ideas and focusing on developing innovative banking solutions that contribute to improving customer experience and enhancing operational efficiency.
- Investing in modern technologies, such as artificial intelligence, to provide innovative financial solutions that keep pace with the rapid changes in the banking market.

(16): The total amount received by the auditor, including sales tax, is JOD 146,160.

(17)/A: The number of securities owned by the members of the Board of Directors

SN	Name	Nationality	No. of Securities		Companies Controlled by Them		
			31/12/2025	31/12/2024	Indicators	2025	2024
1	Mr. Michael Faiq Ibrahim Sayegh Chairman of the Board of Directors	Jordanian	13,904,191	13,786,839	Terzonia Management Consulting Company	10,000	10,000
2	Mr. Ayman H. B. Majali Vice-Chairman	Jordanian	1,144,546	1,144,546	N/A		
3	The Social Security Corporation Member of the Board of Directors Represented by two seats:	Jordanian	23,808,021	23,808,021	N/A		
	Mr. Yahia Mohammad Oshub Obeidat	Jordanian	-	-			
	Rami Adam Anaz Al Titi	Jordanian	-	-			
4	First Jordan Investment Company Member of the Board of Directors Represented by: Ms. Hania M. (H.I. (Al-Nabulsi As of 27/02/2025	Jordanian	14,268,186	14,273,286	N/A		
5	Mr. Fa'eq M. F. Sayegh Board Member	Jordanian	7,644,394	7,644,394	N/A		
6	Mr. Abdelnour Nayef Abdelnour Abdelnour Member of the Board of Directors	Jordanian	10,000	10,000	N/A		
7	Mr. Osama O. A. Hamad Board Member	Jordanian	10,000	10,000	N/A		
8	Ms. Lina Najib Albakhit Aldababneh Member of the Board of Directors	Jordanian	10,000	10,000	N/A		
9	Mr."MOHD JAMAL" Bisher Mustafa Anoubani Board Member	Jordanian	10,000	10,000	N/A		
10	Mr. Omar Kheir Eddin Omar Maani Board Member	Jordanian	10,000	10,000	N/A		
11	Mr. Shareef Tawfiq Hamad Al Rawashdeh Member of the Board of Directors	Jordanian	-	10,000	N/A		

(17)/B: The number of securities owned by senior management personnel

SN	Name	Position	Nationality	No. of securities on 31/12/2025	No. of securities on 31/12/2024	Companies Controlled by Them
1	Mr. Caesar Hani Aziz Qulajen	Chief Executive Officer (CEO)	Jordanian	0	0	N/A
2	Mr. Alaa "Mohammad Salim" Abdulghani Qahef	Deputy CEO - Chief Operation Officer COO	Jordanian	0	0	N/A
3	Mr. Rakan M. A. Al Tarawneh	Deputy CEO- Chief Business Officer CBO	Jordanian	0	0	N/A
4	Mr. Mohammad Ali Mohammad Al-Quran	AGM, Head of Credit	Jordanian	0	0	N/A
5	Mr. Salim Nayef Salim Sawalha	AGM, Head of Retail (Resigned as of 16/2/2025)	Jordanian	0	0	N/A
6	Mr. Abdallah Mahfouz Theodore Kishek	Chief Financial Officer, AGM Finance	Jordanian	0	0	N/A
7	Mr. Wael "Mohammad Yousef" Aref Rabieh	AGM, Corporate & SMEs Banking (Resigned as of 30/3/2025)	Jordanian	0	0	N/A
8	Mr. Anas Maher Radi Ayesh	Executive Manager, Treasury and Investment	Jordanian	0	0	N/A
9	Mr. Antonio Antonios Antoun Abdel Massih	Chief Information Officer*	Jordanian	0	0	N/A
10	Mr. Sami Nimer Salem Al-Nabulsi	Executive Manager, Financial Institutions Department	Jordanian	0	0	N/A
11	Mr. Jamal Hussein Abtan Al -Raqqad	Corporate Communications Department Manager	Jordanian	0	0	N/A
12	Mr. Walid Khaled DaifAllah Al-Qheiwi	Head of Legal Department/BOD Secretary	Jordanian	0	0	N/A
13	Mr. Mahmoud Ibrahim Mahmoud Mahmoud	Compliance, AML & CFT Department Manager	Jordanian	0	0	N/A
14	Mr. Ajoud Sharafaldeen Ali ALRousan	The General Auditor	Jordanian	0	0	N/A
15	Ms. Nadia Fahed Fareed Kanan	Risk Department Manager	Jordanian	0	0	N/A

*Managers who are not part of senior executive management.

(17)/C: Number of securities owned by relatives of Board members and relatives of senior executive management personnel

SN	Name	Position	Nationality	No. of securities on 31/12/2025	No. of securities on 31/12/2024	Companies Controlled by Them
1	Ms. Nazi Tawfiq Nakhleh Copti	Chairman's Wife	Jordanian	7,800,000	7,800,000	N/A

(17)/D: Number of securities owned by relatives of senior executive management personnel, along with the names and shareholdings of companies controlled by them

None.

(18)/A: Benefits and rewards granted to members of the Board of Directors for the period from 2025/01/01 to 2025/12/31:

Members of the Board of Directors	Transportation allowance for Board members	BOD Members' annual remuneration	Total
Mr. Michael Faiq Ibrahim Sayegh	60,000	5,000	65,000
HE Mr .Ayman H. B. Majali	60,000	5,000	65,000
The Social Security Corporation (represented by two seats)	120,000	10,000	130,000
First Jordan Investment Company - Mr. Saleh Mohammad Saleh "Zeid Kilani" till 29/04/2024	-	1,667	1,667
Mr. Abdelnour Nayef Abdelnour Abdelnour	60,000	5,000	65,000
Mr. Osama O. A. Hamad	60,000	4,444	64,444
Mr. Henry Toufic Ibrahim Azzam, till 29/04/2024	-	1,667	1,667
Mr. Nasser H. M. Saleh till 29/04/2024	-	1,667	1,667
Mr. Shareef Tawfiq Hamad Al Rawashdeh till 29/04/2024	-	1,667	1,667
Ms. Lina Najib Albakhit Aldababneh	60,000	5,000	65,000
Mr. Fa'eq M. F. Sayegh	60,000	2,777	62,777
Mr."MOHD JAMAL" Bisher Mustafa Anoubani	60,000	3,334	63,334
Mr. Omar Kheir Eddin Omar Maani	60,000	2,777	62,777
HE Ms. Hania Mousa Al-Nabulsi, as of 27/02/2025	50,000	-	50,000
Total	**650,000**	**50,000**	**700,000**

(18)/B: Benefits and rewards granted to senior management for the period from 2025/01/01 to 2025/12/31:

Senior Executive Management	Salaries	Rewards	Travel& training expenses	Total
Mr. Caesar Hani Aziz Qulajen	533,486	439,188	4,693	977,367
Mr. Abdallah Mahfouz Theodore Kishek	263,514	39,333	315	303,162
Mr. Rakan M. A. Al Tarawneh	200,000	-	-	200,000
Mr. Alaa "Mohammad Salim" Abdulghani Qahef	174,208	26,043	-	200,251
Mr. Ajoud Sharafaldeen Ali ALRousan	158,111	28,377	-	186,488
Mr. Mohammad Ali Mohammad Al-Quran	150,341	20,242	400	170,983
Mr. Antonio Antonios Antoun Abdel Massih	128,178	15,307	-	143,485
Mr. Walid Khaled DaifAllah Al-Qheiwi	119,503	5,209	700	125,412
Mr. Jamal Hussein Abtan Al -Raqqad	115,015	6,870	-	121,885
Mr. Anas Maher Radi Ayesh	103,784	12,403	-	116,187
Mr. Salim Nayef Salim Sawalha till 16/02/2025	76,342	-	-	76,342
Mr. Sami Nimer Salem Al-Nabulsi	74,568	26,774	4,692	106,034
Mr. Mahmoud Ibrahim Mahmoud Mahmoud	72,327	6,492	1,000	79,819
Ms. Nadia Fahed Fareed Kanan	67,689	7,090	400	75,179
Mr. Wael "Mohammad Yousef" Aref Rabieh till 31/03/2025	44,208	-	-	44,208
Total	**2,281,274**	**633,328**	**12,200**	**2,926,802**

(19): Donations and grants provided by the Bank during the year 2025:

Donation Value/JOD	Domain
Education	14,900
Sports	14,500
Health	35,185
Charitable organizations, social, cultural, and artistic fields	67,175
Support for national institutions	696,453
Poverty	63,204
Orphan and elderly care	10,030
Special needs	1,950
Total	**903,397**

(20): Contracts, projects, and engagements entered into by the issuing company with its subsidiaries, sister or affiliated companies, the Chairman of the Board, board members, the CEO, any employee of the company, or their relatives:

	SN	Member's Name	Direct Facilities (Credit Limits) as of 31/12/2025	Direct Facilities (Credit Balances) as of 31/12/2025	Indirect Facilities (Credit Limits) as of 31/12/2025	Indirect Credit Facilities (Balances) as of 31/12/2025
As Associated Parties	1	Mr. Michael Sayegh	19,447,328	16,207,448	1,179,150	698,807
	2	Mr. Fa'eq M. F. Sayegh	10,932,002	7,686,310	1,179,150	421,062
	3	HE Mr. Ayman Majali	10,059,894	9,226,831	1,700,000	412,323
	4	Mr. Abdelnour Abdelnour	220,000	194,737	-	-
	5	First Jordan Investment Company	5,670,715	5,891,407	-	18,500
	6	The Social Security Corporation	-	-	-	-
As Individuals	1	Mr. MOHD Anoubani	-	-	-	-
	2	Mr. Omar Maani	2,504,000	2,496,921	-	-
	3	Ms. Lina Aldababneh	-	-	-	-
	4	Mr. Osama Hamad	-	-	-	-

(21)/A: The Bank's Contribution to Environmental Protection

The Bank continues to prioritize environmental protection as a strategic objective that goes beyond corporate social responsibility, becoming an integral part of its operational framework. It actively seeks to mitigate the effects of climate change by adopting sustainable engineering and technological solutions.

These efforts culminated in the relocation of the Disaster Recovery Center to Aqaba, a strategic move that enhanced energy efficiency and reduced indirect carbon emissions in accordance with international standards. During 2025, these initiatives resulted in savings of 87.68% of the total annual consumption value.

As part of this commitment, the Bank also completed Phase Two of the Renewable Energy Project, further demonstrating its success in reducing its carbon footprint and ensuring a more sustainable future for coming generations.

87.68% **Energy Consumption Savings in 2025**

(21)/B: The Bank's Contribution to Serving the Local Community

Reflecting its slogan, "Closer to You", the Bank demonstrated in 2025 that its corporate social responsibility (CSR) is a comprehensive strategic approach directly impacting individuals' lives. The Bank's role went beyond financial support to become an active partner in humanitarian solidarity, including supporting children and cancer patients, and providing aid to underprivileged children in collaboration with UNRWA.

It also acted as a catalyst for youth, education, and digital innovation, supporting intellectual and scientific platforms by sponsoring various scientific conferences and academic and entrepreneurial events, including **TEDx**, the **Jordan FinTech Festival**, and the International Conference on Digital Technology **ICDTDE_2025** at Al al-Bayt University.

Jordan Commercial Bank continues to strengthen its leadership in CSR and innovation, sponsoring the Cybersecurity Conference (**C8 2025**) to support secure digital transformation and renewing its membership on the Board of Trustees of "Enjaz" Foundation to empower youth and support the national economy.

In addition, the Bank has played a prominent role in empowering Jordanian women and supporting the sports and health sectors, proudly sponsoring Jordanian climbers Samar Al-Tabaa and Bisan Al-Sharif on their journey to Mount Everest, symbolizing women's empowerment and resilience.

Parallel to its developmental efforts, the Bank launched the "Health & Cooking" campaign to support the Hussein Cancer Center with a contribution of JOD 15,000 to cover early screening costs for women. It also focused on financial literacy awareness by hosting the Assistant CEO of the Retail Banking Sector in a special program on Roya TV on the occasion of World Savings Day, providing essential advice on proper financial planning for all segments of society.

The year 2025 was truly a year of giving and smiles. From supporting children from the Gaza Strip receiving treatment in Jordan reinforcing a sense of shared destiny to assisting our young heroes at the Hussein Cancer Center, and sharing the joy of Ramadan and Eid al-Fitr with families, the Bank demonstrated that its commitment to society stems from an ethical and national duty, placing human dignity, health, and well-being as top priorities.

The Bank continued to strengthen its role as a cornerstone of sustainable development, reaffirming that it remains always close to the hearts of its clients and community with every step toward the future.

06

Audited Annual Financial Statements by the External Auditor

STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2025

	Notes	31 December 2025	31 December 2024
		JD	JD
ASSETS			
Cash and balances at central bank of Jordan	4	110,112,517	116,981,502
Balances and deposits at banks and financial institutions, net	5	52,170,413	27,718,182
Direct credit facilities, net	6	886,710,797	775,730,731
Financial assets at fair value through income statement	7	1,248,874	1,372,063
Financial assets at fair value through other comprehensive income	8	44,103,547	50,963,194
Financial assets at amortized cost, net	9	311,345,170	319,584,621
Property and equipment, net	10	20,709,481	21,070,281
Intangible assets, net	11	2,407,460	2,639,110
Right-of-use assets	12	6,380,697	5,595,402
Deferred tax assets	18/د	8,028,703	8,947,666
Other assets	13	74,819,114	70,732,848
Total Assets		**1,518,036,773**	**1,401,335,600**
LIABILITIES AND SHAREHOLDERS' EQUITY			
LIABILITIES			
Banks' and financial institutions' deposits	14	22,022,664	36,166,663
Customers' deposits	15	1,120,874,259	994,890,214
Cash margins	16	49,808,485	46,455,844
Borrowed funds	17	103,572,237	93,969,080
Income tax provision	18/أ	4,684,611	3,133,918
Sundry provisions	19	760,332	907,359
Deferred tax liabilities	18/د	509,653	552,498
Lease liabilities	12	6,283,854	5,378,409
Other liabilities	20	30,147,339	46,191,576
Total Liabilities		**1,338,663,434**	**1,227,645,561**
SHAREHOLDERS' EQUITY			
BANK SHAREHOLDERS' EQUITY			
Authorized and paid in capital	21	120,000,000	120,000,000
Statutory reserve	22	24,658,478	22,476,830
Fair value reserve, net	23	1,497,309	2,992,742
Retained earnings	24	33,217,552	28,220,467
Total Bank Shareholders' Equity		**179,373,339**	**173,690,039**
Total Liabilities and Shareholders' Equity		**1,518,036,773**	**1,401,335,600**

INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2025

	Notes	2025	2024
		JD	JD
Interest income	25	92,299,659	94,676,445
Less: interest expense	26	(43,554,699)	(48,297,187)
Net interest income		48,744,960	46,379,258
Net commissions income	27	4,310,733	4,203,309
Net interest and commissions income		53,055,693	50,582,567
Foreign exchange income, net	28	1,865,722	1,490,659
(Losses) gains from financial assets at fair value through income statement	29	(121,839)	7,894
Dividends from financial assets at fair value through other comprehensive income	8	190,193	176,257
Other income	30	8,098,712	2,397,037
Gross income		**63,088,481**	**54,654,414**
Employees' expenses	31	17,546,013	16,398,624
Depreciation and amortization	10,11,12	4,191,078	4,081,656
Provision for expected credit losses, net	32	6,095,649	7,497,298
Sundry provisions expense (recovered from)	19	418,427	(209,789)
Provision for assets seized by the Bank against due debts expense (recovered from)	13	47,273	(3,444,519)
Other expenses	33	12,973,563	12,618,462
Total expenses		**41,272,003**	**36,941,732**
Profit for the year before income tax		21,816,478	17,712,682
Income tax for the year	18/b	(7,760,664)	(5,994,981)
Profit for the year		**14,055,814**	**11,717,701**
Earnings per share for the year attributable to the Bank's shareholders		JD/Fils	JD/Fils
Basic and diluted	34	0/117	0/098

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2025

	Notes	2025	2024
		JD	JD
Profit for the year		**14,055,814**	**11,717,701**
Other comprehensive income items that will be reclassified to the income statement in subsequent periods - after tax			
Change in fair value reserve of financial assets through other comprehensive income – Debt instruments		175,123	-
Other comprehensive income items that will not be reclassified to the income statement in subsequent periods - after tax			
Change in fair value reserve of financial assets through other comprehensive income – Equity instruments		(1,347,637)	(936,643)
Total other comprehensive income items for the year	**23**	**(1,172,514)**	**(936,643)**
Total comprehensive income for the year		**12,883,300**	**10,781,058**

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY FOR THE YEAR ENDED 31 DECEMBER 2025

	Authorized and paid in capital	Reserves		Retained earnings	Total Shareholders' equity
		Statutory	Fair value, net		
	JD	JD	JD	JD	JD
For the year ended 31 December 2025					
Balance as at the beginning of the year	120,000,000	22,476,830	2,992,742	28,220,467	173,690,039
Profit for the year	-	-	-	14,055,814	14,055,814
Other comprehensive income items	-	-	(1,172,514)	-	(1,172,514)
Total comprehensive income for the year	-	-	(1,172,514)	14,055,814	12,883,300
Fair value reserve released due to the sale of financial assets at fair value through other comprehensive income (Note 8)	-	-	(322,919)	322,919	-
Dividends distributed to shareholders *	-	-	-	(7,200,000)	(7,200,000)
Transferred to statutory reserve	-	2,181,648	-	(2,181,648)	-
Balance as at 31 December 2025	**120,000,000**	**24,658,478**	**1,497,309**	**33,217,552**	**179,373,339**
For the year ended 31 December 2024					
Balance as at the beginning of the year	120,000,000	20,705,562	3,924,952	24,278,467	168,908,981
Profit for the year	-	-	-	11,717,701	11,717,701
Other comprehensive income items	-	-	(936,643)	-	(936,643)
Total comprehensive income for the year	-	-	(936,643)	11,717,701	10,781,058
Fair value reserve released due to the sale of financial assets at fair value through other comprehensive income (Note 8)	-	-	4,433	(4,433)	-
Dividends distributed to shareholders *	-	-	-	(6,000,000)	(6,000,000)
Transferred to statutory reserve	-	1,771,268	-	(1,771,268)	-
Balance as at 31 December 2024	**120,000,000**	**22,476,830**	**2,992,742**	**28,220,467**	**173,690,039**

- According to the instructions of Jordan Securities Commission and Central Bank of Jordan, the retained earnings balance includes JD 8,028,703 restricted against the deferred tax assets as at 31 December 2025 (JD 8,947,666 as at 31 December 2024).
- According to the instructions of Jordan Securities Commission and Central Bank of Jordan, the retained earnings balance includes JD 1,497,309 restricted against the credit balance of the financial assets fair value reserve as at 31 December 2025 (credit balance of JD 2,992,742 as at 31 December 2024) (including JD 311,112 against the implementation of International Financial Reporting Standard No (9)).
- According to the instructions of Jordan Securities Commission and Central Bank of Jordan, the retained earnings balance includes JD 456,282 restricted against the unrealized gains of financial assets through income statement as at 31 December 2025 (JD 579,471 as at 31 December 2024).
- * The Bank's General Assembly approved in its meeting held on 14 April 2025 the recommendation of the Board of Directors to distribute 6% of the capital as cash dividends to the shareholders for the year 2024, which is equivalent to JD 7,200,000 (The Bank's General Assembly approved in its meeting held on 29 April 2024 the recommendation of the Board of Directors to distribute 5% of the capital as cash dividends to the shareholders for the year 2023, which is equivalent to JD 6,000,000).

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2025

	Notes	2025	2024
		JD	JD
Operating Activities			
Profit for the year before income tax		**21,816,478**	**17,712,682**
Adjustments:			
Depreciation and amortization of property and equipment and intangible assets	10,11	3,010,846	3,022,075
Depreciation of right-of-use assets	12	1,180,232	1,059,581
Provision for expected credit losses, net	32	6,095,649	7,497,298
Sundry provisions (recovered from)	19	418,427	(209,789)
Losses (gains) from financial assets at fair value through income statement	29	121,839	(7,894)
Provision for assets seized by the Bank against due debts expense (recovered from)	13	47,273	(3,444,519)
(Gains) losses from sale of property and equipment		(41,634)	38,244
Interest expense on lease liabilities	12	169,426	152,537
Income from the cancellation of lease liabilities		(8,343)	-
Dividends income on financial assets at fair value through other comprehensive income	8	(190,193)	(176,257)
Effect of exchange rate fluctuations on cash and cash equivalents		(460,303)	(391,987)
Income from prior year income tax adjustments		-	19,110
Cash flows from operating activities before changes in net assets		32,159,697	25,271,081
Increase in restricted balances at central bank of Jordan		-	5,000,000
Decrease in balances and deposits at banks and financial institutions' maturing within a period of more than three months		-	30,000,000
Increase in direct credit facilities		(117,349,179)	(51,154,576)
(Increase) decrease in other assets		(4,818,680)	4,264,189
Decrease in banks and financial institutions' deposits maturing within a period of more than three months		-	(30,000,000)
Increase in customers' deposits		125,984,045	27,394,559
Increase in cash margins		3,352,641	6,242,266
Decrease in other liabilities		(15,730,023)	(1,400,551)
Net cash flows from operating activities before income tax and provisions paid		23,598,501	15,616,968
Income tax paid	a/18	(4,675,461)	(6,563,206)
Sundry provisions paid	19	(565,454)	(120,352)
Net cash flows from operating activities		**18,357,586**	**8,933,410**
Investing Activities			
Decrease in financial assets at amortized cost		8,222,944	23,629,790
Sale of financial assets at fair value through income statement		-	7,264
Decrease (increase) in financial assets at fair value through other comprehensive income		5,691,099	(1,739,310)
Dividends' income received on financial assets at fair value through other comprehensive income		190,193	176,257
Dividends income received on financial assets at fair value through income statement	29	1,350	1,350
Purchases of property and equipment and advances on purchases of property and equipment	10	(2,030,820)	(1,320,137)
Purchases of intangible assets and advances on purchases of intangible assets	11	(390,822)	(279,110)
Proceeds from sale of property and equipment		44,880	9,305
Net cash flows from investing activities		**11,728,824**	**20,485,409**
Financing Activities			
Increase in borrowed funds		9,603,157	2,301,630
Dividends distributed to shareholders		(7,200,000)	(6,000,000)
Lease contracts paid	12	(1,221,165)	(1,188,782)
Net cash flows from (used) in financing activities		1,181,992	(4,887,152)
Effect of exchange rate fluctuations on cash and cash equivalents		460,303	391,987
Net increase in cash and cash equivalents		31,728,705	24,923,654
Cash and cash equivalents at the beginning of the year		108,533,882	83,610,228
Cash and cash equivalents at the end of the year	**35**	**140,262,587**	**108,533,882**

(1) General

Jordan Commercial Bank (the "Bank") was established as a Jordanian Public Shareholding Limited Company under registration number of (113) on 3 May 1977 in accordance with the Jordanian Companies Law No. (12) for the year 1964 with paid in capital of JD 5 million divided into 5 million shares at par value of one Jordanian Dinar per share. The Bank's Head Office address is Amman, P.O. Box 9989, Amman 11191 - The Hashemite Kingdom of Jordan.

During the year 1993, Al Mashrek Bank (Jordan branches) was merged into Jordan and Gulf Bank. Consequently, Jordan and Gulf Bank replaced Al Mashrek Bank (Jordan branches) in terms of its rights and obligations.

At the beginning of the year 2004, the Bank was restructured after taking the necessary procedures required by the concerned legal parties and on 28 June 2004, procedures relating to changing the Bank's name from Jordan and Gulf Bank to Jordan Commercial Bank were completed.

The Bank's capital was increased gradually, last of which was during 2017, where the General Assembly in its extraordinary meeting held on 30 April 2017, resolved to approve the increase in the Bank's capital by 7.125 million JD/share, so that the authorized and paid in capital would become 120 million JD/share, the increase was through capitalizing part of the retained earnings and distributing the capitalized amount to shareholders as stock dividends. The procedures for the capital increase were completed on 7 June 2017.

The Bank's General Assembly in its extraordinary meeting held on 27 November 2025, resolved to approve the increase in the Bank's capital by 10 million JD/share, through a public offering to the Bank's shareholders, so that the authorized capital would become 130 million JD/share, as at 31 December 2025. As at the date of these financial statements, the procedures related to the capital increase had not yet been completed.

The Bank is engaged in banking and related financial operations through its (38) branches inside Jordan.

Jordan Commercial Bank shares are listed and being traded on Amman Stock Exchange.

The financial statements have been approved by the Bank's Board of Directors in their meeting held on 15 February 2026 and are subject to the approval of the General Assembly of Shareholders.

(2) Basis of Preparation of the Financial Statements

The accompanying financial statements of the Bank have been prepared in accordance with **IFRS Accounting Standards** as issued by the International Accounting Standards Board (**IASB**) and their related interpretations issued by IASB committee and as adopted by Central Bank of Jordan.

The main differences between the International Financial Reporting Standards Accounting Standard as issued by the International Accounting Standards Board (IASB) that should be applied and what was adopted by the Central Bank of Jordan are the following:

1. Expected credit losses provision is recorded in accordance with IFRS (9) and in accordance with the Central Bank of Jordan instructions, whichever is more conservative. The material differences are as follows:
   - Debt instruments issued by the government of Jordan or guaranteed by the government, in addition to any other credit exposures with the government of Jordan or guaranteed by it, are excluded from the calculation of expected credit losses provision. Accordingly, no expected credit losses calculated on any of these exposures.
   - When calculating the expected credit losses against credit exposures, the results of the calculation in accordance with the International Financial Reporting Standard No. (9) are compared with the results of the calculation in accordance with instructions of the Central Bank of Jordan (No. 8/2024) for each stage individually, and whichever is more conservative is recorded. In addition, the Central Bank of Jordan sometimes requests recording specific provisions against certain facilities, according to what the Central Bank sees as risks related to customers.
2. Interest, fees, and commission income are suspended on non-performing credit facilities granted to customers in accordance with the instructions of the Central Bank of Jordan.
3. Assets seized by the Bank against due debts are shown in the statement of financial position among other assets at the value as at the date it has been obtained by the Bank or its fair value, whichever is lower. The assets are revalued individually at the date of the financial statements and any impairment is recorded in the income statement. Gains are not recorded as income as these gains are recorded later in the statement of comprehensive income without exceeding the impairment value. As requested at the beginning of 2015, a provision is recorded for assets seized against debts that have been seized for more than 4 years in accordance with Central Bank of Jordan instructions (No. 15/1/4076) dated 27 March 2014 and (No. 10/1/2510) dated 14 February 2017. The Central Bank of Jordan issued a circular (No. 10/1/13967) on 25 October 2018; approving an extension of circular (No.10/1/16607) dated 17 December 2017 that confirmed the extension of a provision to be recorded until the end of 2020. Furthermore, according to Central Bank's circular (No. 10/1/16239) dated 21 November 2019, booking a provision against seized assets will continue. As per circular (No.10/3/13246) dated 2 September 2021 Central Bank of Jordan approved an extension of circular (No. 10/1/16239) dated 21 November 2019 at a rate of 5% of the total book value of these assets starting from the year 2022. According to circular (No. 10/3/16234) dated 10 October 2022, the Central Bank of Jordan has decided to repeal item No. 2 from circulation (No. 10/1/4076) dated 27 March 2014 which is related to the deduction of breached seized assets provisions, and maintaining the recorded provisions, while releasing the recorded provisions against disposed seized assets.
   - The financial statements are prepared on the historical cost basis except for financial assets at fair value through the income statement and financial assets at fair value through other comprehensive income, which have been measured at fair value at the date of the financial statements.
   - The financial statements have been presented in Jordanian Dinars ("JD"), which is the functional currency of the Bank.
   - The Bank presents the items of the statement of financial position in order of liquidity based on the Bank's intention and expected ability to recover/settle most assets/liabilities. Details of the analysis of the distribution of assets and liabilities according to expectations of recovery/settlement of assets and liabilities within 12 months after the date of the financial statements (current) or more than 12 months after the date of the financial statements (non-current) are shown in Note (42).

(2-1) Changes in Accounting Policies

The accounting policies used in the preparation of the financial statements are consistent with those used in the preparation of the annual financial statements for the year ended 31 December 2024, except for the adoption of new amendments on the standards effective as of 1 January 2025 shown below:

Lack of exchangeability - Amendments to IAS 21

For annual reporting periods beginning on or after 1 January 2025, Lack of Exchangeability – Amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates specifies how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position, and cash flows.

The amendments did not have a material impact on the Bank's financial statements.

(2-2) Material Accounting Policies Information

Segment Information

Business sectors represent a group of assets and operations that jointly provide products or services subject to risks and returns different from those of other business sectors which are measured in accordance with the reports used by the General Manager and decision makers in the Bank.

The geographical sector relates to providing products or services in a specific economic environment subject to risk and returns different from those of sectors functioning in other economic environments.

Direct Credit Facilities

Direct credit facilities are financial assets with fixed or determinable payments which are provided basically by the Bank or have been acquired and have no market price in the active markets. which are measured at amortized cost.

A provision for the impairment in direct credit facilities is recognized through the calculation of the expected credit loss in accordance with International Financial Reporting Standard (9) as adopted by Central bank of Jordan.

Interest and commission earned on non-performing granted credit facilities are suspended in accordance with the instructions of the Central Bank of Jordan.

When direct credit facilities are uncollectible, they are written off against the provision account. Any surplus in the provision is reversed through the income statement and subsequent recoveries of amounts previously written off are credited to revenue.

Recognition of Revenues and Expenses

Recognition of Interest Income

According to IFRS (9), interest income is recorded using the effective interest rate (EIR) method for all financial instruments and financial assets measured at FVTPL recorded at amortized cost. Interest income on interest bearing financial assets measured at FVOCI in accordance with IFRS (9). The EIR is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset.

The EIR (and therefore, the amortized cost of the asset) is calculated by considering any discount or premium on acquisition, fees and costs that are an integral part of the EIR. The Bank recognizes interest income using a rate of return that represents the best estimate of a constant rate of return over the expected life of the loan. Hence, it recognizes the effect of potentially different interest rates charged at various stages, and other characteristics of the product life cycle (including prepayments, penalty interest and charges).

If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk, the adjustment is booked as a positive or negative adjustment to the carrying amount of the asset in the statement of financial position with an increase or reduction in interest income. The adjustment is subsequently amortized through interest and similar income in the statement of comprehensive income.

Interest and Similar Incomes and Expenses
For all financial instruments measured at amortized cost, financial instruments designated at FVOCI and FVTPL, interest income or expense is recorded using the EIR.

The calculation considers all the contractual terms of the financial instrument (for example, prepayment options) and includes any fees or incremental costs that are directly attributable to the instrument and are an integral part of the EIR, but not future credit losses.

When the recorded value of a financial asset or a Bank of similar financial assets has been reduced by an impairment loss, interest income continues to be recognized using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss.

Expenses are recognized at accrual basis.

Fees and Commission Income
Fees income can be divided into the following two categories:

1. Fees income earned from services that are provided over a certain period.
   Fees earned for the provision of services over a period are accrued over that period. Such fees include "commission income and private wealth and asset management" fees, "custody and other management" fees.
2. Fee income forming an integral part of the corresponding financial instrument.
   Fees that the Bank considers to be an integral part of the corresponding financial instruments include loan origination fees, loan commitment fees for loans that are likely to be drawn down and other credit related fees.

Financial Guarantees, Letters of Credit and Unutilized Loan Commitments
The Bank issues financial guarantees, letters of credit and loan commitments.

Financial guarantees are initially recognized in the financial statements (within other liabilities) at fair value, being the premium received. Subsequent to initial recognition, the Bank's liability under each guarantee is measured at the higher of the amount initially. Recognized less cumulative amortization recognized in the income statement and an expected credit losses provision.

The premium received is recognized in the statement of income net of fees and commission income on a straight-line basis over the life of the guarantee.

Undrawn loan commitments and letters of credits are commitments under which, over the duration of the commitment, the Bank is required to provide a loan with pre-specified terms to the customer. Similar to financial guarantee contracts, these contracts are in the scope of the ECL requirements.

The nominal contractual value of financial guarantees, letters of credit and undrawn loan commitments, where the loan agreed to be provided is on market terms, are not recorded on in the statement of financial position.

The Bank occasionally issues loan commitments at below market interest rates drawdown. Such commitments are subsequently measured at the higher of the amount of the ECL and the amount initially recognized less, when appropriate, the cumulative amount of income recognized.

Financial Assets at Amortized Cost
Are the assets that the Bank's management intends to hold for the purpose of collecting the contractual cash flows which represents the cash flows that are solely payments of principal and interest on the outstanding principal.

Financial assets are recorded at cost upon purchase plus acquisition expenses. Moreover, the issue premium\ discount is amortized using the effective interest associated with the decline in value of these investments leading to the inability to recover the investment or parts thereof are deducted. any impairment is registered in the income statement and should be presented subsequently at amortized cost less any impairment losses.

The amount of impairment loss recognised at amortized cost is the expected credit loss of the financial assets at amortized cost.

Financial assets may not be reclassified to or from this category except as permitted under International Financial Reporting Standards (IFRS). (If any of these assets are sold before their maturity date, the resulting gain or loss shall be recognized in the income statement as a separate line item and disclosed in accordance with the specific requirements of IFRS).

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Bank commits to purchase or sell the asset.

Financial Assets at Fair Value through Other Comprehensive Income

These financial assets represent the investments in equity instruments held for the long term.

These financial assets are recognized at fair value plus transaction costs at purchase date and are subsequently measured at fair value in the statement of comprehensive income and within owner's equity including the changes in fair value resulting from translation of non-monetary assets stated in foreign currency. Gain or loss from the sale of these investments or part of them should be recognized in the statement of comprehensive income and within owner's equity and the balance of the revaluation reserve for these assets should be transferred directly to the retained earnings not to the income statement.

No impairment testing is required for these assets. Unless classified debt instrument as financial assets at fair value through other comprehensive income. In that case. the impairment is calculated through the expected credit loss model.

Dividends are recorded in the income statement.

Upon initial recognition, the Bank occasionally elects to classify irrevocably some of its equity investments as equity instruments at FVOCI when they meet the definition of definition of equity under IAS (32) Financial Instruments: Presentation and are not held for trading. Such classification is determined on an instrument-by-instrument basis.

Gains and losses on these equity instruments are never recycled to profit. Dividends are recognised in profit or loss as other operating income when the right of the payment has been established, except when the Bank benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI. Equity instruments at FVOCI are not subject to an impairment assessment.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular trades) are recognised on the trade date, i.e., the date that the Bank commits to purchase or sell the asset.

Impairment in Financial Assets

Overview of the Expected credit losses

The Bank has been recording the provision for expected credit losses for all loans and other debt financial assets not held at FVTPL, together with loan commitments and financial guarantee contracts, in this section all referred to as "financial instruments".

Equity instruments are not subject to impairment under IFRS (9).

The ECL provision is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss or LTECL), unless there has been no significant increase in credit risk since origination, in which case, the provision is based on the 12 months' expected credit loss (12mECL).

The 12mECL is the portion of LTECLs that represent the ECLs that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

Both LTECLs and 12mECLs are calculated on either an individual basis or a collective basis, depending on the nature of the underlying portfolio of financial instruments.

The Bank has established a policy to perform an assessment, at the end of each reporting period, of whether a financial instrument's credit risk has increased significantly since initial recognition, by considering the change in the risk of default occurring over the remaining life of the financial instrument.

Based on the above process, the Bank classifies its financial assets into the categories Stage 1, Stage 2 and Stage 3, as described below:

- **Stage 1:** When financial assets are first recognized, the Bank recognizes an allowance based on 12mECLs. Stage 1 loans also include facilities where the credit risk has improved, and the loan has been reclassified from Stage 2.
- **Stage 2:** When a financial asset has shown a significant increase in credit risk since origination, the Bank records an allowance for the LTECLs. Stage 2 loans also include facilities, where the credit risk has improved, and the loan has been reclassified from Stage 3.
- **Stage 3:** Financial assets considered credit impaired (default). The Bank records an allowance for the LTECLs. For financial assets for which the Bank has no reasonable expectations of recovering either the entire outstanding amount, or a proportion thereof, the gross carrying amount of the financial asset is reduced. This is considered a (partial) derecognition of the financial asset.

Modified Loans

The Bank sometimes makes concessions or modifications to the original terms of loans as a response to the borrower's financial difficulties, (rather than taking possession or to otherwise enforce collection of collateral.) The Bank considers a loan forborne when such concessions or modifications are provided as a result of the borrower's present or expected financial difficulties and the Bank would not have agreed to them if the borrower had been financially healthy. (Indicators of financial difficulties include defaults on covenants, or significant concerns raised by the Credit Risk Department). Forbearance may involve extending the payment arrangements and the agreement of new loan conditions. (Once the terms have been renegotiated, any impairment is measured using the original EIR as calculated before the modification of terms). It is the Bank's policy to monitor forborne loans to help ensure that future payments continue to be likely to occur. Derecognition decisions and classification between Stage 2 and Stage 3 are determined on a case-by-case basis. If these procedures identify a loss in relation to a loan, it is disclosed and managed as an impaired Stage 3 forborne asset until it is collected or written off.
When restructuring a loan or modifying its terms without cancellation, the Bank reassesses whether there is a substantial increase in credit risks. The Bank also reassess its classification.

Rent Contracts

The Bank evaluates the contracts when they are effective, to determine whether the contract is a lease or contains a rent. That is, if the contract transfers the right to control the use of the definite asset for a period of time in exchange for payments.
The Bank applies a unified approach to recognize and measure all leases, except short-term leases and low-value asset leases. The Bank recognizes lease obligations for rental payments and right-of-use assets representing the right to use leased assets.

Right-of-use assets

The Bank recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.
The cost of right-of-use assets includes the amount of lease obligations recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Bank is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognized right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life or the lease term. Right-of-use assets are subject to impairment.

Lease liabilities

At the commencement date of the lease, the Bank recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Bank and payments of penalties for terminating a lease, if the lease term reflects the Bank exercising the option to terminate.
The variable lease payments that do not depend on an index or a rate are recognized as expense in the period on which the event or condition that triggers the payment occurs.

Short-term rental contracts and low-value assets

The Bank applies the exemption related to the recognition of short-term lease contracts on some short-term lease contracts, i.e.: lease contracts that last for 12 months or less from the start date and do not include an asset purchase option. The Bank also applies the exemption for leasing contracts for low-value assets to some leasing contracts for assets that are considered low-value. The payments for short-term leases and leases of low-value assets are recognized as expenses on a straight-line basis over the lease term.

Property and Equipment

Property and equipment are stated at cost net of accumulated depreciation and any impairment loss in its value. Moreover, property and equipment (except for land) are depreciated according to the straight-line method over the estimated useful lives when ready for use of these assets using the following rates.

	%
Buildings	2
Machines and office equipment	15-10
Decorations	15
Vehicles	15
Computers	20

When the carrying amount of property and equipment exceeds their recoverable value, assets are written down and impairment loss is recorded in the income statement.
The useful lives of property and equipment are reviewed at the end of each year, in case the expected useful life is different from what was determined before the change in estimate is recorded in the following years being a change in estimates.
Property and equipment are derecognized when disposed or when there is no expected future benefit from their use or disposal.

Impairment of Non-Financial Assets

The Bank assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Bank makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an assets or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used.

Intangible Assets

Intangible assets acquired through mergers are stated at fair value at the date of acquisition, while intangible assets (not acquired through mergers) are recorded at cost.
Intangible assets are to be classified based on either definite or indefinite useful life. Intangible assets with definite useful economic lives are amortized over their useful lives and recorded as an expense in the income statement. Intangible assets with indefinite lives are reviewed in statement income for impairment as at the financial statements date, and impairment loss is recorded in the income statement.
Intangible assets resulting from the Bank's operations are not capitalized. They are rather recorded in the statement of income in the same period.
Any indications of impairment in the value of intangible assets as at the financial statements date are reviewed. Furthermore, the estimated useful lives of the impaired intangible assets are reassessed, and any adjustment is made in the subsequent period.
Intangible assets with definite useful economic lives at cost net of accumulated amortization. Intangible assets are amortized over their useful lives using the straight-line method using a 20% rate.

Provisions

Provisions are recognized when the Bank has an obligation as at the date of the financial statements as a result of past events, the obligation is likely to be settled, and a reliable estimate can be made of the amount of the obligation.

Provision for employees' end-of-service indemnities

Provision for end of service indemnity is established by the Bank to fare any legal or contractual obligations at the end of employees' services and is calculated based on the service terms as at the financial statements date.

Income Taxes

Income tax expenses represent current and deferred taxes.

Income tax expense is measured based on taxable income. Taxable income differs from income reported in the financial statements, as the latter includes non-taxable revenue, tax expenses not deductible in the current year but deductible in subsequent years, accumulated losses approved by tax authorities and items not accepted for tax purposes or subject to tax. Taxes are calculated based on the enacted tax rates according to the prevailing laws, regulations, and instructions of countries where the Bank operates.
Taxes expected to be incurred or recovered as a result of temporary timing differences between the value of the assets and liabilities in the financial statements and their respective tax bases. Deferred taxes are calculated based on the liability method, and according to the rates expected to be enacted when it is anticipated that the liability will be settled or when tax assets are recognized.
Deferred tax assets and liabilities are reviewed as at the date of the financial statements and reduced in case it is expected that no benefit will arise from payment or the elimination of the need for deferred tax liabilities partially or totally.

Cost of Shares Issuance or Buying the Bank's Shares

Cost arising from the issuance or purchase of the Bank's shares are charged to retained earnings (net of the tax effect of these costs if any). If the shares issuance or purchase process is incomplete these costs are recorded as expenses in the income statement.

Assets Under Management on Behalf of Customers

These represent the accounts managed by the Bank on behalf of its customers, but do not represent part of the Bank's assets. The fees and commissions on managing these accounts are taken to the income statement. Moreover, a provision is taken for the decline in the value of capital-guaranteed portfolios managed on behalf of its customers.

Offsetting

Financial assets and financial liabilities are offset, and the net amount is presented in the statement of financial position only when there is a legal right to offset the recognized amounts, and the Bank intends to either settle them on a net basis or to realize the assets and settle the liabilities simultaneously.

Seized Assets by the Bank Against Due Debts

Such assets are those that have been the subject of foreclosure by the Bank and are initially recognized among "other assets" at the foreclosure value or fair value whichever is least. At the date of the financial statements, seized assets are revalued individually (fair value less selling cost); any decline in fair value is recognized in the income statement. Any subsequent increase in value is recognized only to the extent that it does not exceed the previously recognized impairment losses.

Repurchase and Resale Agreements

Assets sold with a simultaneous commitment to repurchase them at a future date continue to be recognized in the financial statements as a result of the Bank's continuous control over these assets and as the related risk and benefits are transferred to the Bank upon occurrence. They also continue to be measured in accordance with the adopted accounting policies. Amounts received against these contracts are recorded within liabilities under borrowed funds. The difference between the sale price and the repurchase price is recognized as an interest expense amortized over the contract period using the effective interest rate method.

Purchased assets with corresponding commitment to sell at a specific future date are not recognized in the financial statements because the Bank has no control over such assets and the related risks and benefits are not transferred to the Bank upon occurrence. Payments related to these contracts are recoded under deposits with Banks and other financial institutions or loans and advances in accordance with the nature of each case. The difference between the purchase price and resale price is recoded as interest revenue amortized over the life of the contract using the effective interest rate method.

The Calculation of Expected Credit Losses

The Bank calculates expected credit losses based on the weighted average of three scenarios to measure the expected cash deficit, after discounting an approximate rate of effective interest rates. The cash deficit is the difference between the Bank's cash flows in accordance with the contract and the expected cash flows.

The mechanism for calculating expected credit losses, along with its key components, is outlined as follows:

- PD The Probability of Default is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period.
- EAD The Exposure at Default is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and interest, whether scheduled by contract or otherwise, expected drawdowns on committed facilities, and accrued interest from missed payments.
- LGD The Loss Given Default is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, including from the realization of any collateral. It is usually expressed as a percentage of the EAD.

When estimating expected credit losses, the Bank takes into account three scenarios (the base scenario, the best-case scenario, and the worst-case scenario). Each of these is associated with different weights of default probability, credit exposure at default, and loss given default. When relevant, the assessment of multiple scenarios also incorporates how defaulted loans are expected to be recovered, including the probability that the loans will be remediated and the value of collateral or the amount that might be received for selling the collaterals.

With the exception of credit cards and other revolving facilities, the maximum period for which the credit losses are determined is the contractual life of a financial instrument unless the Bank has the legal right to call it earlier.

Impairment losses and releases are accounted for and disclosed separately from modification losses or gains that are accounted for as an adjustment of the financial asset's gross carrying value.

The mechanism of the ECL method is summarized below:

Stage 1: The 12mECL is calculated as the portion of LTECLs that represent the ECLs that result from default events on a financial instrument that are possible within the 12 months after the reporting date. The Bank calculates the 12mECL allowance based on the expectation of a default occurring in the 12 months following the reporting date. These expected 12-month default probabilities are applied to a forecast EAD and multiplied by the expected LGD and discounted by an approximation to the original EIR. This calculation is made for each of the four scenarios, as explained above.

Stage 2: When a financial asset has shown a significant increase in credit risk since origination, the Bank records an allowance for the LTECLs. The mechanics are similar to those explained above, including the use of multiple scenarios, but PDs and LGDs are estimated over the lifetime of the instrument. The expected cash shortfalls are discounted by an approximation to the original EIR.

Stage 3: For financial assets which are considered credit-impaired, the Bank recognizes the lifetime expected credit losses for these loans. The method is similar to that for Stage 2 assets, with the PD set at 100% and with higher LGD than the first two stages. Afterwards, the provision is calculated in accordance with Central Bank of Jordan instructions no (8/2024) for each stage individually and whichever is more conservative is recorded.

Loan commitments When estimating LTECLs for undrawn loan commitments, the Bank estimates the expected portion of the loan commitment that will be drawn down over its expected life. The ECL is then based on the present value of the expected shortfalls in cash flows if the loan is drawn down, based on a probability-weighting of the four scenarios. The expected cash shortfalls are discounted at an approximation to the expected EIR on the loan. ECL is also calculated on all types of un-utilized limits and all indirect facilities.

Foreign Currencies

Transactions in foreign currencies during the year are recorded at the exchange rates prevailing at the date of the transaction.
Monetary assets and liabilities denominated in foreign currencies are translated at the date of the financial statements using the exchange rate prevailing at the date of the financial statement announced by the Central Bank of Jordan.
Non-monetary items measured at historical cost are translated according to the exchange at fair value rate prevailing at the transaction date, using the exchange rate prevailing at the date of evaluation.
Gains or losses resulting from foreign currency translation are recorded in the income statement.
Differences resulting from the translation of non-monetary assets and liabilities at fair value denominated in foreign currency, such as equity shares, are recorded as part of the change in the fair value using the exchange rates prevailing at the date of evaluation.
Profits and losses resulting from foreign currency exchange differences for debt instruments (interest -bearing) are recorded in financial assets at fair value through comprehensive income in the income statement. Foreign currency exchange differences for equity instruments are recorded in the fair value reserve in the shareholders' equity in the statement of financial position.

Fair Value

The Bank measures financial instruments at fair value at each financial statement date.
Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.
The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either, in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.
A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Bank uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.
All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Quoted market prices in active markets for identical assets or liabilities.
Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Bank determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.
For the purpose of fair value disclosures, the Bank has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.
Impairment is calculated through the difference between the book value of financial assets at amortized cost and the present value of expected future cash flows discounted using the original effective interest rate.
The book value of financial assets is reduced by the amortized cost by the impairment loss through the impairment reserve account. The change is recognized in the income statement.

Cash and Cash Equivalent

Cash and cash equivalents comprise cash and balances at central bank of Jordan and balances with Banks and financial institutions maturing within three months, less Banks and financial institutions deposits maturing within three months and restricted balances.

(3) Use of estimates

Preparation of the financial statements and application of the accounting policies require management to make judgments, estimates, and assumptions that affect the amounts of financial assets and financial liabilities and to disclose potential liabilities. Moreover, these estimates and judgments affect revenues, expenses, provisions, in general, expected credit losses, as well as changes in fair value that appear in the statement of comprehensive income and within shareholders' equity. In particular, the Bank's management requires judgments to be made to estimate the amounts and timing of future cash flows. These estimates are necessarily based on multiple hypotheses and factors with varying degrees of estimation and uncertainty. Meanwhile, the actual results may differ from estimates due to the changes arising from the conditions and circumstances of those estimates in the future.

Judgments, estimates, and assumptions are reviewed periodically. Moreover, the effect of the change in estimates is recognized in the financial period in which the change occurs if the change affects only the financial period. On the other hand, the effect of the change in estimates is recognized in the financial period in which the change occurs and in future periods if the change affects the financial period and future financial periods.

Management believes that its estimates in the financial statements are reasonable. The details are as follows:

Impairment of seized property

Impairment in value of properties possessed is recognized based on recent real estate valuations by qualified independent evaluators for calculating the asset impairment, which is reviewed periodically.

Useful lives of tangible assets and intangible assets

The Bank estimates the productive life of properties, machines, equipment, and intangible assets for the purposes of calculating depreciation and amortization, taking into account the expected use of the assets. Management reviews the residual values and productive lifespans annually, and future depreciation and amortization expense is adjusted if management believes that the productive lifespans differ from previous estimates.

Income tax

The fiscal year is charged with the income tax expense in accordance with the accounting regulations, laws, and standards. Moreover, deferred tax assets and liabilities and the required tax provision are recognized.

Litigations provision

A provision is made to meet any potential legal liabilities based on a legal study prepared by the Bank's legal counsel. This study identifies potential future risks and is reviewed periodically.

Provision of expected credit losses

Expected credit loss is measured as a 12-months expected credit loss for assets classified as stage 1, or as a lifetime expected credit loss for stage 2 or stage 3 classified assets.

Significant increase in credit risk

The asset moves from stage one to the stage two or stage three in case there is a significant increase in credit risk since initial recognition based on CBJ instructions and IFRS (9). Credit risk is evaluated whether it increases significantly for any of the assets through current and future quantitative and qualitative information used by the Bank's management related to assessing whether the credit risk of any asset has increased significantly that result in a change in the classification within the three stages (1, 2 and 3), the expected credit loss is measured as a 12-months expected credit loss for stage 1 assets or lifetime credit losses over the life of the assets classified as stage 2 or 3. The details of assets reclassified between stages are mentioned in note (38).

Re-Division of Portfolios and Movements Between Portfolios

The re-division of portfolios and movements between portfolios is more common when credit risk increases significantly (or when such a large increase is reflected). Therefore, assets are transferred from expected credit losses of between (12) months to another portfolio or vice versa. However, this may happen within the portfolios that continue to be measured on the same basis as expected credit losses for a 12-month period or a lifetime, but the amount of the expected credit loss changes due to the varying credit risk of portfolios.

Models and Assumptions Used

The Bank uses various models and assumptions in measuring the fair value of financial assets as well as in assessing the expected credit loss. The judgment is applied when determining the best models for each type of asset as well as for the assumptions used in those models, which include assumptions regarding the main drivers of credit risk.

A. Classification and Measurement of Financial Assets and Liabilities

The Bank classifies financial instruments or components of financial assets at initial recognition either as a financial asset or a financial liability, or as an equity instrument in accordance with the substance of the contractual agreements and the definition of the instrument. The reclassification of a financial instrument is subject to the substance of the financial statements and not to its legal form.
The Bank shall determine the classification at initial recognition and reassess such determination, if possible and appropriate, at each date of the statement of financial position.
When measuring financial assets and liabilities, certain assets and liabilities of the Bank are re-measured at fair value for financial reporting purposes. In assessing the fair value of any assets or liabilities, the Bank uses available observable market data. In the absence of Tier (1) inputs, the Bank conducts evaluations using professionally qualified independent evaluators. The Bank works closely with qualified external evaluators to develop appropriate valuation and data valuation techniques.

B. Fair Value Measurement

If the fair values of financial assets and financial liabilities included in the statement of financial position cannot be obtained from active markets, these fair values are determined using a range of valuation techniques involving the use of accounting models. If possible, the entered data for those models will be extracted from the market data. In the absence of such market data, fair values are determined by making judgments. These provisions include liquidity considerations and model data such as derivative volatility, longer-term discount rates, pre-payment ratios and default rates on asset-backed securities. Management believes that the valuation techniques used are appropriate to determine the fair value of financial instruments.

Key Sources of Uncertainty Estimates

The principal estimates used by Management in applying the Bank's accounting policies that have the most significant effect on the amounts recognized in the financial statements are as follows:

Determining the number and relative weight of scenarios, the outlook for each type of product / market, and the identification of future information relevant to each scenario.
When measuring the expected credit loss, the Bank uses reasonable and supported future information based on the assumptions of the future movement of the various economic drivers and the manner in which they affect each other.

Probability of Default

The potential for default is a key input in measuring the expected credit loss. The probability of default is an estimate of the probability of default over a given period of time, which includes the calculation of historical data, assumptions, and expectations relating to future circumstances.

Loss Given Default

Loss given default is an estimate of the loss arising from default. It is based on the difference between the contractual cash flows due and those that the financer expects to collect, considering cash flows from collateral and integrated credit adjustments.

Fair value measurement and valuation procedures

When estimating the fair value of financial assets and financial liabilities, the Bank uses available observable market data. In the absence of level (1) inputs, the Bank conducts evaluations using appropriate valuation models to determine the fair value of financial instruments.

Risk management

In light of the importance of managing the various risks surrounding the Bank's business activities that it is exposed to or may be exposed to in the future, the Bank has continued its work by following a risk management strategy in line with the directives of the Board of Directors, executive management, legislation and laws issued by the Central Bank of Jordan, where best practices have been applied and the latest means and methods used in risk management.

The risk management process includes identifying, measuring, evaluating and monitoring financial and non-financial risks that can negatively affect the overall performance of the Bank, the Risk Department is responsible for managing risks (credit, operational, market, liquidity and information security) within the framework of the Bank's organizational structure and the risk department evaluates and controls risks and recommends mitigating them and submitting the necessary reports to executive management and Risk Committee.
The Bank's risk management provides independent oversight and support that aims to establish and spread the concept of risk management as a whole on all levels of management and helps proactively in realizing potential losses and sets out the plan and procedures to take to confront these risks in the event of their occurrence.
The executive management is responsible for defining the main principles of risks and the level of risks that can be accepted, as well as an optimal distribution of them according to the various activities and segment of the Bank where executive management exercises its role in ensuring that the Bank manages various risks and adopts policies and procedures governing risk management in the Bank.
The Bank management also gives great importance to the requirements of Basel and best international practices for risk management, as it is considered as a framework to enhance the Bank's ability to improve the control environment and confront various types of risks.

Acceptable risks level (Risk Appetite)

The Bank's philosophy in determining the level of acceptable risks is the method by which the Bank has determined the levels of acceptable risks with, given that capital planning is the basis for determining the levels of acceptable risks.

The bottom-up approach methodology was used to determine acceptable levels of risk through the concerned departments within the Bank from the bottom of the organizational structure and then raise it to the top organizational structure for each of the risks (credit, concentrations, liquidity, interest rates, reputation, strategy, operation, market and capital structure).

The Objectives of Risk Appetite

The Bank aims to determine the acceptable levels of risk to the following:

1. Knowing the acceptable level of risk for each type of risk to which the Bank is exposed.
2. Protecting the Bank from risks that it might face and negatively affect its business.
3. Achieving strategic goals.
4. Ensuring that acceptable proportions of capital adequacy are maintained.
5. Control risks and work to reduce them.
6. Determining the capital needed to face all kinds of risks (economic capital).
7. Developing measures to monitor the acceptable level of risks in addition to the capital, asset quality, liquidity, and fluctuation in profits.

Stress testing

In accordance with the instructions issued by the Central Bank related to stress testing, the Bank has prepared a methodology for applying these stress tests and adopting a policy and work procedures by the Risk Committee from the Board of Directors where stress tests are an integral and essential part of the institutional governance and risk management system of the Bank as it has an impact on decision-making at the appropriate administrative level, including strategic decisions of the Board of Directors and Executive Management. To ensure this, the Board of Directors and Executive Management must have a key role in these tests, including setting test goals, defining scenarios, evaluating results, and defining measures to take based on the results of these. The tests at various levels are considered:

- A key tool to understand the Bank's risk matrix and its ability to withstand shocks and the high risks it may face.
- It is considered an important part of the capital planning process through the internal evaluation process of the capital adequacy (ICAPP) and improving the Bank's management of its capital.
- It helps the Bank in estimating the size of future capital that must be available in the coming years, in accordance with its strategy.
- An important part in the process of identifying, measuring, and controlling liquidity risk, in order to assess the Bank's liquidity and the adequacy of liquidity shock mitigators and improve the Bank's liquidity.

The mechanism by which stress situations are chosen

Scenarios of stressful situations are chosen to cover all the risks which the Bank is exposed to in accordance with the instructions issued by the Central Bank of Jordan, and a different set of scenarios are applied that range from the least influential to the most influential but are possible to occur are selected and identified by the Bank according to the different risks which it is exposed is such as (size, type, repetition and importance) in coordination with the various department where these tests aim to assess the Bank's financial position and adequacy, where necessary reports are prepared and applied to stress tests and present them to the Risk Committee from the Board of Directors, which in turn approves assumptions and scenarios used and discuss the results of the tests and approve the measures to be taken based on these results. The impact of stress testing on different financial assets is measured, whether at the level of the facilities or investment portfolio, as follows:

Measuring the impact of stress testing on the Bank's credit portfolio in terms of the increase of non-performing loans as a result of several factors, including the concentration in credit granting, the decline of economic sectors as a result of financial crises, the quality of the credit portfolio, the decrease in the value of guarantees provided and other factors. The impact of these scenarios is assessed for these risks on the income statement and the capital adequacy.

Measuring the impact of stress testing on the Bank's investments in terms of low liquidity of the markets invested in and a decrease in the value of investments due to financial and economic crises. The impact of scenarios for these risks is assessed on the income statement and the capital adequacy.

Measuring the impact of stress testing on the Bank's assets and liabilities in the event of changing the Dinar exchange rates against foreign currencies.

Measuring the impact of stress testing on the Bank's liquidity as a result of several factors, including the loss of our deposits with correspondent Banks, the concentration of Bank customer deposits and Bank deposits with us, extensive withdrawals of deposits, change of the Dinar exchange rates against foreign currencies and other factors. The impact of the scenarios of these risks is assessed based on statutory and liquidity ratios and based on a maturity scale.

Governance of stress testing

- Stress tests are an integral and essential part of corporate governance with the Bank by enhancing the Bank's ability to identify and control its risks and its major role in providing both the Board and Executive Management with indicators on the amount of capital required to meet the resultant losses on shocks or changes that affect the Bank's financial position and solvency.

Board of Directors' responsibility:

- Ensure that there is an effective framework for stress testing to assess the Bank's ability to withstand shocks and face high risks, as the Board has the ultimate responsibility for the stress testing program, and the adoption of work policies in this regard.
- Ensure that the Risk Department conducts stress tests on a regular basis, and that the Board has a key role in approving the assumptions and scenarios used, analyzing the results of the tests, and adopting the procedures to be taken based on these results.

Senior executive management responsibility:

- Implementing and monitoring the stress testing program, and in accordance with the methodology approved by the Board of Directors, which was originally based on the specific stress tests according to the instructions of the Central Bank of Jordan.
- Ensure that a qualified personal is available in the Risk Management Department to conduct stress tests and that the department has the appropriate tools and means for that.
- Ensuring that an appropriate number of possible scenarios related to the Bank's business are available, provided that these scenarios are understood and documented.
- Use the results of stress testing in setting and determining the degree of risk tolerance of the Bank and in the process of planning for capital and liquidity.
- Setting the appropriate remedial procedures based on the results of the tests carried out by Executive Management and submitting them to the Risk Committee and presenting them to the Board of Directors.

Responsibility of the Internal Audit department:

- The Internal Audit Department is responsible for reviewing and evaluating the framework of stress testing, at least annually, and for evaluating and reviewing results to be submitted to the Board of Directors.

Risk Department responsibility:

1. Designing a program of stress testing and using models and methodologies to test its impact on the Bank, so that it covers the following aspects and is not limited to them:
   - - Stress testing includes scenarios that range from least to most severe.
   - - Covering all complex financial products, if any.
   - - It considers potential changes in market conditions that may negatively affect the Bank's exposure to concentration risk.
   - - Including stress tests to some scenarios related to reputational risks, by reflecting the results of risks that affect the Bank's reputation, which may be reflected on the Bank's liquidity and liquid assets through customers withdrawing their deposits.
   - - The tests used are consistent with the degree of risk tolerance that the Bank has set for itself, so that the chosen scenarios are commensurate with the size, nature and complexity of the Bank's business and the risks associated with it.
   - -The stress testing program includes quantitative and qualitative methods to improve the comprehensiveness of these tests and make them supportive and complementary to the models and methods of risk management used in the Bank.
   - - It includes different types of tests, such as the simple sensitivity analysis based on changes in one risk factor and between scenarios based on statistical methods that take into account the relationships between the causes of systemic risks in times of crisis, knowing that the part related to these scenarios is determined by the Central Bank of Jordan on an annual basis.
2. Organizing an appropriate line of communication between the various parties concerned to take their views on the shocks and potential stressful situations if they occur with the aim of identifying assumptions and scenarios that are appropriate to the internal and external risks that the Bank may be exposed to so that all the parties involved with the Bank participate in this line of communication when determining these tests annually.
3. Submitting the results of the tests to the Basel Committee, and internal evaluation of the capital adequacy, and then to the Risk Management Committee derived from the Bank's Board of Directors annually.

The Bank's application for defaulting and the defaulting mechanism

The Bank follows and applies the instructions of the Central Bank of Jordan (the regulatory body) related to the International Financial Reporting Standard No. (9) to classify credit facilities into three stages.

1. **The Bank's application to default:**
   The instructions of the Central Bank of Jordan regarding the classification of defaulting loans and the suspension of interest are applied according to the requirements of IFRS (9). As for provisioning, instructions No. (8/2024) and (13/2018) related to the International Financial Reporting Standard (9) are adopted. The most conservative and severe results are taken, except in special cases and with prior approval by the Central Bank of Jordan.

2. **The defaulting mechanism:**
   The Bank follows up with a client before their default with the aim of not reaching the point of classifying the facilities granted to them. In case the classification is made, a provision is recorded against this loan in accordance with the adopted standards, among the mechanisms used to treat default by the Bank as follows:
   1. Debt scheduling according to the scheduling principles as per the instructions of the Central Bank of Jordan.
   2. Taking legal measures to collect what is owed to the Bank.

Definition of default:

The definition of default used in the measurement of expected credit losses and the assessment to determine movement between stages will be consistent with the definition of default used for internal credit risk management purposes, IFRS 9 does not define default, but contains a rebuttable presumption that default has occurred when an exposure is greater than 90 days past due.

The weighted probabilities are measured according to the best estimate and related to historical probability and current situations. The weighted scenarios are evaluated every three months.

The Bank uses 3 scenarios to reach a probable value when to estimate the expected credit losses as follows:

1. Main scenario (Baseline) weighed 40%
2. Best scenario (V shape) weighed 50%
3. Worst case scenario 1 (U shape) weighted 10%

The internal credit rating system of the Bank and its mechanism:

The Bank has implemented a credit risk rating system based on Standard and Poor's (S&P) classification models to measure the credit risk of large companies, small and medium-sized companies, which would positively reflect on the quality of the credit portfolio and help in making appropriate credit decisions as the following is extracted through the system:

Obligor Risk Rating (ORR) is divided into measuring the activity standards (qualitative) and the financial standards (quantitative) by:

Qualitative standards:

1. Measuring the risks of the countries in which the client practices their activity
2. Measuring the risks of the economic sectors that represent the client's activities
3. Measuring the client's competitive position in detail

Quantitative standards:

1. Measuring the client's financial risks by assessing cash flows, receivables, capital structure, and others.

Classification models include (modifier's) quality rates that enhance credit rating accuracy as follows:

1. The impact of the various activities of the client
2. The capital structure
3. Approved financing policy
4. Liquidity assessment
5. Management and governance

Clients are classified on the system at ten levels, where the classification grades are distributed from (1) high quality clients (few risks) to (10) high-risk customers.

As a result of assessing the client's credit rating through the system, the probability of default (PD) is determined.

The approved mechanism for calculating expected credit losses on financial instruments:

1. **The basic components of calculating the credit loss of financial instruments:**
   - Clients' staging
   - Probability of default ratio stage 1 (12-month projected credit losses) and stage 2 (expected credit losses over the life of the financial instrument).
   - Loss given default (LGD).
   - Exposure at default (EAD).

2. **Criteria for classifying client according to the stages:**
   The criterion for classifying the stages is one of the important parameters used to determine the expected credit losses according to the International Financial Reporting Standard No. (9), where financial instruments were classified into three stages in addition to a statement of the credit limitations for the transfer of the financial instrument / exposures between the stages according to the instructions issued by the Central Bank of Jordan No. (13/2018).
3. **Probability of default – PD**
   Corporate portfolio
   Based on the probability of default resulting from the analysis of all quantitative and qualitative data of the client through the credit rating system as this is done through the approved models of the company (S&P) and based on historical data, a future probability of default is calculated and linking it to the macroeconomic indicators.
   Individual portfolio
   Individual risk is measured at the level of each product separately (personal loans / housing loans / credit cards / car loans) through the evaluation of the product Roll Rate Approach, through customer behavior records and their commitment to pay on the historical agreed upon times to link them to all variables of macroeconomic factors to determine the future probability of default.
   Debt portfolio and money market
   The default probability of debt instruments classified under the amortized cost portfolio (AC) and other comprehensive income statement (OCI) is calculated on an individual basis based on the probability of default according to external classification.
   Debt instruments issued by the Jordanian government, or guaranteed by it, and current accounts are excluded from calculating the expected credit losses.
4. **Loss Given Default - LGD**
   The percentage of loss is measured on the assumption of default, based on the present value of the guarantees provided by the client based on historical ratios of financial recoveries and converting the guarantees into cash as a result of implementation of the guarantees due to default, taking into account the time dimension and credit dilution, which includes the part covered and not covered by the guarantees according to the requirements of the Central Bank of Jordan.
5. **Exposure at Default – EAD**
   It is defined as the size of the indebtedness to which the Bank may be exposed to the possibility of non-payment if the customer defaults as follows:
   - It is the current balance in relation to direct and indirect facilities.
   - In the case of ceilings, the value of the amount exposed to default: it is the used balance in addition to a percentage of the unutilized ceiling (direct and indirect) based on a historical study of the extent of utilization of these ceilings.

Governance of implementing the requirements of IFRS (9):

The Bank is adherent to the instructions of institutional governance, including the instructions of the Central Bank of Jordan and the best international practices that were included in the Basel Committee in this regard in a manner that achieves the rule of implementation of the International Financial Reporting Standard. The following are the responsibilities of the Board of Directors, the Executive Management, the committees concerned, and departments to ensure the appropriateness of applying the financial reporting standard:

Board Responsibilities:

- Approving the policies, assumptions and models used for the application of the standard.
- Approving the expected credit losses in the Bank's financial statements.
- Ensuring proper application of the standard by defining the roles of committees, departments and work units in the Bank and ensuring complementarity of work among them and providing the appropriate infrastructure.
- Overseeing, through the committees of the Board, the Executive Management to develop the necessary systems to provide adequate information in an accurate and safe matter so that it provides the accurate capability of the Bank to record through the participation of all relevant business units in the Bank and under the supervision of the Bank's Board of Directors and its related committees.
- Approving of amendments that could affect the business model, the Bank's strategy, measurement and evaluation methodologies for the credit process, pricing and guarantees mechanism for credit products or assets that fall within the standard.
- Ensuring that the Bank manages its credit risk within the appropriate best practices, including effective control systems within the credit process that includes a clear determination of the amount of provisions required for all of its risks.
- Ensuring that the supervisory units in the Bank, specifically risk management, manage the internal audit of all necessary processes to verify the validity and integrity of the methodologies and systems used within the framework of the application of IFRS (9) and work to provide the necessary support for these control units.

Executive Management Responsibilities:

- Providing the appropriate infrastructure and providing recommendations regarding required changes or improvements that help to implement the standard in an accurate and comprehensive manner that includes qualified personnel and an adequate database in terms of accuracy and comprehensiveness.
- Reviewing the policies, work procedures, regulations and any other relevant standards and explaining their suitability for implementing the standard.
- Distributing tasks and responsibilities and ensuring the participation of all relevant business units in the proper application of the standard.
- Monitoring the periodic reports related to the results of calculating and applying the standard and determine the impact of the application of the standard on the financial position of the Bank.
- Applying corrective measures approved by the Board of Directors.
- Reflecting the impact of the application of the standard on the Bank's strategy and pricing policy.
- It is responsible for any exceptions of the results of the system outputs, the specific procedures, and the documented forms of the calculation process.
- Reviewing the staging rules process and making the necessary recommendations.
- View the calculation of expected credit losses and recommend their approval.
- Recommend any exception or amendment to the results of calculating the expected credit losses required and in accordance with clear and documented justifications.

Risks Management Committee Responsibilities:

- Reviewing the framework and assumptions for calculating expected credit losses and recommend their approval.
- Supervising the efficiency and effectiveness of the process of calculating the expected credit losses.

Responsibilities of the Audit Committee:

- Ensuring that the methodologies and systems used in the application of IFRS (9) have been verified.
- Monitoring the compliance with the framework for calculating expected credit losses in accordance with IFRS (9) and ensuring that the internal audit fulfills its duty in this regard.
- Reviewing the financial statements after implementing the standard, in particular verifying the implementation of the instructions of the Central Bank of Jordan regarding the adequacy of provisions and expressing an opinion on the Bank's non-operating loans before submitting them to the Board of Directors.
- Reviewing the observations in the Central Bank's reports and the external auditor's reports and following up on the measures taken in their regard.
- Reviewing the accounting issues that have a material impact on the Bank's financial statements and ensure the accuracy of the accounting and control procedures and its safety and adherence to them.
- Ensuring through the Internal Audit Department that all financial instruments/ credit exposures have been measured for expected credit losses.

Compliance Department Responsibilities:

Ensuring compliance with applicable laws and instructions related to preparing the financial statements and applying the required standard and disclosures.

Risk Department Responsibilities

- Calculating the expected credit losses.
- Reviewing the models and assumptions used for calculating the provision and recommending any required adjustments.
- Evaluating the credit rating systems, their parameters, and results.
- Preparing periodic, qualitative and detailed quantitative disclosures required by the Central Bank of Jordan for the purposes of complying with the requirements of the standard.
- Reviewing the transferring process between the different stages and comparing it with the policy of transferring requirements between stages and reviewing these limitations periodically.

Finance Department Responsibilities:

- Participating with departments in developing and building the business model, including the classification of the Bank's financial assets in accordance with the principles of IFRS (9).
- Make the necessary accounting adjustments and restrictions after approving the results and verifying that all financial instruments have been accounted for.
- Reviewing the necessary disclosures in cooperation with the relevant departments of the Bank in accordance with the requirements of the standard and the instructions of the Central Bank.

The following are the most prominent determinants used to measure the significant change in credit risk:

- There is a decrease or a decline in the actual internal credit rating of the borrower according to the internal evaluation system applied by the Bank compared to the degree of the internal rating of the borrower at the time of granting.
- The presence of unpaid dues on a client or borrower account exceeding a certain period.
- Knowing that the borrower faces difficulties affecting the cash flow
- Violating debt covenants or conditions in a manner that affects the obligation to repay.
- The market value of collaterals declines significantly.
- The possibility of a borrower entering Bankruptcy procedures.

Macroeconomic Factors, Forward Looking Information (FLI) and Multiple Scenarios

The measurement of expected credit losses for each stage and the assessment of significant increases in credit risk must consider information about past events and current conditions as well as reasonable and supportable forecasts of future events and economic conditions, The estimation and application of forward-looking information will require significant judgment from the bank's management.

PD, Loss Given Default (LGD) and Exposure at Default (EAD) inputs used to estimate Stage 1 and Stage 2 credit loss allowances are modelled based on the macroeconomic variables (or changes in macroeconomic variables) that are most closely correlated with credit losses in the relevant portfolio.

Each macroeconomic scenario used in calculating the expected credit losses is linked to changing macroeconomic factors. Our estimates are used to calculate expected credit losses for stage 1 and stage 2 using discounted weighted scenarios that include future macroeconomic information for the next three years.

- The following macroeconomic variables are used when performing futuristic forecasts:
  1. Gross Domestic Product
  2. Unemployment rate
  3. Stock market index price
  4. Inflation rate

(4) Cash and Balances at Central Bank of Jordan

Item	31 December 2025	31 December 2024
	JD	JD
Cash in vaults	25,657,364	25,136,413
Balances at central bank of Jordan:		
Current and call accounts	18,331,025	41,317,396
Statutory cash reserve	35,524,128	33,627,693
One-night deposits	23,000,000	-
Certificates of deposits	7,600,000	16,900,000
Total balances at central bank of Jordan *	84,455,153	91,845,089
Total cash and balances at central bank of Jordan	110,112,517	116,981,502

- The statutory cash reserve is amounted to JD 35,524,128 as at 31 December 2025 (JD 33,627,693 as at 31 December 2024).
- Except for the statutory cash reserve there are no restricted cash balances as at 31 December 2025 and 2024.
- There are no balances maturing within a period of more than three months as at 31 December 2025 and 2024.
- The certificates of deposits are amounted to JD 7,600,000 as at 31 December 2025, those deposits matured on 6 January 2026 (JD 16,900,000 as at 31 December 2024, those deposits matured on 7 January 2025).

* Set out below is the movement in the balances at central bank of Jordan for the years ended 31 December 2025 and 2024:

Item	Stage 1	Stage 2	Stage 3	Total	
				31 December 2025	31 December 2024
	JD	JD	JD	JD	JD
Total balance at the beginning of the year	91,845,089	-	-	91,845,089	45,374,392
New balances during the year	30,600,000	-	-	30,600,000	16,925,859
Settled balances during the year	(16,900,000)	-	-	(16,900,000)	-
Changes due to adjustments	(21,089,936)	-	-	(21,089,936)	29,544,838
Total balance at the end of the year	84,455,153	-	-	84,455,153	91,845,089

- There are no transfers between the stages (stage 1, stage 2, and stage 3) or any written off balances for the year ended 31December2025and2024.

(5) Balances and Deposits at Banks and Financial Institutions, Net

Item	Banks and Financial Institutions				Total	
	Inside Jordan		Outside Jordan			
	31 December 2025	31 December 2024	31 December 2025	31 December 2024	31 December 2025	31 December 2024
	JD	JD	JD	JD	JD	JD
Current and call accounts	-	-	29,543,390	10,905,957	29,543,390	10,905,957
Deposits maturing within a period of three months or less	20,809,000	16,537,600	1,820,344	275,486	22,629,344	16,813,086
Total	20,809,000	16,537,600	31,363,734	11,181,443	52,172,734	27,719,043
Less: Provision for expected credit losses *	(2,074)	(668)	(247)	(193)	(2,321)	(861)
	20,806,926	16,536,932	31,363,487	11,181,250	52,170,413	27,718,182

- The non-interest-bearing balances and deposits at banks and financial institutions amounted to JD 29,543,390 as at 31 December 2025 (JD 10,905,957 as at 31 December 2024).
- There are no restricted balances as at 31 December 2025 and 2024.

Set out below is the classification of the balances and deposits at banks and financial institutions -gross, according to the Bank's internal credit rating as at 31 December 2025 and 2024:

Classification	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
-5	52,172,734	-	-	52,172,734	27,719,043
Total	52,172,734	-	-	52,172,734	27,719,043

Set out below is the movement in the balances and deposits at banks and financial institutions for the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance at the beginning of the year	27,719,043	-	-	27,719,043	68,718,565
New balances and deposits during the year	20,722,766	-	-	20,722,766	17,724,777
Settled balances and deposits during the year	(1,778,406)	-	-	(1,778,406)	(57,676,300)
Changes due to adjustments	5,509,331	-	-	5,509,331	(1,047,999)
Balance at the end of the year	52,172,734	-	-	52,172,734	27,719,043

There were no transfers between the stages (stage 1 stage 2, and stage 3) or any written-off balances for the year ended 31 December 2025 and 2024.

* Set out below is the movement in the provision for expected credit losses (ECL) for balances and deposits at banks and financial institutions during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance at the beginning of the year	861	-	-	861	1,781
ECL for new balances during the year	2,060	-	-	2,060	667
Recovered from ECL on settled balances	(71)	-	-	(71)	(1,456)
Changes due to adjustments	(529)	-	-	(529)	(131)
Balance at the end of the year	2,321	-	-	2,321	861

(6) Direct Credit Facilities, Net

Item	31 December 2025	31 December 2024
	JD	JD
Individuals (retail):		
Overdraft accounts	572,144	1,772,997
Loans and promissory notes *	185,813,681	203,258,221
Credit Cards	5,704,250	6,447,183
Real Estate Loans	110,413,443	103,006,612
Companies:		
A - Large:		
Overdraft accounts	94,357,534	80,374,803
Loans and promissory notes *	431,887,981	377,653,905
B- SMEs:		
Overdraft accounts	15,375,178	16,671,908
Loans and promissory notes *	59,678,076	43,514,817
Government and Public Sector	54,878,094	23,454,457
Total	**958,680,381**	**856,154,903**
(Less): provision for expected credit losses	(51,802,972)	(57,828,163)
interest in suspense	(20,166,612)	(22,596,009)
Net direct credit facilities	886,710,797	775,730,731

* Net after deducting interest and commissions received in advance, amounted to JD 321,967 as at 31 December 2025 (JD 222,171 as at 31 December 2024).

- Credit facilities classified as stage 3, amounted to JD 88,876,031 representing 9.27% of total direct credit facilities as at 31 December 2025 (JD 91,212,783 representing 10.65% of total direct credit facilities as at 31 December 2024).
- Credit facilities classified as stage 3, net of interest and commissions in suspense amounted to JD 68,709,419 representing 7.32% of total direct credit facilities net of interest and commissions in suspense as at 31 December 2025 (JD 68,616,774 representing 8.23% of total credit facilities net of interest and commissions in suspense as at 31 December 2024).
- There are no direct credit facilities guaranteed by the Government of Jordan as at 31 December 2025 (JD 3,750,000 as at 31 December 2024).

Set out below is the movement in the direct credit facilities collectively during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	558,962,080	205,980,040	91,212,783	856,154,903	818,917,343
Granted credit facilities during the year	131,036,385	253,200	383,621	131,673,206	83,863,478
Fully settled credit facilities during the year	(32,989,111)	(734,718)	(2,105,711)	(35,829,540)	(31,066,287)
Transferred to stage 1	103,472,272	(102,599,336)	(872,936)	-	-
Transferred to stage 2	(12,189,897)	13,783,253	(1,593,356)	-	-
Transferred to stage 3	(5,411,410)	(20,075,507)	25,486,917	-	-
Changes due to adjustments	26,262,465	4,054,634	(579,067)	29,738,032	5,901,372
Written-off facilities *	-	-	(1,084,810)	(1,084,810)	(789,947)
Credit facilities transferred to off statement of financial position regulatory accounts**	-	-	(21,971,410)	(21,971,410)	(20,671,056)
Balance as at the end of the year	769,142,784	100,661,566	88,876,031	958,680,381	856,154,903

Set out below is the movement in the provision for expected credit losses (ECL) collectively during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	1,770,735	4,971,934	51,085,494	57,828,163	63,314,138
ECL on facilities granted during the year	217,371	10,481	161,224	389,076	366,912
Recovered from ECL during the year	(96,686)	(25,393)	(442,716)	(564,795)	(613,121)
Transferred to stage 1	218,836	(209,188)	(9,648)	-	-
Transferred to stage 2	(154,092)	206,080	(51,988)	-	-
Transferred to stage 3	(97,515)	(561,129)	658,644	-	-
Effect on provision due to reclassification among the three stages	-	(423,636)	7,292,808	6,869,172	7,837,580
Changes due to adjustments	(162,426)	(233,924)	72,010	(324,340)	259,563
Written-off facilities *	-	-	(554,558)	(554,558)	(201,859)
ECL provision transferred to off statement of financial position regulatory accounts **	-	-	(11,839,746)	(11,839,746)	(13,135,050)
Balance as at the end of the year	1,696,223	3,735,225	46,371,524	51,802,972	57,828,163

Set out below is the movement in the provision for expected credit losses (ECL) by facility type during the years ended 31 December 2025 and 2024:

For the year ended 31 December 2025	Individuals	Real estate	Corporate	SME's	Government and public sector	Total
	JD	JD	JD	JD	JD	JD
Balance as at the beginning of the year	23,264,775	2,173,284	27,453,211	4,929,412	7,481	57,828,163
ECL on granted facilities during the year	161,795	11,325	111,286	76,981	27,689	389,076
Recovered from ECL on fully settled facilities during the year	(490,171)	(49,653)	(12,578)	(12,393)	-	(564,795)
Transferred to stage 1	(105,958)	17,972	85,940	(30,725)	-	(32,771)
Transferred to stage 2	(276,672)	(52,627)	(225,392)	(9,546)	-	(564,237)
Transferred to stage 3	382,630	34,655	139,452	40,271	-	597,008
Effect on provision due to reclassification among the three stages	2,164,180	448,046	4,087,679	169,267	-	6,869,172
Changes due to adjustments	735,943	(604,082)	(953,554)	460,121	37,232	(324,340)
Written-off facilities *	(58,335)	(214,752)	(132,421)	(149,050)	-	(554,558)
ECL provision transferred to off statement of financial position regulatory accounts **	(5,558,489)	(128,398)	(2,827,111)	(3,325,748)	-	(11,839,746)
Balance as at the end of the year	20,219,698	1,635,770	27,726,512	2,148,590	72,402	51,802,972
Re-allocation:						
Provision on an individual basis	20,219,698	1,635,770	27,726,512	2,148,590	72,402	51,802,972

* During the year 2025 direct credit facilities amounted to JD 1,084,810 were written-off, with interest in suspense amounted to JD 530,252 and the provision against them amounted to JD 554,558 according to the Board of Directors' decision.

** During the year 2025 direct credit facilities amounted to JD 21,971,410 were transferred to off statement of financial position regulatory accounts and the provision against them amounted to JD 11,839,746 with interest in suspense amounted to JD 10,131,664 according to the Board of Directors' decision.

- Direct credit facilities amounted to JD 213,359,832 with interest in suspense amounted to JD 130,007,685 and a provision against them amounted to JD 83,352,147 as at 31 December 2025, were listed in regulatory accounts off the statement of financial position according to the Board of Directors' decisions, as these accounts are fully covered as at the date of the financial statements.
- The provisions disclosed above are calculated on an individual customer basis.
- The amounts of provisions that are no longer required due to the settlements or repayments of debts that were transferred against other debts is JD 8,512,728 as at 31 December 2025 (JD 6,144,904 as at 31 December 2024).

For the year ended 31 December 2024	Individuals	Real estate	Corporate	SME's	Government and public sector	Total
	JD	JD	JD	JD	JD	JD
Balance as at the beginning of the year	21,742,755	3,964,388	31,532,689	6,053,455	20,851	63,314,138
ECL on granted facilities during the year	235,079	11,275	97,874	22,684	-	366,912
Recovered from ECL on fully settled facilities during the year	(328,970)	(72,485)	(151,353)	(60,313)	-	(613,121)
Transferred to stage 1	(77,809)	(30,845)	(323,837)	43,017	-	(389,474)
Transferred to stage 2	(554,477)	(2,916)	238,850	(31,324)	-	(349,867)
Transferred to stage 3	632,286	33,761	84,987	(11,693)	-	739,341
Effect on provision due to reclassification among the three stages	4,433,192	268,741	3,134,821	826	-	7,837,580
Changes due to adjustments	753,625	(155,698)	(702,263)	377,269	(13,370)	259,563
Written-off facilities	(150,250)	(45,437)	-	(6,172)	-	(201,859)
ECL provision transferred to off statement of financial position regulatory accounts	(3,420,656)	(1,797,500)	(6,458,557)	(1,458,337)	-	(13,135,050)
Balance as at the end of the year	23,264,775	2,173,284	27,453,211	4,929,412	7,481	57,828,163
Re-allocation:						
Provision on an individual basis	23,264,775	2,173,284	27,453,211	4,929,412	7,481	57,828,163

– Set out below is the classification of total facilities granted to corporate, according to the Bank's internal credit ratings as at 31 December 2025 and 2024:

Classification	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
-2	-	-	-	-	778,555
+3	802,229	-	-	802,229	852,531
4	6,207,310	-	-	6,207,310	1,517,306
-4	43,694,987	-	-	43,694,987	8,914,513
+5	150,301,605	-	-	150,301,605	91,995,115
5	94,541,321	26,079,325	-	120,620,646	159,402,930
-5	78,933,503	30,654,317	-	109,587,820	93,779,299
+6	24,661,612	16,706,492	-	41,368,104	45,832,865
6	7,213,126	-	-	7,213,126	6,906,529
-6	-	-	-	-	8,616,894
+7	-	-	-	-	135,493
8	-	-	3,107,490	3,107,490	487,762
9	-	-	6,899,190	6,899,190	8,632,371
10	-	-	36,478,484	36,478,484	30,189,344
Not rated	10,077	-	-	10,077	9,340
Total	**406,365,770**	**73,440,134**	**46,485,164**	**526,291,068**	**458,050,847**

Set out below is the movement in the total facilities granted to corporate during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	250,621,230	168,120,140	39,309,477	458,050,847	420,260,606
Granted facilities during the year	57,429,524	-	70,775	57,500,299	40,024,520
Fully settled facilities during the year	(7,877,032)	-	-	(7,877,032)	(9,360,946)
Transferred to stage 1	86,104,547	(86,104,547)	-	-	-
Transferred to stage 2	-	-	-	-	-
Transferred to stage 3	(1,849,196)	(11,505,487)	13,354,683	-	-
Changes due to adjustments	21,936,697	2,930,028	(1,695,490)	23,171,235	17,133,532
Credit facilities transferred to off statement of financial position regulatory accounts	-	-	(4,365,975)	(4,365,975)	(9,610,224)
Written-off credit facilities	-	-	(188,306)	(188,306)	(396,641)
Balance as at the end of the year	406,365,770	73,440,134	46,485,164	526,291,068	458,050,847

– Set out below is the movement in the provision for expected credit losses (ECL) for corporate facilities during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	544,640	3,122,547	23,786,024	27,453,211	31,532,689
ECL on granted facilities during the year	90,364	-	20,922	111,286	97,874
Recovered from ECL on fully settled facilities during the year	(12,578)	-	-	(12,578)	(151,353)
Transferred to stage 1	150,025	(150,025)	-	-	-
Transferred to stage 2	-	-	-	-	-
Transferred to stage 3	(64,085)	(75,367)	139,452	-	-
Effect on provision due to reclassification among the three stages for the year	-	(301,488)	4,389,167	4,087,679	3,134,821
Changes due to adjustments	64,982	366,395	(1,384,931)	(953,554)	(702,263)
Provisions transferred to off statement of financial position regulatory accounts	-	-	(2,827,111)	(2,827,111)	(6,458,557)
Written-off facilities	-	-	(132,421)	(132,421)	-
Balance as at the end of the year	773,348	2,962,062	23,991,102	27,726,512	27,453,211

– Set out below is the classification of total facilities granted to SME's, according to the Bank's internal credit rating as at 31 December 2025 and 2024:

Classification	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
3	1	-	-	1	-
+4	-	-	-	-	311,513
4	6,986,219	120,235	-	7,106,454	9,039,947
-4	853,162	-	-	853,162	2,233,486
+5	21,698,014	508,681	-	22,206,695	11,468,833
5	19,192,147	279,042	-	19,471,189	12,810,507
-5	12,219,307	441,667	-	12,660,974	8,246,019
+6	4,920,165	1,303,361	-	6,223,526	4,051,989
6	443,176	80,029	-	523,205	137,479
-6	429,412	829,268	-	1,258,680	2,007,317
+7	-	321,865	-	321,865	415,130
7	-	5,692	-	5,692	10,876
-7	-	136,212	-	136,212	316,047
8	-	-	340,448	340,448	807,244
9	-	-	770,191	770,191	181,139
10	-	-	3,318,180	3,318,180	8,295,768
Not rated	74	-	-	74	-
Total	**66,741,677**	**4,026,052**	**4,428,819**	**75,196,548**	**60,333,294**

- Set out below is the movement in the total facilities granted to SMEs during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	45,041,236	6,007,907	9,284,151	60,333,294	51,813,575
Granted facilities during the year	16,795,698	-	120,689	16,916,387	8,081,261
Fully settled facilities during the year	(742,337)	(105,169)	(89,120)	(936,626)	(1,969,980)
Transferred to stage 1	2,827,710	(2,669,576)	(158,134)	-	-
Transferred to stage 2	(1,472,161)	1,608,373	(136,212)	-	-
Transferred to stage 3	(254,634)	(639,178)	893,812	-	-
Changes due to adjustments	4,546,165	(176,305)	703,981	5,073,841	4,425,026
Credit facilities transferred to off statement of financial position regulatory accounts	-	-	(5,894,400)	(5,894,400)	(1,989,977)
Written-off facilities	-	-	(295,948)	(295,948)	(26,611)
Balance as at the end of the year	66,741,677	4,026,052	4,428,819	75,196,548	60,333,294

Set out below is the movement in the provision for expected credit losses (ECL) for SMEs facilities during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	125,741	141,921	4,661,750	4,929,412	6,053,455
ECL on granted facilities during the year	20,447	-	56,534	76,981	22,684
Recovered from ECL on fully settled facilities during the year	(361)	(11)	(12,021)	(12,393)	(60,313)
Transferred to stage 1	12,097	(8,288)	(3,809)	-	-
Transferred to stage 2	(38,153)	38,153	-	-	-
Transferred to stage 3	(4,669)	(39,411)	44,080	-	-
Effect on provision due to reclassification among the three stages for the year	-	(64,995)	234,262	169,267	826
Changes due to adjustments	(42,563)	15,131	487,553	460,121	377,269
Provisions transferred to off statement of financial position regulatory accounts	-	-	(3,325,748)	(3,325,748)	(1,458,337)
Written-off facilities	-	-	(149,050)	(149,050)	(6,172)
Balance as at the end of the year	72,539	82,500	1,993,551	2,148,590	4,929,412

- Set out below is the distribution of total facilities granted to individuals, according to type of facility as at 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Credit cards	4,624,661	179,818	710,924	5,515,403	6,278,475
Overdraft account	323,121	11,722	237,301	572,144	1,772,997
Car loans	8,482,941	657,650	871,941	10,012,532	10,330,044
Personal loans	132,148,157	14,062,510	29,590,482	175,801,149	192,928,177
Total	**145,578,880**	**14,911,700**	**31,410,648**	**191,901,228**	**211,309,693**

- Set out below is the movement in the total facilities granted to individuals during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	160,535,884	15,008,621	35,765,188	211,309,693	215,559,846
Granted facilities during the year	20,232,634	253,200	192,157	20,677,991	24,000,496
Fully settled facilities during the year	(16,358,510)	(358,724)	(542,186)	(17,259,420)	(13,715,697)
Transferred to stage 1	4,311,339	(3,677,556)	(633,783)	-	-
Transferred to stage 2	(8,957,991)	10,129,796	(1,171,805)	-	-
Transferred to stage 3	(2,046,461)	(6,263,259)	8,309,720	-	-
Changes due to adjustments	(12,138,015)	(180,378)	797,617	(11,520,776)	(8,458,952)
Credit facilities transferred to off statement of financial position regulatory accounts	-	-	(11,165,840)	(11,165,840)	(5,808,779)
Written–off facilities	-	-	(140,420)	(140,420)	(267,221)
Balance as at the end of the year	145,578,880	14,911,700	31,410,648	191,901,228	211,309,693

- Set out below is the movement in the provision for expected credit losses (ECL) for individual's facilities during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	993,926	1,413,127	20,857,722	23,264,775	21,742,755
ECL on granted facilities during the year	67,546	10,481	83,768	161,795	235,079
Recovered from ECL on fully settled facilities during the year	(82,018)	(25,382)	(382,771)	(490,171)	(328,970)
Transferred to stage 1	35,855	(30,159)	(5,696)	-	-
Transferred to stage 2	(113,053)	163,792	(50,739)	-	-
Transferred to stage 3	(28,760)	(410,305)	439,065	-	-
Effect on provision due to reclassification among the three stages for the year	-	12,089	2,152,091	2,164,180	4,433,192
Changes due to adjustments	(178,883)	(495,612)	1,410,438	735,943	753,625
Provisions transferred to off statement of financial position regulatory accounts	-	-	(5,558,489)	(5,558,489)	(3,420,656)
Written-off facilities	-	-	(58,335)	(58,335)	(150,250)
Balance as at the end of the year	694,613	638,031	18,887,054	20,219,698	23,264,775

- Set out below is the classification of total real estate loans, according to the Bank's internal credit rating as at 31 December 2025 and 2024:

Classification	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
4	1,282,476	-	-	1,282,476	264,127
-4	-	-	-	-	223,831
+5	15,991,714	1,991,375	-	17,983,089	8,836,712
5	28,751,205	-	-	28,751,205	10,382,122
-5	4,584,357	225,908	-	4,810,265	22,382,067
+6	9,231,458	-	-	9,231,458	11,239,666
6	45,424	-	-	45,424	61,286
-6	-	1,831,993	-	1,831,993	876,007
7	-	12,446	-	12,446	5,289,130
-7	-	-	-	-	150,998
8	-	-	1,686,099	1,686,099	613,507
9	-	-	467,681	467,681	217,025
10	-	-	4,397,620	4,397,620	6,023,346
Not rated	35,691,729	4,221,958	-	39,913,687	36,446,788
Total	**95,578,363**	**8,283,680**	**6,551,400**	**110,413,443**	**103,006,612**

– Set out below is the movement in the real estate loans during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	79,309,364	16,843,370	6,853,878	103,006,612	101,555,641
Granted facilities during the year	9,169,112	-	-	9,169,112	11,757,199
Fully settled facilities during the year	(4,261,233)	(270,823)	(1,474,376)	(6,006,432)	(6,019,661)
Transferred to stage 1	10,228,672	(10,147,657)	(81,015)	-	-
Transferred to stage 2	(1,759,745)	2,045,084	(285,339)	-	-
Transferred to stage 3	(1,261,119)	(1,667,583)	2,928,702	-	-
Changes due to adjustments	4,153,312	1,481,289	(385,119)	5,249,482	(925,017)
Written-off facilities	-	-	(460,136)	(460,136)	(99,474)
Credit facilities transferred to off statement of financial position regulatory accounts	-	-	(545,195)	(545,195)	(3,262,076)
Balance as at the end of the year	95,578,363	8,283,680	6,551,400	110,413,443	103,006,612

– Set out below is the movement in the provision for credit loss (ECL) for real estate loans during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	98,947	294,339	1,779,998	2,173,284	3,964,388
ECL on granted facilities during the year	11,325	-	-	11,325	11,275
Recovered from ECL on fully settled facilities during the year	(1,729)	-	(47,924)	(49,653)	(72,485)
Transferred to stage 1	20,859	(20,716)	(143)	-	-
Transferred to stage 2	(2,886)	4,135	(1,249)	-	-
Transferred to stage 3	(1)	(36,046)	36,047	-	-
Effect on provision due to reclassification among the three stages for the year	-	(69,242)	517,288	448,046	268,741
Changes due to adjustments	(43,194)	(119,838)	(441,050)	(604,082)	(155,698)
Provisions transferred to off statement of financial position regulatory accounts	-	-	(128,398)	(128,398)	(1,797,500)
Written-off facilities	-	-	(214,752)	(214,752)	(45,437)
Balance as at the end of the year	83,321	52,632	1,499,817	1,635,770	2,173,284

– Set out below is the distribution of total facilities granted to the government and public sector, according to the Bank's internal credit ratings as at 31 December 2025 and 2024:

Classification	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
1	4	-	-	4	2
4	18,363,610	-	-	18,363,610	312,433
+5	23,325,892	-	-	23,325,892	8,567,845
5	-	-	-	-	3,749,999
-5	8,931,044	-	-	8,931,044	9,642,857
+6	4,257,543	-	-	4,257,543	1,181,232
8	-	-	-	-	89
Not rated	1	-	-	1	-
Total	**54,878,094**	**-**	**-**	**54,878,094**	**23,454,457**

- Set out below is the movement in the total facilities for the government and public sector during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	23,454,366	2	89	23,454,457	29,727,675
Granted facilities during the year	27,409,417	-	-	27,409,417	2
Fully settled facilities during the year	(3,749,999)	(2)	(29)	(3,750,030)	(3)
Transferred to stage 1	4	-	(4)	-	-
Changes due to adjustments	7,764,306	-	(56)	7,764,250	(6,273,217)
Balance as at the end of the year	54,878,094	-	-	54,878,094	23,454,457

- Set out below is the movement in the provision for expected credit losses for the government and public sector facilities during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	7,481	-	-	7,481	20,851
ECL on granted facilities during the year	27,689	-	-	27,689	-
Changes due to adjustments	37,232	-	-	37,232	(13,370)
Balance as at the end of the year	72,402	-	-	72,402	7,481

Interest in suspense

Set out below is the movement in interest in suspense during the years ended 31 December 2025 and 2024:

For the year ended 31 December 2025	Individuals	Real estate	Corporate	SME's	Government and public sector	Total
	JD	JD	JD	JD	JD	JD
Balance as at the beginning of the year	9,335,462	1,920,538	8,208,827	3,131,182	-	22,596,009
Add: Interest in suspense during the year	4,224,368	562,669	3,147,403	735,918	-	8,670,358
Less: Interest transferred to revenues during the year	(258,252)	(175,726)	-	(3,861)	-	(437,839)
Interests in suspense written-off	(82,085)	(245,384)	(55,885)	(146,898)	-	(530,252)
Interest in suspense transferred to off statement of financial position regulatory accounts	(5,649,626)	(375,540)	(1,538,863)	(2,567,635)	-	(10,131,664)
Balance as at the end of the year	7,569,867	1,686,557	9,761,482	1,148,706	-	20,166,612

For the year ended 31 December 2024	Individuals	Real estate	Corporate	SME's	Government and public sector	Total
	JD	JD	JD	JD	JD	JD
Balance as at the beginning of the year	8,558,744	2,485,669	9,477,476	2,654,227	-	23,176,116
Add: Interest in suspense during the year	3,632,777	1,021,591	2,552,466	1,069,864	-	8,276,698
Less: Interest transferred to revenues during the year	(395,198)	(47,343)	(272,807)	(17,362)	-	(732,710)
Interests in suspense written-off	(89,381)	(54,037)	(396,641)	(48,030)	-	(588,089)
Interest in suspense transferred to off statement of financial position regulatory accounts	(2,371,480)	(1,485,342)	(3,151,667)	(527,517)	-	(7,536,006)
Balance as at the end of the year	9,335,462	1,920,538	8,208,827	3,131,182	-	22,596,009

(7) Financial Assets at Fair Value Through Income Statement

Item	31 December 2025	31 December 2024
	JD	JD
Quoted shares in financial markets	1,248,874	1,372,063

(8) Financial Assets at Fair Value Through Other Comprehensive Income

Item	31 December 2025	31 December 2024
	JD	JD
Quoted shares in financial markets *	18,242,463	30,919,206
Unquoted shares in financial markets	22,174,285	20,043,988
Quoted bonds in financial markets	3,686,799	-
Total	**44,103,547**	**50,963,194**

- The realized gains from the sale of shares at fair value through other comprehensive income amounted to JD 322,919 for the year ended 31 December 2025 recorded in retained earnings within shareholders' equity (realized losses of JD 4,433 for the year ended 31 December 2024).
- Cash dividends from the above-mentioned financial assets amounted to JD 190,193 for the year ended 31 December 2025 (JD 176,257 for the year ended 31 December 2024).

* During the year ended 31 December 2025, the Bank terminated the Memorandum of Understanding entered into in December 2022 in relation to the sale of the Bank's investment in the share capital of The National Bank – Palestine. As a result of the termination, a penalty in favor of the Bank amounting to JD 1,194,665 was recognized as income and included under "Other income" in the income statement for the year ended 31 December 2025 (Note 30). Furthermore, during the year ended 31 December 2025, the Bank sold 10,000,000 shares of its investment in the share capital of The National Bank – Palestine to the Chairman of the Board of Directors of the Bank (Note 36). The consideration for the shares sold amounted to JD 13,967,300. The transaction resulted in a gain of JD 322,919. In addition, an amount of JD 2,449,920 was transferred from the fair value reserve to retained earnings during the year ended 31 December 2025.

(9) Financial Assets at Amortized Cost, Net

Item	31 December 2025	31 December 2024
	JD	JD
Treasury bonds and bills	305,139,495	315,843,939
Companies' bonds and debentures	6,802,026	4,194,026
Total	**311,941,521**	**320,037,965**
Less: provision for expected credit losses *	(391,825)	(375,318)
interest in suspense	(204,526)	(78,026)
Financial assets at amortized cost, net	**311,345,170**	**319,584,621**

- Set out below is the classification of financial assets at amortized cost, according to the Bank's internal credit rating as at 31 December 2025 and 2024:

Classification	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
-5	310,456,995	-	-	310,456,995	318,679,939
9	-	-	1,484,526	1,484,526	1,358,026
Total	**310,456,995**	**-**	**1,484,526**	**311,941,521**	**320,037,965**

– Set out below is the movement in the financial assets at amortized cost during the year ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	318,679,939	-	1,358,026	320,037,965	343,666,823
New investments during the year	69,977,774	-	-	69,977,774	45,009,992
Matured investments	(78,633,478)	-	-	(78,633,478)	(68,828,547)
Changes due to adjustments	432,760	-	126,500	559,260	189,697
Balance as at the end of the year	310,456,995	-	1,484,526	311,941,521	320,037,965

* Set out below is the movement in the provision for expected credit losses (ECL) for financial assets at amortized cost during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	19,215	-	356,103	375,318	379,308
Expected credit losses on new balances during the year	35,722	-	-	35,722	-
Recovered from expected credit losses on settled balances	(19,215)	-	-	(19,215)	-
Changes due to adjustments	-	-	-	-	(3,990)
Balance as at the end of the year	35,722	-	356,103	391,825	375,318

(10) Property and Equipment, Net

Item	Land	Buildings	Machines and office equipment	Decorations	Vehicles	Computers	Advance payments on purchases of property and equipment	Total
	JD	JD	JD	JD	JD	JD	JD	JD
2025								
Cost:								
Balance as at the beginning of the year	3,143,110	14,446,561	10,916,218	7,169,678	346,131	6,412,467	607,421	43,041,586
Additions	-	-	230,017	10,609	40,000	597,473	1,152,721	2,030,820
Disposals	-	-	(365,213)	(189,505)	(85,645)	(243,636)	-	(883,999)
Transferred from advance payments on purchases of property and equipment	-	-	213,347	381,202	108,000	37,987	(740,536)	-
Balance as at the end of the year	3,143,110	14,446,561	10,994,369	7,371,984	408,486	6,804,291	1,019,606	44,188,407
Accumulated Depreciation:								
Balance as at the beginning of the year	-	3,811,087	8,531,469	5,029,594	294,278	4,304,877	-	21,971,305
Depreciation for the year	-	278,729	606,977	668,097	28,702	805,869	-	2,388,374
Disposals	-	-	(362,602)	(189,383)	(85,644)	(243,124)	-	(880,753)
Balance as at the end of the year	-	4,089,816	8,775,844	5,508,308	237,336	4,867,622	-	23,478,926
Net book value of property and equipment as at the end of the year	3,143,110	10,356,745	2,218,525	1,863,676	171,150	1,936,669	1,019,606	20,709,481
Depreciation rate %	-	2	10-15	15	15	20	-	
2024								
Cost:								
Balance as at the beginning of the year	3,143,110	14,446,561	10,942,861	6,811,655	309,631	6,275,863	1,114,785	43,044,466
Additions	-	-	94,054	32,220	43,000	327,594	823,269	1,320,137
Disposals	-	-	(455,543)	(302,272)	(6,500)	(412,951)	(31,492)	(1,208,758)
Transferred from advance payments on purchases of property and equipment	-	-	334,846	628,075	-	221,961	(1,184,882)	-
Transferred to intangible assets	-	-	-	-	-	-	(114,259)	(114,259)
Balance as at the end of the year	3,143,110	14,446,561	10,916,218	7,169,678	346,131	6,412,467	607,421	43,041,586
Accumulated Depreciation:								
Balance as at the beginning of the year	-	3,532,358	8,328,253	4,653,407	287,875	3,920,931	-	20,722,824
Depreciation for the year	-	278,729	648,097	675,607	12,902	794,355	-	2,409,690
Disposals	-	-	(444,881)	(299,420)	(6,499)	(410,409)	-	(1,161,209)
Balance as at the end of the year	-	3,811,087	8,531,469	5,029,594	294,278	4,304,877	-	21,971,305
Net book value of property and equipment as at the end of the year	3,143,110	10,635,474	2,384,749	2,140,084	51,853	2,107,590	607,421	21,070,281
Depreciation rate %	-	2	10-15	15	15	20	-	

– Fully depreciated property and equipment amounted to JD 12,787,842 as at 31 December 2025 (JD 11,963,027 as at 31 December 2024).

(11) Intangible Assets, Net

Item	Computers and Software Programs	
	2025	2024
	JD	JD
Balance as at the beginning of the year	2,639,110	2,858,126
Additions during the year	904,209	377,909
Transferred from advance payments on purchases of property and equipment (Note 10)	-	114,259
Net (transferred to additions) payments on purchases of intangible assets	(513,387)	(98,799)
Amortization for the year	(622,472)	(612,385)
Balance as at the end of the year	2,407,460	2,639,110
Annual amortization percentage	**20%**	**20%**

(12) Right-of-Use Assets / Lease Liabilities

The Bank leases several locations, including land and buildings, with lease terms ranging from 5 to 16 years. Lease liabilities related to the right-of-use asset are discounted in accordance with the Bank's policies at a rate of 2.82%.

Set out below is the movement in the right of use assets / lease liabilities during the years ended 31 December 2025 and 2024:

Item	2025		2024	
	Right-of-use	Lease liabilities	Right-of-use	Lease liabilities
	JD	JD	JD	JD
Balance as at the beginning of the year	5,595,402	5,378,409	6,041,037	5,800,708
Additions during the year	2,011,879	2,011,879	910,629	910,629
Less: Depreciation during the year	(1,180,232)	-	(1,059,581)	-
Terminated contracts	(46,352)	(54,695)	(296,683)	(296,683)
Paid lease liabilities	-	(1,221,165)	-	(1,188,782)
Lease liabilities Interest for the year (Note 26)	-	169,426	-	152,537
Balance as at the end of the year	6,380,697	6,283,854	5,595,402	5,378,409

Set out below are the details of lease liabilities:

Item	2025	2024
	JD	JD
Less than one year	1,382,507	1,245,735
One to five years	3,200,793	2,888,109
More than five years	1,700,554	1,244,565
Total	**6,283,854**	**5,378,409**

(13) Other Assets

Item	2025	2024
	JD	JD
Assets seized by the Bank against due debts - net *	46,389,120	46,816,268
Accrued interest and revenue	16,828,913	15,427,755
Refundable deposits	1,702,738	1,562,238
Prepaid expenses	1,490,306	1,291,723
Purchased time withdrawals and letters of credit - net **	4,900,865	1,214,090
Clearing cheques	1,904	39,650
Others	3,505,268	4,381,124
Total	**74,819,114**	**70,732,848**

* Set out below is the movement in the assets seized by the Bank against due debts during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Seized machines and properties	Seized properties sold on installments	Seized shares	Total	Total
	JD	JD	JD	JD	JD
Balance as at beginning of the year - net	44,779,187	1,510,196	526,885	46,816,268	46,083,302
Additions during the year	5,853,711	-	-	5,853,711	3,282,702
Disposals during the year - net	(5,345,165)	(361,536)	(526,885)	(6,233,586)	(5,994,255)
Seized properties sold on instalments	(199,839)	199,839	-	-	-
Losses on valuation of seized shares	-	-	(94,639)	(94,639)	(830,783)
(Impairment) recovery effect for the year	(42,182)	(5,091)	94,639	47,366	4,275,302
Balance as at the end of the year - net	45,045,712	1,343,408	-	46,389,120	46,816,268

- Set out below is the movement in the impairment losses and provision against breached assets seized by the Bank against due debts during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Seized machines and properties	Seized properties sold on installments	Seized shares	Total	Total
	JD	JD	JD	JD	JD
Balance as at beginning of the year	2,142,906	123,501	647,976	2,914,383	7,289,324
Provision during the year	171,467	8,160	-	179,627	29,356
Released from provision during the year	(129,285)	(3,069)	(94,639)	(226,993)	(4,304,658)
Seized properties sold on instalments	(911)	911	-	-	-
Utilized from provision	(7,200)	(37,752)	-	(44,952)	(99,639)
Balance as at end of the year	2,176,977	91,751	553,337	2,822,065	2,914,383

According to the Instructions of the Central Bank of Jordan, the Bank is required to dispose seized assets in a maximum period of two years from the acquisition date. The Central Bank may approve of an extension up to two executive years at most. According to the Central Bank circular No. 10/3/16234, no more provision should be calculated for assets held for more than four years and restricted the use of previously booked provisions only upon the disposal of the seized assets.

** Set out below is the classification of purchased time withdrawals and letters of credit, according to the Bank's internal credit rating as at 31 December 2025 and 2024:

Classification	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
-5	4,931,558	-	-	4,931,558	1,222,000
Total	**4,931,558**	**-**	**-**	**4,931,558**	**1,222,000**

- Set out below is the movement in the purchased time withdrawals and letters of credit during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	1,222,000	-	-	1,222,000	2,990,000
Settled exposures	(1,222,000)	-	-	(1,222,000)	(2,990,000)
New exposures	4,931,558	-	-	4,931,558	1,222,000
Balance as at the end of the year	4,931,558	-	-	4,931,558	1,222,000

- Set out below is the movement in the provision for expected credit losses for time withdrawals and letters of credit during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	7,910	-	-	7,910	23,370
Settled balances	(7,910)	-	-	(7,910)	(23,370)
New exposures	30,693	-	-	30,693	7,910
Balance as at the end of the year	30,693	-	-	30,693	7,910

- There were no transfers between stages (1, 2 and 3) or written-off balances during the years ended 31 December 2025 and 2024.

(14) Banks and Financial Institutions' Deposits

Item	2025			2024		
	Inside Jordan	Outside Jordan	Total	Inside Jordan	Outside Jordan	Total
	JD	JD	JD	JD	JD	JD
Current and call accounts	-	16,935,664	16,935,664	-	565,235	565,235
Term deposits	-	5,087,000	5,087,000	26,233,000	9,368,428	35,601,428
Total	**-**	**22,022,664**	**22,022,664**	**26,233,000**	**9,933,663**	**36,166,663**

(15) Customers' Deposits

31 December 2025	Individuals	Corporate	SME's	Government and public sector	Total
	JD	JD	JD	JD	JD
Current and call accounts	30,890,516	92,872,520	37,504,439	5,127,235	166,394,710
Savings deposits	217,829,525	113,689	1,476,860	158,531	219,578,605
Certificates of deposit	76,765,127	-	-	-	76,765,127
Term deposits, and at notice	420,731,552	77,276,558	20,014,044	140,113,663	658,135,817
Total	**746,216,720**	**170,262,767**	**58,995,343**	**145,399,429**	**1,120,874,259**

31 December 2024	Individuals	Corporate	SME's	Government and public sector	Total
	JD	JD	JD	JD	JD
Current and call accounts	32,850,193	61,466,237	39,516,875	10,020,234	143,853,539
Savings deposits	191,890,340	456,619	2,059,448	537,457	194,943,864
Certificates of deposit	48,317,831	-	-	-	48,317,831
Term deposits, and at notice	398,607,750	57,066,037	11,875,500	140,225,693	607,774,980
Total	**671,666,114**	**118,988,893**	**53,451,823**	**150,783,384**	**994,890,214**

- The Government of Jordan and public sector deposits amounted to JD 145,399,429 representing 12.97% of total customers' deposits as at 31 December 2025 (JD 150,783,384 representing 15.16% of total customers' deposits as at 31 December 2024).
- Non-interest-bearing deposits amounted to JD 164,477,567 representing 14.67% of total customers' deposits as at 31 December 2025 (JD 141,795,917 representing 14.25% of total customers' deposits as at 31 December 2024).
- Reserved deposits (restricted withdrawals) amounted to JD 4,347,479 representing 0.39% of total customers' deposits as at 31 December 2025 (JD 2,884,725 representing 0.29% of total customers' deposits as at 31 December 2024).
- Dormant deposits amounted to JD 11,352,887 representing 1.01% of total customers' deposits as at 31 December 2025 (JD 11,100,435 representing 1.12% of total customers' deposits as at 31 December 2024).

(16) Cash Margins

Item	2025	2024
	JD	JD
Cash margins on direct credit facilities	33,964,671	30,954,976
Cash margins on indirect credit facilities	15,794,894	15,389,504
Cash margins on margin trading accounts	48,920	111,364
Total	**49,808,485**	**46,455,844**

(17) Borrowed Funds

Item	Loan amount	Balance	Repayment method	Guarantees	Interest rate
	JD	JD			%
31 December 2025					
World Bank loan	2,000,000	400,000	20 years, including a 5-year grace period; to be settled in semi-annual installments	-	7.11
Advances from the Central Bank of Jordan	88,440,520	88,440,520	Various installments	-	1-0
Jordan Mortgage Refinance Company	10,000,000	10,000,000	Bullet payment dated 16/08/2028	Property mortgage	5.1
International Fund for Agricultural Development	750,000	519,230	18 years, including a 3-year grace period; to be settled in semi-annual installments	-	5.18
International Fund for Agricultural Development	617,000	617,000	15 years, including a 2-years grace period to be settled in semi-annual installments	-	5,36
The Arab Fund for Economic and Social Development	5,000,000	3,595,487	23 years, including a 3-years grace period to be settled in semi-annual installments	-	2.5
		103,572,237			
31 December 2024					
World Bank loan	2,000,000	600,000	20 years, including a 5-year grace period; to be settled in semi-annual installments.	-	7.11
Advances from the Central Bank of Jordan	63,379,473	63,379,473	Various installments.	-	1-0
Jordan Mortgage Refinance Company	10,000,000	10,000,000	Bullet payment dated 16/08/2028	Property mortgage	5.1
International Fund for Agricultural Development	750,000	548,077	18 years, including a 3-year grace period; to be settled in semi-annual installments	-	5.18
International Fund for Agricultural Development	617,000	617,000	15 years, including a 2-years grace period to be settled in semi-annual installments	-	5.36
European Investment Bank	23,007,759	18,824,530	7 years, including 2 years grace period to be settled in semi-annual installments	-	5.82
		93,969,080			

- Total re-loaned funds are amounted to JD 91,550,139 as at 31 December 2025 (JD 65,949,269 as at 31 December 2024) with an interest rate ranged between 2% and 13.5% as at 31 December 2025 (2% and 12.5% as at 31 December 2024).

(18) Income Tax

A. Income tax provision

Set out below is the movement in income tax provision during the years ended as at 31 December 2025 and 2024:

Item	2025	2024
	JD	JD
Balance as at the beginning of the year	3,133,918	5,303,391
Income tax incurred on current year profits	6,614,401	4,393,733
Prior year income tax adjustments	274,111	-
Transferred from advance payments	(662,358)	-
Income tax paid	(4,675,461)	(6,563,206)
Balance as at the end of the year	4,684,611	3,133,918

B. Income tax expense

Set out below is the income tax expense shown in the income statement:

Item	2025	2024
	JD	JD
Income tax incurred on current year profits	6,614,401	4,393,733
Prior year income tax expense (surplus)	274,111	(19,110)
Impact of deferred tax assets	918,963	1,604,235
Impact of deferred tax liabilities	(46,811)	16,123
Total	**7,760,664**	**5,994,981**

C. Tax status

- The Bank has reached a final settlement with the Income and Sales Tax Department until the end of year 2020.
- Regarding the years 2021, 2022, 2023 and 2024, the income tax returns were submitted within the legal period, but they were not reviewed by the Income and Sales Tax Department up to the date of financial statements. In the opinion of the management and the Bank's tax consultant, no liabilities in excess of the provision booked and the advance payments made by the Bank will arise as at the date of the financial statements.

D. Deferred tax assets / liabilities

Item	2025				31 December	
					2025	2024
	Balance as at the beginning of the year	Additions	Released	Balance as at the end of the year	Deferred Tax	Deferred Tax
	JD	JD	JD	JD	JD	JD
A. Deferred Tax Assets						
Provision for debts before the year 2000	199,957	-	9,587	190,370	72,341	75,984
Provision for impairment on seized properties	886,953	179,627	44,952	1,021,628	388,219	337,042
Provision for properties seized for more than four years	1,379,453	-	132,354	1,247,099	473,898	524,192
Provision for breached seized shares	647,976	-	94,639	553,337	210,268	246,231
Impairment loss on shares seized against debts	1,304,001	94,639	48,809	1,349,831	512,936	495,520
Provision for lawsuits against the Bank	770,657	366,454	565,454	571,657	217,230	292,850
Provision for end-of-service indemnity	19,132	51,973	-	71,105	27,020	7,270
Provision and expenses for suspended legal fees	5,409,478	809,624	113,122	6,105,980	2,320,272	2,055,601
Other provisions	955,675	-	32,840	922,835	350,676	363,156
Provision for employees' bonuses	900,000	1,300,000	900,000	1,300,000	494,000	342,000
Provision for expected credit losses	8,178,262	40,750	1,625,438	6,593,574	2,505,558	3,107,740
Deferred losses against sold seized properties	800,572	-	266,857	533,715	202,812	304,217
Accumulated tax losses	1,123,230	-	1,123,230	-	-	146,020
Provisions and interest in suspense taxed in prior periods	1,710,113	-	1,043,077	667,036	253,473	649,843
	24,285,459	**2,843,067**	**6,000,359**	**21,128,167**	**8,028,703**	**8,947,666**
B. Deferred tax Liabilities						
Unrealized gains on the shares at fair value through income statement	206,270	(123,189)	-	83,081	31,572	78,383
Fair value reserve *	3,466,857	(1,343,670)	322,919	1,800,268	478,081	474,115
Total	**3,673,127**	**(1,466,859)**	**322,919**	**1,883,349**	**509,653**	**552,498**

* Deferred tax liabilities resulting from valuation gains of financial assets at fair value through other comprehensive income appear within the valuation reserve for financial assets at fair value in the statement of changes in shareholders' equity.

– Set out below is the movement in the deferred tax assets/ liabilities during the years ended 31 December 2025 and 2024:

Item	31 December		31 December	
	2025	2024	2025	2025
	Assets	Assets	Liabilities	Liabilities
	JD	JD	JD	JD
Balance as at the beginning of the year	8,947,666	10,551,901	552,498	698,411
Additions during the year	1,080,365	1,754,540	-	16,031
Disposals during the year	(1,999,328)	(3,358,775)	(42,845)	(161,944)
Balance as at the end of the year	8,028,703	8,947,666	509,653	552,498

– Deferred tax assets for income generated inside Jordan have been calculated using a tax rate of 38%, and 13% for income generated outside Jordan as at 31 December 2025 and 2024 in accordance with the income tax rate for Banks as per the Income Tax Law No (34) for the year 2014 and its amendments, effective beginning on 1 January 2019.

E. Summary of reconciliation between accounting income and taxable Income:

Item	2025	2024
	JD	JD
Accounting income	21,816,478	17,712,682
Add: Non-deductible tax expenses	4,916,649	4,235,337
Less: Non-taxable income	(9,939,621)	(10,823,457)
Adjusted taxable income	16,793,506	11,124,562
Statutory income tax rate	**38%**	**38%**
Effective income tax rate	**30%**	**25%**

(19) Sundry Provisions

Item	Balance as at the beginning of the year	Expense for the year	Paid during the year	Balance as at the end of the year
	JD	JD	JD	JD
31 December 2025				
Provision for lawsuits against the Bank	770,657	366,454	(565,454)	571,657
Provision for end-of-service indemnity	19,132	51,973	-	71,105
Others	117,570	-	-	117,570
Total	**907,359**	**418,427**	**(565,454)**	**760,332**

Item	Balance as at the beginning of the year	(Recovered) expense for the year	Paid during the year	Balance as at the end of the year
	JD	JD	JD	JD
31 December 2024				
Provision for lawsuits against the Bank	622,500	268,509	(120,352)	770,657
Provision for end-of-service indemnity	-	19,132	-	19,132
Others	615,000	(497,430)	-	117,570
Total	**1,237,500**	**(209,789)**	**(120,352)**	**907,359**

(20) Other Liabilities

Item	31 December 2025	31 December 2024
	JD	JD
Refundable and various deposits	17,623,893	32,040,185
Accrued unpaid interests	2,665,802	3,876,763
Acceptable checks	2,957,104	3,410,334
Accrued unpaid expenses	2,401,798	1,905,333
Received amounts on the sale of seized properties*	968,869	1,091,439
Expected credit losses on indirect facilities and un-utilized limits**	737,288	1,051,502
Transactions in transit among branches	840,015	682,918
Income tax and social security deposits	466,690	451,246
Safe deposits boxes	108,181	108,036
Shareholders' deposits	45,285	27,262
Board of Directors' remunerations	55,000	55,000
Others	1,277,414	1,491,558
Total	**30,147,339**	**46,191,576**

* Set out below is the movement in received amounts on the sale of seized properties during the years ended as at 31 December 2025 and 2024:

Item	2025	2024
	JD	JD
Balance as at the beginning of the year	1,091,439	1,058,339
Received amounts	302,430	2,018,850
Disposals	(425,000)	(1,985,750)
Balance as at the end of the year	968,869	1,091,439

– Set out below is the movement in the indirect facilities and un-utilized limits during the years ended as at 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	273,732,782	22,809,969	4,852,354	301,395,105	283,114,075
New exposures during the year	38,123,735	79,974	516	38,204,225	36,328,254
Matured exposures during the year	(16,255,723)	(648,803)	(14,498)	(16,919,024)	(26,155,521)
Transferred to stage 1	16,695,858	(16,656,706)	(39,152)	-	-
Transferred to stage 2	(284,041)	289,652	(5,611)	-	-
Transferred to stage 3	(187,653)	(1,691,566)	1,879,219	-	-
Changes due to adjustments	34,611,106	(3,079,733)	(64,152)	31,467,221	8,108,297
Balance as at the end of the year	346,436,064	1,102,787	6,608,676	354,147,527	301,395,105

** Set out below is the movement in provision expected credit losses (ECL) for indirect facilities and un-utilized limits during the years ended as at 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	468,025	80,228	503,249	1,051,502	1,384,768
ECL on new exposures during the year	31,988	197	125	32,310	68,338
Recovered from ECL on matured exposures during the year	(32,743)	(9,578)	(2,313)	(44,634)	(51,912)
Transferred to stage 1	7,785	(7,601)	(184)	-	-
Transferred to stage 2	(447)	462	(15)	-	-
Transferred to stage 3	(982)	(4,979)	5,961	-	-
Effect on provision due to reclassification among the three stages	-	(57,738)	36,557	(21,181)	6,120
Changes due to adjustments	(164,551)	(23)	(116,135)	(280,709)	(355,812)
Balance as at the end of the year	309,075	968	427,245	737,288	1,051,502

– Set out below is the classification of the letters of guarantee, according to the Bank's internal credit rating as at 31 December 2025 and 2024:

Classification	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
2	-	-	-	-	81,535
-2	-	-	-	-	432,939
+3	32,000	-	-	32,000	32,000
3	15,500	-	-	15,500	12,500
-3	289,722	-	-	289,722	51,300
+4	59,033	-	-	59,033	59,033
4	6,489,630	20,000	-	6,509,630	9,560,565
-4	21,908,024	-	-	21,908,024	10,770,314
+5	41,520,752	184,045	-	41,704,797	24,815,688
5	38,101,763	382,186	-	38,483,949	42,080,247
-5	22,442,481	65,595	-	22,508,076	25,584,300
+6	13,708,704	122,071	-	13,830,775	8,451,205
6	5,182,994	-	-	5,182,994	16,019,136
-6	347,000	145,500	-	492,500	926,823
+7	-	10,000	-	10,000	28,110
7	-	10,300	-	10,300	22,300
-7	-	-	-	-	4,000
8	-	-	4,991,543	4,991,543	60,099
9	-	-	345,300	345,300	14,371
10	-	-	771,539	771,539	4,764,301
Not rated	60,003	-	-	60,003	8,501
Total	**150,157,606**	**939,697**	**6,108,382**	**157,205,685**	**143,779,267**

– Set out below is the movement in the letters of guarantee during the years ended as at 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	127,283,382	11,657,114	4,838,771	143,779,267	143,985,356
New exposures during the year	7,679,584	-	-	7,679,584	7,157,324
Matured exposures during the year	(1,977,617)	(400,610)	(6,000)	(2,384,227)	(2,642,100)
Transferred to stage 1	11,731,545	(11,693,446)	(38,099)	-	-
Transferred to stage 2	(212,145)	212,145	-	-	-
Transferred to stage 3	(182,800)	(1,197,966)	1,380,766	-	-
Changes due to adjustments	5,835,657	2,362,460	(67,056)	8,131,061	(4,721,313)
Balance as at the end of the year	150,157,606	939,697	6,108,382	157,205,685	143,779,267

- Set out below is the movement in provision for expected credit losses (ECL) on letters of guarantee during the year ended as at 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	219,792	47,918	500,690	768,400	1,103,163
ECL on new facilities during the year	5,886	-	-	5,886	9,553
Recovered from ECL on fully settled facilities during the year	(1,085)	(9,037)	(672)	(10,794)	(2,023)
Transferred to stage 1	4,137	(3,955)	(182)	-	-
Transferred to stage 2	(388)	388	-	-	-
Transferred to stage 3	(972)	(2,654)	3,626	-	-
Effect on the provision due to reclassification among the three stages during the year	-	(31,966)	39,331	7,365	18,473
Changes due to adjustments	(122,010)	(8)	(116,166)	(238,184)	(360,766)
Balance as at the end of the year	105,360	686	426,627	532,673	768,400

- Set out below is the classification of letters of credit and acceptances, according to the Bank's internal credit rating as at 31 December 2025 and 2024:

Classification	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
-4	923,132	-	-	923,132	345,933
+5	9,932,997	-	-	9,932,997	8,677,260
5	9,707,972	-	-	9,707,972	11,260,827
-5	16,275,104	-	-	16,275,104	5,030,076
+6	3,822,277	-	-	3,822,277	382,210
6	556,318	-	-	556,318	-
Total	**41,217,800**	**-**	**-**	**41,217,800**	**25,696,306**

– Set out below is the movement in the letters of credit and acceptances during the years ended as at 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	24,864,443	831,863	-	25,696,306	16,558,474
New facilities during the year	8,139,191	-	-	8,139,191	11,085,266
Matured facilities during the year	(3,039,964)	-	-	(3,039,964)	(4,959,274)
Transferred to stage 1	384,477	(384,477)	-	-	-
Changes due to adjustments	10,869,653	(447,386)	-	10,422,267	3,011,840
Balance as at the end of the year	41,217,800	-	-	41,217,800	25,696,306

– Set out below is the movement in provision for expected credit losses (ECL) for letters of credit and acceptances during the years ended as at 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	17,581	789	-	18,370	8,361
ECL on new facilities during the year	1,520	-	-	1,520	12,339
Recovered from ECL on fully settled facilities during the year	(3,367)	-	-	(3,367)	(1,441)
Transferred to stage 1	449	(449)	-	-	-
Effect on the provision due to the reclassification among the three stages during the year	-	(340)	-	(340)	-
Changes due to adjustments	2,558	-	-	2,558	(889)
Balance as at the end of the year	18,741	-	-	18,741	18,370

– Set out below is the classification of un-utilized facilities limits, according to the Bank's internal credit rating as at 31 December 2025 and 2024:

Classification	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
-2	-	-	-	-	1,788,505
+3	721,263	-	-	721,263	754,922
-3	3,529	-	-	3,529	5,912
+4	4,501	-	-	4,501	92,739
4	12,410,446	-	-	12,410,446	4,998,585
-4	20,619,053	-	-	20,619,053	6,728,516
+5	54,993,743	-	-	54,993,743	25,586,178
5	38,494,941	74,850	-	38,569,791	49,047,567
-5	12,916,191	4,405	-	12,920,596	21,261,769
+6	5,346,524	53,400	-	5,399,924	10,629,510
6	224,361	-	-	224,361	1,110,667
-6	1,914	-	-	1,914	218,650
+7	-	-	-	-	43,440
8	-	-	498,453	498,453	9,769
9	-	-	-	-	2,086
10	-	-	1,841	1,841	1,728
Not rated	9,324,192	30,435	-	9,354,627	9,638,989
Total	**155,060,658**	**163,090**	**500,294**	**155,724,042**	**131,919,532**

- Set out below is the movement in the un-utilized facilities limits during the years ended as at 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	121,584,957	10,320,992	13,583	131,919,532	122,570,245
Granted facilities during the year	22,304,960	79,974	516	22,385,450	18,085,664
Settled facilities during the year	(11,238,142)	(248,193)	(8,498)	(11,494,833)	(18,554,147)
Transferred to stage 1	4،579,836	(4,578,783)	(1,053)	-	-
Transferred to stage 2	(71,896)	77,507	(5,611)	-	-
Transferred to stage 3	(4,853)	(493,600)	498,453	-	-
Changes due to adjustments	17,905,796	(4,994,807)	2,904	12,913,893	9,817,770
Balance as at the end of the year	155,060,658	163,090	500,294	155,724,042	131,919,532

- Set out below is the movement in provision for expected credit losses (ECL) for un-utilized facilities limits during the years ended 31 December 2025 and 2024:

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balance as at the beginning of the year	230,652	31,521	2,559	264,732	273,244
ECL on new facilities during the year	24,582	197	125	24,904	46,446
Recovered from ECL on fully settled facilities during the year	(28,291)	(541)	(1,641)	(30,473)	(48,448)
Transferred to stage 1	3,199	(3,197)	(2)	-	-
Transferred to stage 2	(59)	74	(15)	-	-
Transferred to stage 3	(10)	(2,325)	2,335	-	-
Effect on provision due to reclassification between the three stages during the year	-	(25,432)	(2,774)	(28,206)	(12,353)
Changes due to adjustments	(45,099)	(15)	31	(45,083)	5,843
Balance as at the end of the year	184,974	282	618	185,874	264,732

(21) Paid in Capital

The paid in capital is JD 120,000,000 divided into 120,000,000 shares (JD 1/share) as at 31 December 2025 (as at 31 December 2024: JD 120,000,000).

The Bank's General Assembly in its extraordinary meeting held on 27 November 2025, resolved to approve the increase in the Bank's capital by 10 million JD/share, through a public offering to the Bank's shareholders. As at the date of these financial statements, the procedures related to the capital increase had not yet been completed.

(22) Statutory Reserve

This account represents the accumulated amount of the appropriations from income before tax at 10% during the year and previous years according to Banks Law and Jordanian Companies Law. This amount is not distributable to the shareholders.

(23) Fair Value Reserve, Net

Set out below is the movement in the fair value reserve during the years ended 31 December 2025 and 2024:

Item	2025	2024
	JD	JD
Balance as at the beginning of the year	2,992,742	3,924,952
Unrealized losses - net	(1,172,514)	(936,643)
Released due to the sale of financial assets at fair value through other comprehensive income	(322,919)	4,433
Balance as at the end of the year	1,497,309	2,992,742

- Fair value reserve balance includes JD 311,112 as at 31 December 2025 and 2024 against implementation of International Financial Reporting Standard No. (9).

(24) Retained Earnings

Set out below is the movement in the retained earnings during the years ended 31 December 2025 and 2024:

Item	2025	2024
	JD	JD
Balance as at the beginning of the year	28,220,467	24,278,467
Profit for the year	14,055,814	11,717,701
Dividends distributed to shareholders *	(7,200,000)	(6,000,000)
Transferred to statutory reserve	(2,181,648)	(1,771,268)
Released due to the sale of financial assets at fair value through other comprehensive income	322,919	(4,433)
Balance as at the end of the year	33,217,552	28,220,467

- According to the instructions of Jordan Securities Commission and Central Bank of Jordan, the retained earnings balance includes JD 8,028,703 restricted against the deferred tax assets as at 31 December 2025 (JD 8,947,666 as at 31 December 2024).
- According to the instructions of Jordan Securities Commission and Central Bank of Jordan, the retained earnings balance includes JD 1,497,309 restricted against the credit balance of the financial assets fair value reserve as at 31 December 2025 (credit balance of JD 2,992,742 as at 31 December 2024) (including JD 311,112 against the implementation of International Financial Reporting Standard No (9)).
- According to the instructions of Jordan Securities Commission and Central Bank of Jordan, the retained earnings balance includes JD 456,282 restricted against the unrealized gains of financial assets through income statement as at 31 December 2025 (JD 579,471 as at 31 December 2024).

* The Bank's General Assembly approved in its meeting held on 14 April 2025 the recommendation of the Board of Directors to distribute 6% of the capital as cash dividends to the shareholders for the year 2024, which is equivalent to JD 7,200,000 (The Bank's General Assembly approved in its meeting held on 29 April 2024 the recommendation of the Board of Directors to distribute 5% of the capital as cash dividends to the shareholders for the year 2023, which is equivalent to JD 6,000,000).

- Subsequent to the financial statements date, the Board of Directors decided to recommend to the Bank's General Assembly to distribute an amount representing 7% of the capital as cash dividends to shareholders for the year 2025, which is equivalent to JD 8,400,000, noting that these dividends are subject to the approval of the General Assembly of shareholders.

(25) Interest Income

Item	2025	2024
	JD	JD
Direct credit facilities:		
Individuals (retail)		
Overdraft accounts	159,393	133,575
Loans and promissory notes	17,230,223	20,871,132
Credit cards	**749,622**	**877,071**
Real-estate loans	**8,783,480**	**9,669,597**
Companies		
Corporate		
Overdraft accounts	5,600,882	6,752,995
Loans and promissory notes	29,191,325	27,196,916
Small and Medium Entities "SME's"		
Overdraft accounts	1,552,741	1,392,554
Loans and promissory notes	4,539,386	5,409,254
Government and public sector	**3,337,822**	**2,212,098**
Balances at central bank of Jordan	**1,941,822**	**838,660**
Balances and deposits at Banks and financial institutions	**878,802**	**1,478,103**
Financial assets at amortized cost	**18,334,161**	**17,844,490**
	92,299,659	**94,676,445**

(26) Interest Expense

Item	2025	2024
	JD	JD
Banks and financial institutions' deposits	860,811	2,281,414
Customers' deposits:		
Current and call accounts	495,894	1,009,190
Saving accounts	1,031,327	1,683,495
Certificates of deposit	3,543,016	2,084,226
Term deposits, and at notice	33,870,469	36,565,953
Cash margins	992,969	902,711
Borrowed funds	1,609,397	2,845,060
Lease liabilities interest expense (Note 12)	169,426	152,537
Deposit Insurance Corporation fees	981,390	772,601
Total	**43,554,699**	**48,297,187**

(27) Net Commission Income

Item	2025	2024
	JD	JD
Direct credit facilities commissions	1,233,912	1,470,296
Indirect credit facilities commissions	3,076,821	2,733,013
	4,310,733	**4,203,309**

(28) Foreign Exchange Income, Net

Item	2025	2024
	JD	JD
Resulted from trading / transactions	1,401,685	1,082,793
Resulted from valuation	460,303	391,987
Margin trading accounts	3,734	15,879
Total	**1,865,722**	**1,490,659**

(29) (Losses) gains from Financial Assets at Fair Value Through Income Statement

2025	Realized (losses)	Unrealized (losses)	Dividends	Total
	JD	JD	JD	JD
Quoted shares in financial markets	-	(123,189)	1,350	(121,839)

2024	Realized (losses)	Unrealized gains	Dividends	Total
	JD	JD	JD	JD
Quoted shares in financial markets	(1,982)	8,526	1,350	7,894

(30) Other Income

Item	2025	2024
	JD	JD
Recovery of debts previously written-off *	2,886,983	356,559
Income from cancellation of sale agreement (Note 8)	1,194,665	-
Income from account services	767,133	773,843
Income from transfers	771,306	689,550
Income from cheques	135,371	144,945
Rental income of safe boxes	74,382	69,961
Telecommunication and post income	48,043	31,570
Gain from sale of property and equipment	41,634	-
Returns on seized properties	34,694	33,434
Income from reversal of sundry provisions	29,815	-
Insurance income	22,972	12,174
Others	2,091,714	285,001
Total	**8,098,712**	**2,397,037**

* This item represents amounts recovered from written - off debts and suspended interest taken during the previous years to off statement of financial position but recovered during the years ended 31 December 2025 and 2024.

(31) Employees' Expenses

Item	2025	2024
	JD	JD
Salaries, allowances, and employees' benefits	14,997,241	14,036,497
Bank's contribution in social security	1,541,173	1,510,391
Medical expenses	640,873	599,649
Staff training expenses	158,064	82,068
Per diems	100,411	87,984
Employees' life insurance expenses	80,855	52,384
Bank's contribution in saving fund	12,015	11,975
Others	15,381	17,676
Total	**17,546,013**	**16,398,624**

(32) Provision for Expected Credit Losses, Net

Item	2025				2024
	Stage 1	Stage 2	Stage 3	Total	Total
	JD	JD	JD	JD	JD
Balances and deposits at banks and financial intuitions (Note 5)	1,460	-	-	1,460	(920)
Direct credit facilities (Note 6)	(41,741)	(672,472)	7,083,326	6,369,113	7,850,934
Debt instruments within financial assets at amortized cost (Note 9)	16,507	-	-	16,507	(3,990)
Letter of guarantees (Note 20)	(117,209)	(41,011)	(77,507)	(235,727)	(334,763)
Unutilized credit facilities limits (Note 20)	(48,808)	(25,791)	(4,259)	(78,858)	(8,512)
Letters of credit and acceptances (Note 20)	711	(340)	-	371	10,009
Purchased time withdrawals and letter of credits (Note 13)	22,783	-	-	22,783	(15,460)
Total	**(166,297)**	**(739,614)**	**7,001,560**	**6,095,649**	**7,497,298**

(33) Other Expenses

Item	2025	2024
	JD	JD
Software and computers maintenance	2,254,722	2,028,134
Advertisements	1,283,468	1,191,667
Subscriptions	1,053,124	953,468
Legal and lawyer fees	994,032	1,114,364
Donations	903,397	498,229
Insurance expenses	858,880	960,094
Water, electricity, telecommunication and swift	833,516	834,499
Maintenance, repair and vehicle expenses	806,773	784,828
Fees, licenses, and taxes	681,354	550,899
Board of Directors' transportation and attendance of meeting allowances	652,700	653,934
Credit cards expenses - net	633,445	652,169
Cleaning and security services	615,907	550,151
Stationery and publications	345,464	392,719
Professional and consultancy fees	305,507	359,320
Cash transportation fees	200,650	204,651
Rent	163,848	183,636
Hospitality	93,076	86,894
Losses from the sale of seized assets against debts	62,548	258,410
Board of Directors' remunerations	55,000	55,000
Collection incentives	20,419	37,468
Losses from the sale of property and equipment	-	38,244
Others	155,733	229,684
Total	**12,973,563**	**12,618,462**

(34) Earnings Per Share for the Bank's Shareholders – Basic and Diluted

Item	2025	2024
	JD	JD
Profit for the year (JD)	14,055,814	11,717,701
Weighted average number of shares (share)	120,000,000	120,000,000
	JD/Fils	JD/Fils
Earnings per share for the Bank's shareholders – basic and diluted	0/117	0/098

(35) Cash and Cash Equivalent

Item	2025	2024
	JD	JD
Balances at central bank of Jordan maturing within three months (Note 4)	110,112,517	116,981,502
Add: Balances and deposits at banks and financial institutions maturing within three months (Note 5)	52,172,734	27,719,043
Less: Banks' and financial institutions' deposits maturing within three months (Note 14)	(22,022,664)	(36,166,663)
Total	**140,262,587**	**108,533,882**

(36) Transactions with Related Parties

The Bank entered into transactions with the members of the Board of Directors and related parties and companies represented by the members of the Board of Directors and executive management within the normal Banking practice and according to the normal interest rates and commissions. The provision for expected credit losses on those facilities was calculated in accordance with IFRS (9) requirements as adopted by Central Bank of Jordan.

- Financial statements include balances and transactions with related parties as follows:

Item	BOD members	Companies represented by the BOD member	Executive management	Others	Total	
					2025	2024
	JD	JD	JD	JD	JD	JD
On- Statement of Financial Position Items:						
Deposits at the Bank	944,480	864,641	599,718	96,983	2,505,822	3,038,755
Direct credit facilities	637,982	27,522,432	1,557,080	5,814,124	35,531,618	30,519,790
Cash margins	-	30,591	-	-	30,591	48,986
Off- Statement of Financial Position Items:						
Letters of guarantee	145,000	966,130	-	1,701,600	2,812,730	2,959,073
Income statement items:						
Interest and commission income *	55,575	1,585,563	95,925	333,972	2,071,035	2,763,371
Interest and commission expense **	59,169	-	16,486	-	75,655	2,054,025

* Credit interest rates range from 3% to 18%.
** Debit interest rates range from 0% to 5.5 %.

- During the year ended 31 December 2025, the Bank sold 10 million shares of its investment in the capital of the National Bank – Palestine to the Chairman of the Board of Directors of Jordan Commercial Bank (Note 8).

Executive management remunerations and salaries

Executive management and Board of Directors' transportation allowance, meetings attendance allowance, salaries, and remunerations for the Bank amount to JD 3,626,802 for the year 2025 (JD 3,559,842 for the year 2024).

(37) Fair Value of Financial Assets and Financial Liabilities not Shown at Fair Value in the Financial Statements

There are no material differences between the carrying value and fair value of financial assets and financial liabilities at the end of the years 2025 and 2024, except for the financial assets and liabilities disclosed in note (43).

(38) Risk Management

The Bank's risk management conducts its activities identification, measurement, management, monitoring and controlling through applying the best international practices in connection with risk management, administrative organization, and risk management's tools in accordance with the size of the Bank, its activities, and types of risk it is exposed to.

The organizational structure of the Bank is integrated by risk management control according to each level. Moreover, the corporate Governance Committee, at the Board of Directors' level, decides on the Bank's risk policy and strategy, and ensures the management of risk. This is to ensure setting up and controlling the policies and instructions at an appropriate level for the types of risks the Bank is exposed to until the achievement of the acceptance return for the shareholders without Impacting the Bank's financial strength. In this context, the work of the Risk Management Department is complemented by the work of the committees of executive management such as the Assets and Liabilities Committee and the Credit Facilities' Committee.

(38/a) Credit Risk

The Bank's operations involve the Bank's exposure to many risks such as credit risk relating to the default or inability of the other party to the financial instrument to settle its obligations towards the Bank, which causes losses. An important duty of the Bank and its management is to ensure that these risks do not go beyond the general framework predetermined in the Bank's credit policy and maintain their levels within a balances relationship among risk, return and liquidity. Credit management at the Bank is conducted by several committees from higher management and executive management. Moreover, credit facilities ceiling that can be granted to one client (individual or corporate) or related parties are specified in compliance with the ratios approved by the Central Bank of Jordan, while relying on the credit facilities distribution method to each credit manager and sector. This is performed by taking into consideration the geographic area in a manner that achieves confluence among risks, returns and the optimal utilization of the available resources and the enhancement of the Bank's ability to diversify lending and allocate it tocustomersandeconomicsectors.
The Bank monitors credit risk by periodically evaluating the credit standing of the customers in accordance with the customer's credit valuation system based on credit risk elements and probabilities of non-payment for financial, managerial, or competition reasons. In addition, the Bank obtains proper guarantees from customers for the cases requiring that according to each customer's risk level and extension of additional facilities.

The Bank's credit risk management policy includes the following:

1. **Specifying credit ceilings and concentrations:**
   The credit policy includes specific and clear ratios for the maximum credit that can be granted to a customer. Moreover, there are different credit ceiling for each administrative level.

2. **Determining the risk mitigation methods:**
   The Bank's risk management activity depends on several methods to mitigate risk including:
   - Collaterals and their convertibility to cash and coverage of the credit granted.
   - Pre-approval of the credit facilities committee on the credit granted.
   - Credit approval authority varies from one management level to another based on the customer's portfolio size, maturity, and customer's risk degree.

3. **Mitigating the assets and liabilities' concentration risk:**
   The Bank works effectively to manage this risk as its annual plan includes the well-studied distribution of credit focusing on the most promising sectors. In addition, credit is distributed to several geographic areas inside and outside Jordan.

4. **Studying, monitoring, and following up on credit:**
   The Bank developed the necessary policies and procedures to determine the study method of credit, maintaining the objectivity and integrity of decision making, ensuring that credit risk is accurately evaluated, properly approved, and continuously monitored.

   The general framework of the credit policy includes setting up credit approval authorities and clarifying credit limits and the method of determining the risk degree.

   The Bank's organizational structure includes segregating the work units responsible for granting credit from the work units responsible for monitoring credit as regards to the credit terms, sounded of the credit decision, implementation for all credit extension terms, adherence to the credit ceiling and determinants in the credit's policy, and other related matters.

   Moreover, there are specific procedures for following up on performing credit facilities to maintain them as performing andmanagingnon-performingcreditfacilities.

   The Bank mitigates the assets and liabilities concentration risk through distributing its activities to various sectors and geographic areas inside and outside Jordan. Moreover, the Bank adopts a specific policy that shows the credit ceilings granted to Banks and countries with high credit ratings and reviews them continuously through the assets and liabilities committee, to distribute the risk and utilize the credit evaluation. The investment policy specifies the investment allocation ratios and their determinants in order to distribute them in a way that achieves a high return and lowers the risk.

Set out below is the exposure to credit risk (net of ECL provision, interest in suspense, before collaterals, and other risk mitigations):

Item	31 December 2025	31 December 2024
	JD	JD
Items within the financial statements		
Balances at central bank of Jordan	84,455,153	91,845,089
Balances and deposits at banks and financial institutions - net	52,170,413	27,718,182
Credit Facilities:		
Individuals	164,111,663	178,709,456
Real-estate loans	107,091,116	98,912,790
Companies		
Corporate	488,803,074	422,388,809
Small and Medium Entities "SME's"	71,899,252	52,272,700
Government and public sector	54,805,692	23,446,976
Bonds and Treasury Bills:		
Financial assets at fair value through other comprehensive income	3,686,799	-
Financial assets measured at amortized cost - net	311,345,170	319,584,621
Purchased withdrawals and letters of credit - net	4,900,865	1,214,090
Total	1,343,269,197	1,216,092,713
Off-statement of financial position items		
Letters of guarantee	156,673,012	143,010,867
Letters of credit and acceptances	41,199,059	25,677,936
Unutilized facilities limits	155,538,168	131,654,800
Total	**353,410,239**	**300,343,603**

Credit Exposures Distribution

Bank's Internal Credit ratings	Category classification according to instructions no. (8/2024)	Total exposure	ECL	PD	EAD	LGD
		JD	JD	%	JD	%
1	Performing	4	-	-	4	-
+3	Performing	1,556,154	26	0.0464-0.002	1,363,692	22-0
3	Performing	69,850	-	0.0785-0.0002	62,100	22-0
-3	Performing	299,778	82	0.0384-0.0001	152,517	22-0
+4	Performing	188,039	28	0.0464-0.0005	155,462	22-0
4	Performing	54,276,768	29,978	0.2243-0	47,489,448	27-0
-4	Performing	88,093,295	47,042	0.0671-0	69,083,897	27-0
+5	Performing	324,343,197	337,808	0.3142-0	283,464,671	27-0
5	Performing	256,898,145	654,994	0.3142-0	215,333,490	27-0
-5	Performing	647,137,905	1,965,530	0.1330-0	621,102,140	27-0
+6	Performing	84,133,616	1,313,928	0.2425-0	72,363,504	27-0
6	Performing	13,759,606	54,161	0.2046-0	10,634,711	27-0
-6	Performing	3,813,739	50,293	0.7334-0.0293	3,567,049	27-0
+7	Performing	457,832	-	0.8571-0.8571	452,832	-
7	Performing	28,439	1	0.8571-0.0508	23,289	-
-7	Performing	237,286	-	0.8912-0.7421	237,286	3
Not rated	Performing	197,752,787	1,356,356	0.9121-0	191,361,625	27-0
Total performing loans		**1,673,046,440**	**5,810,227**	**-**	**1,516,847,717**	
8	Non-performing	12,370,097	1,170,280	100	9,294,242	55-0
9	Non-performing	16,126,486	5,800,172	100	14,748,123	55-0
10	Non-performing	68,472,650	40,184,420	100	49,066,991	100-0
Total non-performing loans		**96,969,233**	**47,154,872**		**73,109,356**	

Set out below is the credit risk exposures of assets categorized by economic sector:

Item	2025										
	Financial	Industrial	Trading	Real estates	Construction	Agricultural	Shares	Individuals	Government and public sector	Others	Total
	JD	JD	JD	JD	JD	JD	JD	JD	JD	JD	JD
Balances at central bank of Jordan	84,455,153	-	-	-	-	-	-	-	-	-	84,455,153
Balances and deposits at banks and financial institutions - net	52,170,413	-	-	-	-	-	-	-	-	-	52,170,413
Direct credit facilities - net	48,334,578	169,923,416	179,890,392	107,091,115	30,702,341	5,439,235	2,713,057	164,111,661	54,805,692	123,699,310	886,710,797
Financial assets at fair value through other comprehensive income - net	-	-	-	-	-	-	-	-	3,686,799	-	3,686,799
Financial assets at amortized cost	6,205,675	-	-	-	-	-	-	-	305,139,495	-	311,345,170
Purchased withdrawals and letters of credit	4,652,516	248,349	-	-	-	-	-	-	-	-	4,900,865
Total	195,818,335	170,171,765	179,890,392	107,091,115	30,702,341	5,439,235	2,713,057	164,111,661	363,631,986	123,699,310	1,343,269,197
Letters of guarantee	14,395,657	3,716,566	11,801,279	17,423,807	-	315,243	6,221,428	20,007,972	-	82,791,060	156,673,012
Letters of credit and acceptances	1,628,734	612,456	24,506,856	-	-	-	-	1,026,107	-	13,424,906	41,199,059
Unutilized credit facilities limits	11,025,793	25,573,206	22,243,227	17,598,372	-	95,128	974,778	31,959,589	6,945,826	39,122,249	155,538,168
Grand total	**222,868,519**	**200,073,993**	**238,441,754**	**142,113,294**	**30,702,341**	**5,849,606**	**9,909,263**	**217,105,329**	**370,577,812**	**259,037,525**	**1,696,679,436**

Set out below is the credit risk exposures categorized by stages according to IFRS (9) as at 31 December 2025:

Item	Stage 1	Stage 2	Stage 3	Total
	JD	JD	JD	JD
Financial	218,785,175	-	4,083,344	222,868,519
Industrial	172,797,999	21,514,570	5,761,424	200,073,993
Trading	194,786,237	42,720,742	934,775	238,441,754
Real estates	127,609,314	8,493,041	6,010,939	142,113,294
Construction	18,099,376	9,503,822	3,099,143	30,702,341
Agricultural	5,566,857	217,979	64,770	5,849,606
Shares	9,008,444	19,993	880,826	9,909,263
Individuals	196,977,834	14,464,369	5,663,126	217,105,329
Government and public sector	370,577,812	-	-	370,577,812
Others	254,999,005	1,093,644	2,944,876	259,037,525
Total	**1,569,208,053**	**98,028,160**	**29,443,223**	**1,696,679,436**

Set out below is the credit risk exposures categorized by geographical distribution:

Item	2025							
	Inside Jordan	Middle East	Europe	Asia	Africa	America	Others	Total
	JD	JD	JD	JD	JD	JD	JD	JD
Balances at central bank of Jordan	84,455,153	-	-	-	-	-	-	84,455,153
Balances and deposits at Banks and financial institutions - net	20,806,926	785,097	21,897,609	1,479,611	33,401	6,836,366	331,403	52,170,413
Direct credit facilities – net	886,710,797	-	-	-	-	-	-	886,710,797
Financial assets at fair value through other comprehensive income - net	3,686,799	-	-	-	-	-	-	3,686,799
Financial assets at amortized cost – net	306,063,392	5,281,778	-	-	-	-	-	311,345,170
Purchased withdrawals and letters of credit	447,009	4,453,856	-	-	-	-	-	4,900,865
Total	1,302,170,076	10,520,731	21,897,609	1,479,611	33,401	6,836,366	331,403	1,343,269,197
Letters of guarantee	156,673,012	-	-	-	-	-	-	156,673,012
Letters of credit and acceptances	9,918,120	2,590,832	6,243,825	18,276,610	-	4,169,672	-	41,199,059
Unutilized credit facilities limits	155,538,168	-	-	-	-	-	-	155,538,168
Grand total	**1,624,299,376**	**13,111,563**	**28,141,434**	**19,756,221**	**33,401**	**11,006,038**	**331,403**	**1,696,679,436**

Set out below is the credit exposure categorized by stages in accordance with IFRS (9) as at 31 December 2025:

Item	Stage 1	Stage 2	Stage 3	Total
	JD	JD	JD	JD
Inside Jordan	1,496,827,993	98,028,160	29,443,223	1,624,299,376
Middle East	13,111,563	-	-	13,111,563
Europe	28,141,434	-	-	28,141,434
Asia	19,756,221	-	-	19,756,221
Africa	33,401	-	-	33,401
America	11,006,038	-	-	11,006,038
Others	331,403	-	-	331,403
Total	**1,569,208,053**	**98,028,160**	**29,443,223**	**1,696,679,436**

Set out below is the distribution of the fair value of collaterals against total credit exposures within stage (1) and (2) as at 31 December 2025:

Item	Total exposure value	Collaterals' fair value							Net exposure after collaterals	Expected credit losses
		Cash margins	Traded shares	Acceptable LGs	Real estates	Cars and mechanics	Others	Total collaterals value		
	JD	JD	JD	JD	JD	JD	JD	JD	JD	JD
Credit exposures within the statement of financial position items:										
Balances at central bank of Jordan	84,455,153	-	-	-	-	-	-	-	84,455,153	-
Balances and deposits at banks and financial institutions - net	52,172,734	-	-	-	-	-	-	-	52,172,734	2,321
Credit facilities:										
Individuals	160,490,580	10,663,720	40,000	-	11,913,389	7,723,736	108,757	30,449,602	130,040,978	1,332,644
Real Estate Loans	103,862,043	1,303,290	281,502	-	75,567,299	212,645	1,163,656	78,528,392	25,333,651	135,953
Corporate	479,805,904	5,334,107	16,721,138	-	88,575,172	1,900,084	23,357,250	135,887,751	343,918,153	3,735,410
SMEs	70,767,729	6,370,116	125,903	-	29,209,347	519,955	12,221,721	48,447,042	22,320,687	155,039
Government and public sector	54,878,094	-	-	-	8,931,045	-	-	8,931,045	45,947,049	72,402
Financial assets at fair value through other comprehensive income - net	3,686,799	-	-	-	-	-	3,686,799	3,686,799	-	-
Financial assets at amortized cost - net	310,456,995	-	-	-	-	-	305,139,495	305,139,495	5,317,500	35,722
Purchased withdrawals and letters of credit	4,931,558	-	-	-	-	-	-	-	4,931,558	30,693
Total exposures within the statement of financial position items	**1,325,507,589**	**23,671,233**	**17,168,543**	**-**	**214,196,252**	**10,356,420**	**345,677,678**	**611,070,126**	**714,437,463**	**5,500,184**
Letters of guarantee	151,097,303	12,297,155	62,656	-	9,920,166	214,938	175,001	22,669,916	128,427,387	106,046
Letters of credit and acceptances	41,217,800	3,122,503	-	-	294,022	-	-	3,416,525	37,801,275	18,741
Unutilized credit limits	155,223,748	3,335,289	474,952	-	4,801,899	178,296	-	8,790,436	146,433,312	185,256
Total exposures related to off-statement of financial position items	**347,538,851**	**18,754,947**	**537,608**	**-**	**15,016,087**	**393,234**	**175,001**	**34,876,877**	**312,661,974**	**310,043**
Grand total	**1,673,046,440**	**42,426,180**	**17,706,151**	**-**	**229,212,339**	**10,749,654**	**345,852,679**	**645,947,003**	**1,027,099,437**	**5,810,227**

Set out below is the distribution of the fair value of collaterals against total credit exposures within stage (3) as at 31 December 2025:

Item	Total exposure value	Collaterals' fair value							Net exposure after collaterals	Expected credit losses
		Cash margins	Traded shares	Acceptable LGs	Real estates	Cars and mechanics	Others	Total collaterals value		
	JD	JD	JD	JD	JD	JD	JD	JD	JD	JD
Credit exposures within the statement of financial position items:										
Balances at central bank of Jordan	-	-	-	-	-	-	-	-	-	-
Balances and deposits at banks and financial institutions - net	-	-	-	-	-	-	-	-	-	-
Credit facilities:										
Individuals	31,410,648	-	-	-	3,181,536	625,583	60,835	3,867,954	27,542,694	18,887,054
Real Estate Loans	6,551,400	-	-	-	2,784,400	32,694	24,464	2,841,558	3,709,842	1,499,817
Corporate	46,485,164	-	-	-	3,133,251	126,691	-	3,259,942	43,225,222	23,991,102
SMEs	4,428,819	-	-	-	586,343	10,679	556,333	1,153,355	3,275,464	1,993,551
Financial assets at amortized cost	1,484,526	-	-	-	-	-	-	-	1,484,526	356,103
Total exposures within the statement of financial position items	**90,360,557**	**-**	**-**	**-**	**9,685,530**	**795,647**	**641,632**	**11,122,809**	**79,237,748**	**46,727,627**
Letters of guarantee	6,108,382	642,282	-	-	304,990	10,050	-	957,322	5,151,060	426,627
Unutilized credit limits	500,294	-	-	-	-	-	-	-	500,294	618
Total exposures related to off-statement of financial position items	**6,608,676**	**642,282**	**-**	**-**	**304,990**	**10,050**	**-**	**957,322**	**5,651,354**	**427,245**
Grand total	**96,969,233**	**642,282**	**-**	**-**	**9,990,520**	**805,697**	**641,632**	**12,080,131**	**84,889,102**	**47,154,872**

The disclosures below are prepared in two phases (The first phase of the total credit exposure and the second of the expected credit losses) as at 31 December 2025:

A. Total re-classified credit exposures:

Item	Stage 2		Stage 3		Total reclassified exposures	Percentage of classified exposures
	Total exposure value	Reclassified exposures	Total exposure value	Reclassified exposures		
	JD	JD	JD	JD	JD	%
Direct credit facilities	100,661,566	13,783,253	88,876,031	25,486,917	39,270,170	4.09
Financial assets at amortized cost	-	-	1,484,526	-	-	-
Total exposures within statement of financial position	100,661,566	13,783,253	90,360,557	25,486,917	39,270,170	
Letters of guarantee	939,697	212,145	6,106,382	1,380,766	1,592,911	1.01
Letters of credit and acceptances	-	-	-	-	-	-
Unutilized credit limits	163,090	77,507	500,294	498,453	575,960	0.37
Grand total	**101,764,353**	**14,072,905**	**96,967,233**	**27,366,136**	**41,439,041**	

B. Expected credit losses of reclassified exposures:

Item	Reclassified exposures			ECL on reclassified exposures		
	Total exposures reclassified from Stage 2	Total exposures reclassified from Stage 3	Total reclassified exposure	Stage 2	Stage 3	Total
	JD	JD	JD	JD	JD	JD
Direct credit facilities	13,783,253	25,486,917	39,270,170	206,080	658,644	864,724
Total for the year	13,783,253	25,486,917	39,270,170	206,080	658,644	864,724
Letters of guarantee	212,145	1,380,766	1,592,911	388	3,626	4,014
Unutilized credit limits	77,507	498,453	575,960	74	2,335	2,409
Grand total	**14,072,905**	**27,366,136**	**41,439,041**	**206,542**	**664,605**	**871,147**

Types of collaterals against credit facilities are as follows:

- Real estate mortgages
- Financial assets mortgages such as equity shares
- Banks guarantees
- Cash margins
- Government guarantees
- Cars and machinery

The Bank's Management monitors the collaterals market value periodically and in case the value of the collaterals declines, the Bank requests additional collaterals in order to cover the deficit. Additionally, the Bank regularly revaluates collaterals held against non-performing facilities.

Rescheduled loans:
Rescheduled loans are loans that were classified previously as non-performing credit facilities and were classified as watchlist loans according to proper scheduling. Total rescheduled loans as at 31 December 2025 amounted to JD 3,400,542 (JD 935,868 as at 31 December 2024).

Restructured loans:
Restructuring means to rearrange facilities instalments or increasing their duration or postpone some instalments or increase the grace period…etc. Total restructured loans during the year 2025 amounted to JD 26,065,073 (JD 184,923,046 as at 31 December 2024).

Bonds and debentures:
The table below illustrates the classification of bonds and debentures according to external rating agencies before considering its related provisions and interest in suspense:

As at 31 December 2025			
Rating grade	**Rating institution**	**Within financial assets at amortized cost**	**Total**
Unclassified	-	6,802,026	6,802,026
Governmental	Governmental guarantee and bonds	305,139,495	305,139,495
		311,941,521	**311,941,521**

As at 31 December 2024			
Rating grade	**Rating institution**	**Within financial assets at amortized cost**	**Total**
Unclassified	-	4,194,026	4,194,026
Governmental	Governmental guarantee and bonds	315,843,939	315,843,939
		320,037,965	**320,037,965**

(38/b) Market risks:

Market risks are the risks of losses that may result from exposures on-and off statement of financial position from changes in market prices, including interest rate risks, equity instruments prices, foreign currency exchange rates, and Bank's services prices.

Within the Bank's investment policy approved by the Board of Directors, market risks should be monitored through the following:

- Monitor money market instruments.
- Monitor the investment in capital market (fixed income instruments).
- Monitor the equity instruments (shares and investment funds).
- Monitor the foreign currencies positions.
- Liquidity.
- Interest rate sensitivity.
- Shares prices sensitivity analysis.
- Interest rate risks

Interest rate risk is defined as risks that may result from interest rate fluctuations lower and/or higher that affect all assets and liabilities that (incur/pay) interest.

The Bank's interest risk management is based on achieving the principle of matching assets and liabilities that are sensitive to interest rates fluctuations, matching the maturities of them, and maintaining an appropriate interest margin rate between the money expenditures and money issuance to achieve the best return.

Sensitivity analysis

Interest rate risks:

31 December 2025			
Currency	Change increase in interest rate (percentage)	Sensitivity of interest income (income statement)	Sensitivity of shareholders' equity
	%	JD	JD
US Dollar	1	284,328	-
Euro	1	(109,438)	-
Sterling Pound	1	292	-
Other currencies	1	725	-

31 December 2025			
Currency	Change (decrease) in interest rate (percentage)	Sensitivity of interest income (income statement)	Sensitivity of shareholders' equity
	%	JD	JD
US Dollar	1	(284,328)	-
Euro	1	109,438	-
Sterling Pound	1	(292)	-
Other currencies	1	(725)	-

31 December 2024			
Currency	Change increase in interest rate (percentage)	Sensitivity of interest income (income statement)	Sensitivity of shareholders' equity
	%	JD	JD
US Dollar	1	5,097	-
Euro	1	(394)	-
Sterling Pound	1	(921)	-
Other currencies	1	3,223	-

31 December 2024			
Currency	Change (decrease) in interest rate (percentage)	Sensitivity of interest income (income statement)	Sensitivity of shareholders' equity
	%	JD	JD
US Dollar	1	(5,097)	-
Euro	1	394	-
Sterling Pound	1	921	-
Other currencies	1	(3,223)	-

Currency risk:

Exchange rate risk

The risks arising from the change in the exchange rate of one currency against another, as a result of deviation from the expected movements in foreign exchange currencies markets.

31 December 2025			
Currency	Change in currency exchange rate	Sensitivity of interest income (income statement)	Sensitivity of shareholders' equity
	%	JD	JD
US Dollar	5	1,421,639	-
Euro	5	(547,190)	-
Sterling Pound	5	1,462	-
Other currencies	5	3,623	-

31 December 2024			
Currency	Change in currency exchange rate	Sensitivity of interest income (income statement)	Sensitivity of shareholders' equity
	%	JD	JD
US Dollar	5	25,484	-
Euro	5	(1,971)	-
Sterling Pound	5	(4,604)	-
Other currencies	5	16,114	-

Within its approved investment policy, the Bank's Board of Directors sets up limits for the positions of all currencies at the Bank. These positions are monitored daily through the Treasury and Investment Department which report to the executive management to ensure that they are within the accepted limit. The Bank also follows a hedging policy to reduce foreign exchange risk using derivatives if needed.

Risks of Changes in Shares Prices:

This represents the risk resulting from the decline in the fair value of the investment portfolio of the shares due to the changes in the value of the shares' indicators and the change in the value of shares individually.

31 December 2025			
Indicator	Change in Index	Effect on income statement	Sensitivity of shareholders' equity
	%	JD	JD
Amman Stock Exchange, Khartoum market, and Palestine Securities Exchange	5	62,444	1,096,463
Amman Stock Exchange, Khartoum market, and Palestine Securities Exchange	(5)	(62,444)	(1,096,463)

31 December 2024			
Indicator	Change in Index	Effect on income statement	Sensitivity of shareholders' equity
	%	JD	JD
Amman Stock Exchange, Khartoum market, and Palestine Securities Exchange	5	68,603	1,545,960
Amman Stock Exchange, Khartoum market, and Palestine Securities Exchange	(5)	(68,603)	(1,545,960)

- Shares prices risk
  The Board of Directors adopts a specific policy in diversifying investments of the shares based on geographic and sectors distribution at predetermined percentages that are monitored daily. According to this policy, it is recommended to invest in listed shares of well-reputed international markets that have a high liquidity rate to face any risks that might arise therefrom.

Interest repricing gap:

The Banks follows a policy to match the amounts of assets and liabilities and align the maturities and to decrease the gap through dividing the assets and liabilities to various periodic maturities or review the interest rates in order to decent the interest rates risk and study the gaps in the related interest rate or by using advanced hedging tools.

Classification is done according to interest re-pricing or maturity whichever is closer.

Interest rate sensitivity

Item	Less than 1 month	From 1 to 3 months	From 3 to 6 months	From 6 months to 1 year	From 1 to 3 years	Over 3 years	Non – interest bearing Items	Total
	JD	JD	JD	JD	JD	JD	JD	JD
As at 31 December 2025								
Assets								
Cash and balances at central bank of Jordan	30,600,000	-	-	-	-	-	79,512,517	110,112,517
Balances and deposits at banks and financial institutions	22,627,023	-	-	-	-	-	29,543,390	52,170,413
Direct credit facilities, net	78,560,986	85,799,791	95,393,913	110,692,175	276,802,360	239,461,572	-	886,710,797
Financial assets at fair value through the income statement	-	-	-	-	-	-	1,248,874	1,248,874
Financial assets at fair value through other comprehensive income	-	-	-	-	-	3,686,799	40,416,748	44,103,547
Financial assets at amortized cost, net	5,000,000	21,180,000	20,923,291	19,360,859	65,397,979	179,483,041	-	311,345,170
Property and equipment, net	-	-	-	-	-	-	20,709,481	20,709,481
Intangible assets, net	-	-	-	-	-	-	2,407,460	2,407,460
Right-of- use asset	-	-	-	-	-	-	6,380,697	6,380,697
Deferred tax assets	-	-	-	-	-	-	8,028,703	8,028,703
Other assets	449,808	-	-	4,451,057	-	-	69,918,249	74,819,114
Total Assets	**137,237,817**	**106,979,791**	**116,317,204**	**134,504,091**	**342,200,339**	**422,631,412**	**258,166,119**	**1,518,036,773**
Liabilities								
Banks and financial institutions' deposits	5,087,000	-	-	-	-	-	16,935,664	22,022,664
Customers' deposits	322,054,724	160,456,600	157,397,405	210,138,664	106,180,299	169,000	164,477,567	1,120,874,259
Cash margins	14,971,261	2,329,226	4,555,331	6,050,632	507,768	-	21,394,267	49,808,485
Borrowed funds	1,617,411	40,363	377,493	5,853,960	37,061,789	57,071,536	1,549,685	103,572,237
Income tax provision	-	-	-	-	-	-	4,684,611	4,684,611
Sundry provisions	-	-	-	-	-	-	760,332	760,332
Deferred tax liabilities	-	-	-	-	-	-	509,653	509,653
Lease liabilities	201,766	410,411	335,057	435,273	2,719,110	2,182,237	-	6,283,854
Other liabilities	-	-	-	-	-	-	30,147,339	30,147,339
Total Liabilities	**343,932,162**	**163,236,600**	**162,665,286**	**222,478,529**	**146,468,966**	**59,422,773**	**240,459,118**	**1,338,663,434**
Interest rate sensitivity gap	(206,694,345)	(56,256,809)	(46,348,082)	(87,974,438)	195,731,373	363,208,639	17,707,001	179,373,339
As at 31 December 2024								
Total Assets	91,977,450	95,153,025	86,549,331	152,958,321	334,289,094	369,314,446	271,093,933	1,401,335,600
Total Liabilities	311,576,160	142,206,631	170,908,317	221,525,275	108,535,963	59,850,292	213,042,923	1,227,645,561
Interest rate sensitivity gap	**(219,598,710)**	**(47,053,606)**	**(84,358,986)**	**(68,566,954)**	**225,753,131**	**309,464,154**	**58,051,010**	**173,690,039**

Set out below is the foreign currency concentration risk:

Item	USD	Euro	Sterling Pounds	Others	Total
	JD	JD	JD	JD	JD
As at 31 December 2025					
Assets					
Cash and balances at central bank of Jordan	20,518,315	1,093,015	323,624	402,027	22,336,981
Balances and deposits at banks and financial institutions - net	41,947,584	5,799,562	1,988,326	2,416,137	52,151,609
Direct credit facilities - net	83,018,145	(324)	-	-	83,017,821
Financial assets at fair value through other comprehensive income	14,143,701	23,403	-	-	14,167,104
Financial assets at amortized cost - net	107,585,380	-	-	-	107,585,380
Other assets	2,816,031	62,885	1,489	25,853	2,906,258
Total Assets	**270,029,156**	**6,978,541**	**2,313,439**	**2,844,017**	**282,165,153**
Liabilities and shareholders' equity					
Banks and financial institutions' deposits	9,519,970	1,502,195	-	859,012	11,881,177
Customers' deposits	212,424,804	16,087,040	2,416,898	1,884,435	232,813,177
Cash margins	7,505,552	363,962	(149,955)	4,109	7,723,668
Other liabilities	11,158,588	(42,599)	17,247	24,008	11,157,244
Shareholders' equity	987,468	11,737	-	-	999,205
Total Liabilities and Shareholders' Equity	**241,596,382**	**17,922,335**	**2,284,190**	**2,771,564**	**264,574,471**
Net concentration on - statement of financial position	28,432,774	(10,943,794)	29,249	72,453	17,590,682
Contingent liabilities off - statement of financial position	35,713,665	7,844,273	-	341,213	43,899,151
As at 31 December 2024					
Total Assets	246,828,882	22,046,696	3,541,025	2,662,515	275,079,118
Total Liabilities	246,319,204	22,086,121	3,633,101	2,340,239	274,378,665
Net concentration on - statement of financial position	**509,678**	**(39,425)**	**(92,076)**	**322,276**	**700,453**
Contingent liabilities off - statement of financial position	27,691,304	5,094,143	-	480,690	33,266,137

(38/c) Liquidity risk

The risk of the Bank's inability to finance the increase in assets or to meet its obligations upon maturity without incurring unacceptable losses, which may occur due to the Bank's inability to liquidate and liquefy assets or obtain financing to meet liquidity needs.

The Bank's liquidity management policy aims to achieve the following:

- Enhance the pourability of liquidity at the lowest costs possible. Through managing liquidity,
- The Bank seeks to maintain reliable and stable funding sources at a reasonable cost rate.

The Bank follows certain methods to measure liquidity risks that are in line with the instructions and regulations issued by the Central Bank and the Basel Committee through different financial ratios, legal liquidity ratio and liquidity coverage ratio in addition to maturities of assets and liabilities through the preparation of the maturity ladder and the preparation of stressful conditions tests.

Fund sources:
The Bank diversifies its funding sources to achieve financial flexibility and to lower funding costs.

The existence of the Bank in most of the cities of the Hashemite Kingdom of Jordan enables the Bank to strengthen its customers base and to diversify its funding sources.

- Set out below is the distribution of liabilities based on the remaining period until maturity as at 31 December 2025:

Liabilities	Up to 1 month	More the 1 to 3 months	More than 3 to 6 months	More than 6 months to 1 year	More than 1 to 3 years	Over 3 years	Without maturity	Total
	JD	JD	JD	JD	JD	JD	JD	JD
Banks and financial institutions' deposits	5,087,000	-	-	-	-	-	16,935,664	22,022,664
Customers' deposits		186,433,720	178,382,684	226,132,101	147,159,177	169,000	-	1,120,874,259
Cash margins	14,734,848	3,243,503	6,462,009	9,002,076	16,366,049	-	-	49,808,485
Borrowed funds	1,617,411	40,363	377,493	5,853,960	37,061,789	58,621,221	-	103,572,237
Income tax provision	2,566,104	-	2,118,507	-	-	-	-	4,684,611
Sundry provisions	-	-	-	760,332	-	-	-	760,332
Deferred tax liabilities	509,653	-	-	-	-	-	-	509,653
Lease liabilities	201,766	410,411	335,057	435,273	2,719,110	2,182,237	-	6,283,854
Other liabilities	7,938,457	1,788,049	12,755,432	2,897,056	4,457,003	311,342	-	30,147,339
Total liabilities	415,252,816	191,916,046	200,431,182	245,080,798	207,763,128	61,283,800	16,935,664	1,338,663,434
Total assets according to expected maturities	**137,237,815**	**107,821,237**	**127,939,698**	**138,307,996**	**353,980,579**	**422,631,412**	**230,118,036**	**1,518,036,773**

- Set out below is the distribution of liabilities based on the remaining period until maturity as at 31 December 2024:

Liabilities	Up to 1 month	More the 1 to 3 months	More than 3 to 6 months	More than 6 months to 1 year	More than 1 to 3 years	Over 3 years	Without maturity	Total
	JD	JD	JD	JD	JD	JD	JD	JD
Banks and financial institutions' deposits	36,166,663	-	-	-	-	-	-	36,166,663
Customers' deposits		155,438,981	184,310,420	217,003,571	122,682,024	27,000	-	994,890,214
Cash margins	2,322,792	4,645,584	6,968,377	9,291,169	23,227,922	-	-	46,455,844
Borrowed funds	72,835	7,083,001	444,711	11,492,440	27,412,303	47,463,790	-	93,969,080
Income tax provision	1,485,490	-	1,648,428	-	-	-	-	3,133,918
Sundry provisions	-	-	-	907,359	-	-	-	907,359
Deferred tax liabilities	-	-	552,498	-	-	-	-	552,498
Lease liabilities	88,707	244,874	475,563	436,591	2,127,620	2,005,054	-	5,378,409
Other liabilities	8,967,192	4,645,024	26,518,840	825,179	4,680,300	555,041	-	46,191,576
Total liabilities	364,531,897	172,057,464	220,918,837	239,956,309	180,130,169	50,050,885	-	1,227,645,561
Total assets according to expected maturities	**91,978,319**	**119,831,354**	**88,092,222**	**156,644,519**	**345,088,388**	**369,314,442**	**230,386,356**	**1,401,335,600**

In order to comply with the instructions of the regulatory authorities, the Bank maintains part of its customers' deposits at the central Banks as a restricted cash reserve that cannot be utilized unless under specified regulations. In addition, the liquidity ratios are kept at levels higher than the minimum imposed by the central bank of Jordan.

The contractual maturity dates of the assets and liabilities in the schedule have been determined based on the remaining year from the date of the statement of financial position until the contractual maturity date regardless of the actual maturities reflected by historical events relating to maintaining deposits and the availability of liquidity.

Off- statement of financial position items

31 December 2025			
Item	Up to 1 year	More than 1 year to 5 years	Total
	JD	JD	JD
Letters of guarantee	157,205,685	-	157,205,685
Letters of credit and acceptances	39,585,826	-	39,585,826
Enhanced incoming letter of credit	1,631,974	-	1,631,974
Unutilized direct facilities limits	98,762,784	-	98,762,784
Total	**297,186,269**	**-**	**297,186,269**

31 December 2024			
Item	Up to 1 year	More than 1 year to 5 years	Total
	JD	JD	JD
Letters of guarantee	143,779,267	-	143,779,267
Letters of credit and acceptances	22,493,170	-	22,493,170
Enhanced incoming letter of credit	3,203,136	-	3,203,136
Unutilized direct facilities limits	79,190,444	-	79,190,444
Total	**248,666,017**	**-**	**248,666,017**

(39) Bank's Segment Information

A. Information on the key business segments

The Bank is organized for managerial purposes, which are measured according to reports used by the General Manager and key decision makers at the Bank, through the following major sectors:

- **Individual accounts:** includes following up on individual customers deposits, and granting them credit facilities, credit cards and other services.
- **Corporate accounts:** includes following up on deposits, credit facilities, and Banking services related to corporations.
- **Treasury:** This segment includes providing dealing services and managing the Banks' funds.
- **Others:** This segment includes the activities which do not meet the definition of the Banks above business segments.

The following table represents information on the Bank's sectors according to activities:

Item	Individuals	Corporate	Treasury	Others	Total	
					2025	2024
	JD	JD	JD	JD	JD	JD
Gross income for the year	18,860,609	33,066,273	11,190,237	(28,638)	63,088,481	54,654,414
Less: Expected credit losses	(2,341,467)	(3,736,215)	(17,967)	-	(6,095,649)	(7,497,298)
Segment results	16,519,142	29,330,058	11,172,270	(28,638)	56,992,832	47,157,116
Less: Distributed segment expenses	(19,114,066)	(9,557,033)	(3,185,678)	(3,319,577)	(35,176,354)	(29,444,434)
(Loss) profit for the year before income tax	(2,594,924)	19,773,025	7,986,592	(3,348,215)	21,816,478	17,712,682
Less: Income tax for the year	-	-	-	(7,760,664)	(7,760,664)	(5,994,981)
(Loss) profit for the year	(2,594,924)	19,773,025	7,986,592	(11,108,879)	14,055,814	11,717,701
Capital expenditures	-	-	-	2,421,642	2,421,642	1,599,247
Depreciation and amortization	-	-	-	4,191,078	4,191,078	4,081,656
Total Assets	250,459,370	715,087,202	461,876,427	90,613,774	1,518,036,773	1,401,335,600
Total Liabilities	**777,332,541**	**507,966,447**	**34,907,132**	**18,457,314**	**1,338,663,434**	**1,227,645,561**

B. Geographical distribution information

This disclosure represents the geographical distribution of the Banks operation. The Bank operates mainly in Jordan.
The following table shows the distribution of the Bank's income, assets, and capital expenditures by geographical area:

Item	Inside Jordan		Outside Jordan		Total	
	2025	2024	2025	2024	2025	2024
	JD	JD	JD	JD	JD	JD
Gross income	61,245,580	56,971,123	1,842,901	(2,316,709)	63,088,481	54,654,414
Capital expenditures	2,421,642	1,599,247	-	-	2,421,642	1,599,247

Item	Inside Jordan		Outside Jordan		Total	
	2025	2024	2025	2024	2025	2024
	JD	JD	JD	JD	JD	JD
Total Assets	1,462,773,376	1,361,415,755	55,263,397	39,919,845	1,518,036,773	1,401,335,600

(40) Capital Management

A. Description of Capital

Capital is categorized into various categories, such as paid in capital, economic capital, and regulatory capital. Moreover, regulatory capital is defined, according to the banks Law, as the total value of the items determined by the Central Bank of Jordan for control purposes to meet the requirements of the capital adequacy ratio prescribed in the Central Bank of Jordan instructions.

- Furthermore, regulatory capital consists of two parts: (1) primary capital (Tier 1) made up of paid-in capital, declared reserves (including statutory reserve, voluntary reserve, share premium, and treasury share premium), and retained earnings after excluding restricted amounts and non-controlling interests net of loss for the year (if any), costs of the acquisition of treasury shares, deferred provisions approved by the Central Bank of Jordan, restructuring balance and goodwill Support capital; and
- (2) additional paid-in capital (Tier 2) which consists of foreign currencies translation differences, general Banking risks reserve, instruments with debt-equity shared characteristics, support debts and 45% of the financial assets' valuation reserve, if positive, and is deducted in full, if negative.
- A third part of capital (Tier 3) might be formed in case the capital adequacy ratio goes below 12% due to factoring capital adequacy ratio into market risks.
- Investments in the capitals of banks, insurance companies and other financial institutions are deducted.

B. The requirements of the regulatory parties concerning capital and the way they are met.

Instructions of the Central Bank of Jordan require that paid-in capital not to be less than JD 100 million and shareholders' equity-to-assets ratio not to be less than 6%. Moreover, the Central Bank of Jordan instructions require that the ratio of regulatory capital to assets weighted by risks and market risks (capital adequacy ratio) be not less than 12% which the Bank considers meeting. Furthermore, the Bank increased its paid-in capital during the year 2017 to become JD/share 120,000,000 as at 31 December 2017, whereby the capital increase procedures were completed on 7 June 2017. The Bank's General Assembly decided at its Extraordinary General Assembly meeting held on 27 November 2025, resolved to approve an increase in the Bank's share capital by 10 million JD/share, through a public offering to the Bank's shareholders. As at the date of these financial statements, the procedures related to the capital increase had not yet been completed.

The Bank complies with Article (62) of the Banks Law, which requires the Bank to appropriate 10% of its annual pre-tax profits in Jordan and continue to do so until the reserve equals the Bank's paid-in capital. This meets the requirements of the statutory reserve prescribed by the Companies Law.

The Bank complies with Article (41) of the Banks Law, which requires adherence to the limits set by the Central Bank of Jordan relating to:

1. The percentage of risks relating to its assets and assets weighted by risks, elements of capital, reserves, and contra accounts.
2. The ratio of total loans to permitted regulatory capital granted by the Bank to one person, its affiliates, or to related stakeholders.
3. Ratio of total loans granted to the major ten customers of the Bank to total loans extended by the Bank.

C. Method of achieving capital management goals.

The Bank considers the compatibility of the size of its capital with the size, nature, and complexity of the risk the Bank is exposed to in a manner that does not contradict the prevailing regulations and instructions. This is reflected in its strategic plans and annual budgets.

When entering investments, the impact on capital adequacy ratio is considered. Moreover, capital and its adequacy are monitored periodically as capital adequacy ratio is monitored at the Bank level every quarter. Furthermore, capital adequacy is reviewed by internal audit, and capital ratios are monitored monthly. Such ratios are financial leverage, shareholders' equity to assets, shareholders' equity to customers' deposits, internal growth of capital, provisions, and free capital. This should achieve the appropriate financial leverage, and consequently, the targeted return on shareholders' equity not less than 10% as prescribed by the Bank's strategy.

No dividends are paid to shareholders out of the regulatory capital if such payment leads to non-adherence to the minimum capital requirement.

The Bank concentrates on the internal growth of capital and can resort to public subscriptions to meet expansionary needs and future plans, or the requirements of the regulatory bodies according to specified studies.

Capital Adequacy

Capital adequacy ratio is calculated according to the Central Bank of Jordan instructions based on Basel Committee resolutions III:

Item	31 December 2025	31 December 2024
	JD	JD
Primary capital items:		
Authorized and paid-in capital	120,000,000	120,000,000
Retained earnings	33,217,552	28,220,467
Other comprehensive income items		
Fair value reserve - net	1,497,309	2,992,742
Statutory reserve	24,658,478	22,476,830
Total primary capital before regulatory amendments	**179,373,339**	**173,690,039**
Less:		
Intangible assets - net	(2,407,460)	(2,639,110)
Deferred tax assets - net	(7,519,050)	(8,395,168)
Dividends to be distributed	(8,400,000)	(7,200,000)
Deferred provisions with the approval of the central bank	(533,714)	(905,774)
Investing in the capital of banks and financial companies outside the scope of consolidation, in which the Bank owns less than 10%	(5,232,718)	-
Investing in the capital of banks and financial companies outside the scope of consolidation, in which the Bank owns more than 10%	-	(8,451,903)
Total regulatory amendments	**(24,092,942)**	**(27,591,955)**
Net primary capital	**155,280,397**	**146,098,084**
Secondary capital items:		-
Provision required against credit facilities in stage 1	2,074,033	2,266,747
Total regulatory capital	**157,354,430**	**148,364,831**
Assets weighted by risks-continuous operations		-
Credit risk	1,116,691,875	1,005,056,145
Market risk	31,135,774	3,645,356
Operational risk	111,047,214	103,744,824
Net assets weighted by risks	**1,258,874,863**	**1,112,446,325**
Regulatory capital adequacy ratio	12,50%	13,34%
Primary capital ratio	12.33%	13,13%

Liquidity Coverage Ratio (LCR):

Item	31 December 2025	31 December 2024
	JD	JD
Total high quality liquid assets after adjustments	381,596,017	395,644,196
Net cash outflow	186,943,766	179,389,455
Liquidity coverage ratio (LCR)	204.1%	220,6%
Liquidity coverage ratio according to the average end of each month	**224.1%**	**275,7%**

NET STABLE FUNDING RATIO (NSFR):

Item	31 December 2025		31 December 2024	
	Book value before weighting	Value after available stable conversion factor	Book value before weighting	Value after available stable conversion factor
	JD	JD	JD	JD
Total stable funding available (after available stable funding factor)	1,519,292,079	1,193,675,124	1,402,581,820	1,105,338,566
Total stable funding required (after the required stable funding factor)	1,518,345,076	819,553,459	1,396,665,938	746,724,522
Total stable funding required for off-balance sheet items (after the required stable funding factor)	352,515,514	17,625,776	287,450,470	14,372,524
Total stable funding required	1,870,860,590	837,179,235	1,684,116,408	761,097,046
Net stable funding ratio	**142,58%**		**145,23%**	

(41) Accounts managed by the Bank on behalf of its customers

The investment portfolios managed on behalf of clients amounted to JD 801,309 as at 31 December 2025 (JD 348,636 as at 31 December 2024). These portfolios are not presented as assets and liabilities in the Bank's statement of financial position; instead, the fees and commissions for managing these accounts are reflected in the income statement.

(42) Assets and liabilities maturity analysis:

The following table illustrates the analysis of assets and liabilities according to the expected period of their recoverability or settlement:

Item	31 December 2025		
	Up to one year	More than one year	Total
	JD	JD	JD
Assets:			
Cash and balances at central bank of Jordan	110,112,517	-	110,112,517
Balances and deposits at banks and financial institutions - net	52,170,413	-	52,170,413
Direct credit facilities - net	370,446,865	516,263,932	886,710,797
Financial Assets at fair value through income statement	1,248,874	-	1,248,874
Financial assets at fair value through other comprehensive income	9,939,601	34,163,946	44,103,547
Financial assets at amortized cost - net	66,464,150	244,881,020	311,345,170
Properties and equipment - net	-	20,709,481	20,709,481
Intangible assets - net	-	2,407,460	2,407,460
Right-of-use assets	-	6,380,697	6,380,697
Deferred tax assets	-	8,028,703	8,028,703
Other assets	9,980,231	64,838,883	74,819,114
Total Assets	**620,362,651**	**897,674,122**	**1,518,036,773**
Liabilities:			
Banks and financial institutions' deposits	22,022,664	-	22,022,664
Customers' deposits	973,546,082	147,328,177	1,120,874,259
Cash margins	33,442,436	16,366,049	49,808,485
Borrowed funds	7,889,227	95,683,010	103,572,237
Income tax provision	4,684,611	-	4,684,611
Sundry provisions	760,332	-	760,332
Deferred tax liabilities	509,653	-	509,653
Lease liabilities	1,382,507	4,901,347	6,283,854
Other liabilities	25,378,994	4,768,345	30,147,339
Total Liabilities	**1,069,616,506**	**269,046,928**	**1,338,663,434**
Net Assets	**(449,253,855)**	**628,627,194**	**179,373,339**

31 December 2024			
Item	Up to one year	More than one year	Total
	JD	JD	JD
Assets:			
Cash and balances at central bank of Jordan	116,981,502	-	116,981,502
Balances and deposits at banks and financial institutions - net	27,718,182	-	27,718,182
Direct credit facilities - net	302,098,790	473,631,941	775,730,731
Financial Assets at fair value through income statement	1,372,063	-	1,372,063
Financial assets at fair value through other comprehensive income	23,906,901	27,056,293	50,963,194
Financial assets at amortized cost - net	68,704,790	250,879,831	319,584,621
Properties and equipment - net	-	21,070,281	21,070,281
Intangible assets - net	-	2,639,110	2,639,110
Right-of-use assets	-	5,595,402	5,595,402
Deferred tax assets	-	8,947,666	8,947,666
Other assets	5,842,552	64,890,296	70,732,848
Total Assets	**546,624,780**	**854,710,820**	**1,401,335,600**
Liabilities:			
Banks and financial institutions' deposits	36,166,663	-	36,166,663
Customers' deposits	872,181,190	122,709,024	994,890,214
Cash margins	23,227,922	23,227,922	46,455,844
Borrowed funds	19,092,987	74,876,093	93,969,080
Income tax provision	3,133,918	-	3,133,918
Sundry provisions	907,359	-	907,359
Deferred tax liabilities	552,498	-	552,498
Lease liabilities	1,245,735	4,132,674	5,378,409
Other liabilities	40,956,235	5,235,341	46,191,576
Total Liabilities	**997,464,507**	**230,181,054**	**1,227,645,561**
Net Assets	**(450,839,727)**	**624,529,766**	**173,690,039**

(43) Fair Value Measurement

A. Fair value of Banks' financial assets that are measured at fair value on a recurring basis:

Some of the financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair value of these financial assets are determined (valuation techniques & key inputs):

Item	Fair value		Fair value hierarchy	Valuation techniques and key inputs
	2025	2024		
	JD	JD		
Financial assets at fair value through the income statement				
Quoted shares in financial markets	1,248,874	1,372,063	Level 1	Quoted prices in financial market
Financial assets at fair value through other comprehensive income				
Quoted shares in financial markets	18,242,463	30,919,206	Level 1 & Level 2	Quoted prices in financial market
Unquoted shares in financial markets	22,174,285	20,043,988	Level 3	Through equity method and latest available financial information
Quoted Bonds in financial markets	3,686,799	-	Level 1	Quoted prices in financial market
Total	**44,103,547**	**50,963,194**		

B. Fair value of financial assets and financial liabilities that are not measured at fair value on a recurring basis:

Except for what is detailed in the following table, we believe that the carrying amounts of financial assets and financial liabilities recognized in the Bank's financial statements approximate their fair values, this is because the Bank's management believes that the book value of the items shown below is approximately equivalent to their fair values, either because of their short-term maturity or that their interest rates are repriced during the year.

Item	2025		2024		Fair value Hierarchy
	Book value	Fair value	Book value	Fair value	
	JD	JD	JD	JD	JD
Financial assets not measured at fair value					
Balances at central bank of Jordan	84,455,153	84,471,411	91,845,089	91,848,099	Level 2
Balances and deposits at Banks and financial institutions - net	52,170,413	52,206,712	27,718,182	27,745,864	Level 2
Direct credit facilities - net	886,710,797	899,462,041	775,730,731	787,906,762	Level 2 & 3
Financial assets at amortized cost - net	311,345,170	315,370,003	319,584,621	322,805,384	Level 2
Total financial assets not measured at fair value	**1,334,681,533**	**1,351,510,167**	**1,214,878,623**	**1,230,306,109**	
Financial liabilities not measured at fair value					
Banks and financial institutions' deposits	22,022,664	22,029,697	36,166,663	36,230,864	Level 2
Customers' deposits	1,120,874,259	1,123,018,855	994,890,214	998,033,142	Level 2 & 3
Cash margins	49,808,485	50,062,506	46,455,844	46,751,759	Level 2 & 3
Borrowed funds	103,572,237	103,832,394	93,969,080	94,342,803	Level 2
Financial liabilities not measured at fair value	**1,296,277,645**	**1,298,943,452**	**1,171,481,801**	**1,175,358,568**	

(44) Commitments and Contingent Liabilities (off-Statement of Financial Position)

Item	31 December 2025	31 December 2024
	JD	JD
Letters of credit	20,164,192	8,544,968
Enhanced incoming letters of credit	1,631,974	3,203,136
Acceptances	19,421,634	13,948,202
Letters of guarantee Payment	34,544,073	23,148,925
Performance	42,569,019	49,917,850
Others	80,092,593	70,712,492
Unutilized direct credit facilities limits	98,762,784	79,190,444
Total	**297,186,269**	**248,666,017**

(45) Lawsuits Against the Bank

Lawsuits raised against the Bank are amounted to JD 1,931,899 as at 31 December 2025 (JD 2,990,673 as at 31 December 2024). In the opinion of the Bank's management and the legal advisor, no liabilities exceeding the provision of JD 571,657 will arise as at 31 December 2025 (JD 770,657 as at 31 December 2024).

(46) Standards Issued but not yet Effective

The standards and interpretations that are issued but not yet effective, up to the date of the Bank's financial statements are disclosed below. The Bank intends to adopt these standards, if applicable, when they become effective:
Amendments to the Classification and Measurement of Financial Instruments—Amendments to IFRS 9 and IFRS 7

In May 2024, the IASB issued Amendments to IFRS 9 and IFRS 7, Amendments to the Classification and Measurement of Financial Instruments (the Amendments). The Amendments include:

- A clarification that a financial liability is derecognised on the 'settlement date' and introduce an accounting policy choice (if specific conditions are met) to derecognise financial liabilities settled using an electronic payment system before the settlement date
- Additional guidance on how the contractual cash flows for financial assets with environmental, social and corporate governance (ESG) and similar features should be assessed
- Clarifications on what constitute 'non-recourse features' and what are the characteristics of contractually linked instruments
- The introduction of disclosures for financial instruments with contingent features and additional disclosure requirements for equity instruments classified at fair value through other comprehensive income (OCI)

The Amendments are effective for annual periods starting on or after 1 January 2026. Early adoption is permitted, with an option to early adopt the amendments for classification of financial assets and related disclosures only.
The standard is not expected to have a material impact on the Bank's financial statements.

IFRS 18 Presentation and Disclosure in Financial Statements
In April 2024, the IASB issued IFRS 18, which replaces IAS 1 Presentation of Financial Statements. IFRS 18 introduces new requirements for presentation within the statement of profit or loss, including specified totals and subtotals. Furthermore, entities are required to classify all income and expenses within the statement of profit or loss into one of five categories: operating, investing, financing, income taxes and discontinued operations, whereof the first three are new.

It also requires disclosure of newly defined management-defined performance measures, subtotals of income and expenses, and includes new requirements for aggregation and disaggregation of financial information based on the identified 'roles' of the primary financial statements (PFS) and the notes.

In addition, narrow-scope amendments have been made to IAS 7 Statement of Cash Flows, which include changing the starting point for determining cash flows from operations under the indirect method, from 'profit or loss' to 'operating profit or loss' and removing the optionality around classification of cash flows from dividends and interest. In addition, there are consequential amendments to several other standards.

IFRS 18, and the amendments to the other standards, is effective for reporting periods beginning on or after 1 January 2027, but earlier application is permitted and must be disclosed. IFRS 18 will apply retrospectively.

This standard will result in new presentation of the income statement with some new required totals, in addition to the disclosure of management-defined performance measures.
The Bank is in the process of determining the full impact of the amendments on the financial statements and related notes.

Translation to a Hyperinflationary Presentation Currency – Amendments to IAS 21
In November 2025, the Board issued Translation to a Hyperinflationary Presentation Currency – Amendments to IAS 21. The amendments require translation from a non-hyperinflationary functional currency into a hyperinflationary presentation currency at the closing rate.

If an entity's functional currency is the currency of a non-hyperinflationary economy, but its presentation currency is the currency of a hyperinflationary economy, its results and financial position are translated into the presentation currency by translating all amounts (i.e., assets, liabilities, equity items, income and expenses) and all comparatives at the closing rate at the date of the most recent statement of financial position.

An entity whose functional currency and presentation currency are the currency of a hyperinflationary economy, restates the comparative amounts of a foreign operation, whose functional currency is that of a non-hyperinflationary economy, by applying the general price index, in accordance with paragraph 34 of IAS 29, to the foreign operation's comparative figures.
The amendments also introduce certain additional disclosure requirements.

The amendments apply for annual reporting periods beginning on or after 1 January 2027 and earlier application is permitted.

(47) Comparative figures

Some of the year 2024 financial statements figures have been reclassified in order to conform with the financial statements' presentation of the year 2025 figures. The reclassification did not have any effect on profit or shareholders' equity of the year 2024.

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Auditor's Report on the Bank's Annual Financial Statements

ارنست ويونغ الأردن
محاسبون قانونيون
صندوق بريد ١١٤٠
عمان ١١١١٨ - المملكة الأردنية الهاشمية
هاتف: ٠٧٧٧ ٥٥٨٠ ٠٦ /٠٠٩٦٢ ٦٥٥٣ ٦١١١
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تقرير مدقق الحسابات المستقل
إلى مساهمي البنك التجاري الأردني - شركة مساهمة عامة محدودة
عمان- المملكة الأردنية الهاشمية

تقرير حول تدقيق القوائم المالية

الـــرأي

لقد قمنا بتدقيق القوائم المالية المرفقة للبنك التجاري الأردني (شركة مساهمة عامة محدودة) "البنك" والتي تتكون من قائمة المركز المالي كما في ٣١ كانون الأول ٢٠٢٥ وقائمة الدخل وقائمة الدخل الشامل وقائمة التغيرات في حقوق المساهمين وقائمة التدفقات النقدية للسنة المنتهية في ذلك التاريخ والايضاحات حول القوائم المالية والمعلومات المتعلقة بالسياسات المحاسبية الجوهرية.

في رأينا، إن القوائم المالية المرفقة تُظهر بعدالة، من كافة النواحي الجوهرية، المركز المالي للبنك كما في ٣١ كانون الأول ٢٠٢٥ وأداءه المالي وتدفقاته النقدية للسنة المنتهية في ذلك التاريخ وفقاً لمعايير التقارير المالية الدولية – المعايير المحاسبية (IFRS Accounting Standards) الصادرة عن مجلس معايير المحاسبة الدولية (IASB) كما تم اعتمادها من قبل البنك المركزي الأردني.

أساس الرأي

لقد قمنا بتدقيقنا وفقاً للمعايير الدولية للتدقيق، إن مسؤولياتنا وفقاً لهذه المعايير مفصلة أكثر ضمن بند مسؤولية مدقق الحسابات عن تدقيق القوائم المالية الواردة في تقريرنا هذا. نحن مستقلون عن البنك وفقاً لقواعد السلوك المهني للمحاسبين القانونيين (بما في ذلك معايير الاستقلالية الدولية) الصادرة عن المجلس الدولي لمعايير السلوك المهني للمحاسبين وذلك بحسب ما ينطبق على تدقيق القوائم المالية للمنشآت ذات الاهتمام العام بالإضافة إلى متطلبات السلوك المهني الاخرى الملائمة لتدقيق القوائم المالية للمنشآت ذات الاهتمام العام في الأردن، وقد التزمنا بمتطلبات السلوك المهني ومتطلبات المجلس الدولي لمعايير السلوك المهني للمحاسبين. لقد قمنا بالحصول على أدلة تدقيق كافية وملائمة و توفر أساساً لإبداء الرأي.

امور التدقيق الهامة

ان أمور التدقيق الهامة هي تلك الأمور التي وفقاً لاجتهادنا المهني كانت الأكثر جوهرية خلال تدقيق القوائم المالية للسنة الحالية. لقد تمت دراسة هذه الأمور ضمن الإطار الكلي لتدقيق القوائم المالية لإبداء رأينا حول هذه القوائم ولا نبدي رأياً منفصلاً حول هذه الأمور. تم وصف إجراءات التدقيق المتعلقة بكل امر من الأمور المشار اليها ادناه.

لقد قمنا بالمهام المذكورة في فقرة مسؤولية مدقق الحسابات والمتعلقة بتدقيق القوائم المالية. بالإضافة لكافة الأمور المتعلقة بذلك. بناء عليه فأن تدقيقنا يشمل تنفيذ الإجراءات التي تم تصميمها للاستجابة لتقييمنا لمخاطر الأخطاء الجوهرية في القوائم المالية. ان نتائج إجراءات التدقيق التي قمنا بها، بما في ذلك الإجراءات المتعلقة بمعالجة الأمور المشار اليها ادناه، توفر أساسا لرأينا حول تدقيق القوائم المالية المرفقة.

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١. كفاية مخصص الخسائر الائتمانية المتوقعة للتسهيلات الائتمانية إيضاح (٦) حول القوائم المالية	
أمر التدقيق الهام تم اعتبار هذا الأمر من الأمور الهامة في عملية التدقيق حيث يتطلب احتساب مخصص الخسائر الائتمانية المتوقعة للتسهيلات الائتمانية وضع افتراضات واستخدام الإدارة لتقديرات لاحتساب مدى ووقت تسجيل الخسائر الائتمانية المتوقعة. يتم احتساب مخصص الخسائر الائتمانية المتوقعة على التسهيلات الائتمانية وفقاً لسياسة البنك الخاصة بالمخصصات وتدني القيمة والتي تتماشى مع متطلبات معيار التقارير المالية الدولي رقم (٩) كما تم اعتماده من قبل البنك المركزي الأردني. تشكل التسهيلات الائتمانية جزءاً كبيراً من موجودات البنك، وهنالك احتمالية عدم دقة في احتساب مخصص الخسائر الائتمانية المتوقعة المسجل سواء نتيجة استخدام بيانات غير دقيقة أو استخدام فرضيات غير معقولة. نظراً لأهمية الاحكام المستخدمة في تصانيف التسهيلات الائتمانية في المراحل المختلفة وفقاً لمعيار التقارير المالية الدولي رقم (٩) كما تم اعتماده من قبل البنك المركزي الأردني، يعتبر هذا الأمر من أمور التدقيق الهامة. بلغ رصيد إجمالي التسهيلات الائتمانية المباشرة للبنك ٩٥٨,٧ مليون دينار وبلغ مخصص الخسائر الائتمانية المتوقعة ٥١,٨ مليون دينار كما في ٣١ كانون الأول ٢٠٢٥.	**إجراءات التدقيق** تضمنت إجراءات التدقيق التي قمنا بها ما يلي: • فهم طبيعة محافظ التسهيلات الائتمانية للبنك بالإضافة الى فحص لنظام الرقابة الداخلي المتبع في عملية المنح والتسجيل ومراقبة الائتمان وتقييم فعالية الاجراءات الرئيسية المتبعة في عملية المنح والتسجيل. • الاطلاع على سياسة الخسائر الائتمانية المتوقعة ومقارنتها بمتطلبات معايير التقارير المالية الدولية بالإضافة الى تعليمات وتعاميم الجهات الرقابية. • دراسة وفهم نموذج الخسارة الائتمانية المتوقعة المتبع في احتساب المخصصات ومدى توافقه مع متطلبات معيار التقارير المالية الدولي رقم (٩) كما تم اعتماده من قبل البنك المركزي الأردني والارشادات والتوجيهات التنظيمية ذات الصلة. • دراسة عينة من التسهيلات بشكل فردي لتقييم ما يلي: - مدى ملائمة مراحل التصنيف لدى البنك. - مدى ملائمة عملية تحديد التعرض الائتماني عند التعثر، بما في ذلك النظر في التدفقات النقدية الناتجة عن التسديد والعمليات الحسابية الناتجة عنها. - مدى ملائمة احتمالية التعثر، التعرض الائتماني عند التعثر ونسبة الخسارة بافتراض التعثر للمراحل المختلفة. - مدى ملائمة وموضوعية التقييم الائتماني الداخلي والكفاءات واستقلالية الخبرات المستخدمة ضمن هذه العملية. - صحة وملائمة عملية احتساب الخسائر الائتمانية المتوقعة. - مدى ملائمة عملية تقدير البنك لحدوث ارتفاع في مستوى المخاطر الائتمانية وأسس انتقال التعرض الائتماني بين المراحل، للتعرضات التي انتقلت بين المراحل، بالإضافة الى تقييم العملية من ناحية التوقيت المناسب لتحديد الزيادة الجوهرية في مخاطر الائتمان للتعرضات الائتمانية.

	• إعادة احتساب الخسائر الائتمانية المتوقعة للتسهيلات المتدنية بشكل فردي بالإضافة الى فهم اخر التطورات لهذه التعرضات الائتمانية من ناحية التدفقات النقدية وإذا كان هناك أي جدولة او هيكلة. • فيما يتعلق بالافتراضات المستقبلية المستخدمة من قبل البنك لاحتساب الخسائر الائتمانية المتوقعة، لقد قمنا بمناقشة هذه الافتراضات مع الإدارة وقمنا بمقارنتها مع المعلومات المتاحة. قمنا بتقييم الافصاحات في القوائم المالية لضمان ملائمتها لمعيار التقارير المالية الدولي رقم (٩). إن السياسات المحاسبية والتقديرات والأحكام المحاسبية الهامة والإفصاح عن التسهيلات الإئتمانية وإدارة مخاطر الائتمان مفصلة في الإيضاحات رقم ٢ و٣ و٦ و٣٨ حول القوائم المالية.

المعلومات الأخرى الواردة في التقرير السنوي للبنك لعام ٢٠٢٥

تتكون المعلومات الأخرى من المعلومات الواردة في التقرير السنوي للبنك لعام ٢٠٢٥ غير القوائم المالية وتقرير مدقق الحسابات. ان الإدارة هي المسؤولة عن المعلومات الأخرى. من المتوقع ان يتم تزويدنا بالتقرير السنوي للبنك لعام ٢٠٢٥ لاحقا لتاريخ تقريرنا حول القوائم المالية. ان رأينا لا يشمل المعلومات الأخرى وأننا لا نبدي اي تأكيد حول المعلومات الأخرى.

ان مسؤوليتنا هي قراءة المعلومات الأخرى عند الحصول عليها، فيما إذا كانت المعلومات الأخرى تتعارض جوهريا مع القوائم المالية او من معرفتنا خلال عملية تدقيق القوائم المالية.

مسؤولية الإدارة والمسؤولين المكلفين بالحوكمة عن القوائم المالية

إن الإدارة مسؤولة عن إعداد هذه القوائم المالية وعرضها بصورة عادلة وفقا لمعايير التقارير المالية الدولية – المعايير المحاسبية (IFRS Accounting Standards) الصادرة عن مجلس معايير المحاسبة الدولية (IASB)، كما تم اعتمادها من قبل البنك المركزي الأردني، بالإضافة الى تحديد نظام الرقابة الداخلي الضروري لإعداد قوائم مالية خالية من الأخطاء الجوهرية سواء الناتجة عن احتيال أو عن غلط.

كما إن الإدارة مسؤولة عن تقييم قدرة البنك على الاستمرار كمنشأة مستمرة والإفصاح عن الأمور المتعلقة بمبدأ الاستمرارية بما في ذلك استخدام مبدأ الاستمرارية في المحاسبة عند إعداد القوائم المالية، إلا إذا كان في نية الإدارة تصفية البنك أو إيقاف عملياته أو عدم وجود أي بديل واقعي آخر سوى القيام بذلك.

إن المكلفين بالحوكمة مسؤولون عن الاشراف على عملية إعداد التقارير المالية للبنك.

Building a better working world

مسؤولية مدقق الحسابات عن تدقيق القوائم المالية

إن أهدافنا تتمثل بالحصول على تأكيد معقول بأن القوائم المالية ككل خالية من الأخطاء الجوهرية سواء الناتجة عن إحتيال أو عن غلط وإصدار تقرير التدقيق الذي يتضمن رأينا. ان التأكيد المعقول هو تأكيد عالي المستوى ولكنه ليس ضمانة أن التدقيق الذي يجري وفقاً للمعايير الدولية للتدقيق سيكشف دائما خطأ جوهريا عند وجوده. إن الأخطاء قد تحدث نتيجة لاحتيال أو غلط ويتم اعتبارها جوهرية، إذا كانت منفردةً أو مجتمعةً يمكن ان يكون لها تأثير على القرارات الاقتصادية المتخذة من قبل مستخدمي هذه القوائم المالية.

إننا نقوم بممارسة الاجتهاد المهني والمحافظة على الشك المهني كجزء من التدقيق وفقا للمعايير الدولية للتدقيق، وكذلك نقوم بما يلي:

- تحديد وتقييم مخاطر الاخطاء الجوهرية في القوائم المالية، سواء الناتجة عن احتيال أو غلط، وتصميم وتنفيذ اجراءات تدقيق تستجيب لهذه المخاطر والحصول على أدلة تدقيق كافية وملائمة توفر اساساً لإبداء الراي. إن خطر عدم اكتشاف خطأ جوهري ناتج عن احتيال يعد أكبر من ذلك الناتج عن غلط، لما قد يتضمنه الاحتيال من تواطؤ أو تزوير أو حذف متعمد أو تأكيدات غير صحيحة أو تجاوز لنظام الرقابة الداخلي.

- الحصول على فهم لنظام الرقابة الداخلي المتعلق بالتدقيق وذلك لتصميم إجراءات تدقيق ملائمة للظروف وليس بهدف ابداء رأي حول مدى فعالية نظام الرقابة الداخلي للبنك.

- تقييم ملاءمة السياسات المحاسبية المطبقة ومعقولية التقديرات المحاسبية والايضاحات المتعلقة بها التي قامت بها الادارة.

- التوصل الى نتيجة حول ملاءمة استخدام الادارة لمبدأ الاستمرارية في المحاسبة، وبناءاً على أدلة التدقيق التي تم الحصول عليها، وفيما إذا كان هناك عدم تيقن جوهري مرتبط بأحداث أو ظروف قد تلقي بشكوك كبيرة حول قدرة البنك على الاستمرار. واذا ما توصلنا الى نتيجة بأن هناك شك جوهري، فعلينا الإشارة في تقرير التدقيق إلى ايضاحات القوائم المالية ذات الصلة أو تعديل رأينا اذا كانت هذه الايضاحات غير كافية. إن استنتاجاتنا مبنية على أدلة التدقيق التي حصلنا عليها حتى تاريخ تقرير التدقيق، ومع ذلك فإن الأحداث او الظروف المستقبلية قد تؤدي إلى عدم استمرار البنك في اعماله كمنشأة مستمرة.

- تقييم العرض العام لهيكل القوائم المالية ومحتواها بما في ذلك الايضاحات حولها وفيما إذا كانت القوائم المالية تمثل المعاملات والأحداث التي تحقق العرض العادل.

إننا نتواصل مع المسؤولين المكلفين بالحوكمة فيما يتعلق بنطاق التدقيق وتوقيته وملاحظات التدقيق المهمة التي تتضمن أي نقاط ضعف مهمة في نظام الرقابة الداخلية التي يتم تحديدها من قبلنا خلال عملية التدقيق.

نقوم كذلك بتزويد المسؤولين المكلفين بالحوكمة بما يفيد التزامنا بمتطلبات السلوك المهني المتعلقة بالاستقلالية والافصاح للمسؤولين المكلفين بالحوكمة عن كل العلاقات والامور الاخرى التي تظهر على انها تؤثر على استقلاليتنا، وحيثما كان ملائما الإفصاح عن الإجراءات المتخذة لالغاء مخاطر الاستقلالية والإجراءات المعززة المطبقة.

من تلك الأمور التي يتم التواصل بها مع المسؤولين المكلفين بالحوكمة، نقوم بتحديد الأمور الاكثر أهمية على تدقيق القوائم المالية للفترة الحالية والتي تمثل أمور التدقيق الهامة. اننا نقدم وصف عن هذه الأمور في تقرير التدقيق الا اذا كان القانون أو التعليمات تمنع الإفصاح عن ذلك الامر، او في حالات نادرة جدا والتي بناءاً عليها لا يتم الافصاح عن ذلك الامر في تقريرنا لان العواقب السلبية المتوقعة للإفصاح قد تفوق المنفعة العامة الناتجة عنه.

تقرير حول المتطلبات القانونية

يحتفظ البنك بقيود وسجلات محاسبية منظمة بصورة أصولية تتفق مع القوائم المالية ونوصي بالمصادقة عليها.

إرنست ويونغ/ الأردن

أحمد محمود ابو عصبة
ترخيص رقم ١١٥٥

إرنست ويونغ
محاسبون قانونيون
عمان - الأردن

عمان – المملكة الأردنية الهاشمية
٢٦ شباط ٢٠٢٦ باستثناء إيضاح (٢٤) وإيضاح (٤٠) بتاريخ ٢ نيسان ٢٠٢٦

(21)/H: Board of Directors' Declarations:

1. The Board of Directors of Jordan Commercial Bank hereby affirms, to the best of its knowledge and belief, that there are no material matters that may affect the Bank's continuity during the following financial year. The Board also confirms that it has not received any financial or in-kind benefits other than those disclosed in the Remuneration and Benefits Schedule.
2. The Board of Directors of Jordan Commercial Bank acknowledges its responsibility for the preparation of the financial statements and for maintaining an effective internal control system within the Bank.

(The signatures of the following Board members cover all the declarations stated above under items 1 and 2).

Chairman of the BOD **Michael Sayegh**	Vice-Chairman **Ayman Majali**	Board Member **Abdelnour Abdelnour**	Board Member First Jordan Investment Company **Hania Nabulsi**
Board Member **Osama Hamad**	Board Member The Social Security Corporation (The 1st Seat) Represented by: **Yahia Obeidat**	Board Member The Social Security Corporation (The 2nd Seat) Represented by: **Rami Titi**	
Board Member **Lina Albakhit Aldababneh**	Board Member **MOHD Anoubani**	Board Member **Omar Maani**	Board Member **Faiq Sayegh**

3. We, the undersigned, hereby acknowledge the accuracy, completeness, and reliability of the information and data contained in the Annual Report, and confirm the provision of effective internal control and monitoring systems.

Chairman of the Board of Directors **Michael Sayegh**	CEO **Caesar Hani Aziz Qulajen**	CFO **Abdallah Kishek**

08

Corporate Governance Guide

Introduction

Driven by its commitment to maintaining sound operations and in recognition of the importance of safeguarding the Jordanian banking system, of which it is a member, and in compliance with international standards for sound banking practices, the Bank acknowledges that this requires adherence to best practices in corporate governance. This entails managing the Bank in an institutionalized manner, in full compliance with laws and regulations issued by regulatory authorities, as well as implementing the policies, instructions, and procedures established by the Board of Directors and Executive Management.

Corporate governance is based on several fundamental principles, the most important of which include the separation of responsibilities between the Board of Directors and the CEO (Chief Executive Officer) and ensuring that the Chairman of the Board is a non-executive member. It also requires the existence of organizational and administrative structures in which responsibilities and authorities are clearly defined, along with effective oversight frameworks. Furthermore, it mandates fair and transparent treatment of all stakeholders, providing them with sufficient disclosure to assess the Bank's position and financial performance. It also requires that members of the Board of Directors and senior executive management possess an appropriate level of educational and professional qualifications, integrity, honesty, and good reputation.

Effective corporate governance strengthens the relationship between the shareholders, the Board of Directors, the Executive Management, and the Bank's relevant stakeholders (including other banks, depositors, and regulatory authorities). It also ensures that the Executive Management is accountable to the Board, while the Board is accountable to the owners and other stakeholders.

This manual and its associated policies on corporate governance have been prepared to reaffirm Jordan Commercial Bank's distinct identity. They emphasize the independence of the Board members, the absence of conflicts of interest, and their effective ability to select Executive Management capable of managing the Bank's affairs in accordance with the best local and international standards and practices in corporate governance.

Chapter One: Definitions, Relationships, and the Importance of Corporate Governance

First: Definitions:

Non-executive Member of the Board of Directors	A member who is not a full-time managing officer or employee at the Bank and does not receive a salary from it.
Insider Authorized Person:	Any person who has access to inside information by virtue of their position or employment within the Bank, including the Chairman and members of the Board of Directors, the Chief Executive Officer, the Chief Financial Officer, the Internal Auditor, the External Auditor, the representative of a legal person, the Board Secretary, and the relatives of the aforementioned parties.
Cumulative voting:	The voting mechanism for electing the Bank's Board of Directors that allows each shareholder the option to distribute their votes according to the number of shares they hold. Shareholders have the right to use all their votes for a single candidate or distribute them among multiple candidates, with each share receiving one vote, without any duplication of votes.
Governance Report:	A report outlining the Bank's corporate governance applications and practices, and it is incorporated into the Annual Report of the Bank and is signed by the Chairman of the Board.
Relatives:	parents, spouses, siblings, and offspring.
Corporate Governance:	The system through which the Bank is governed and managed, aimed at defining and achieving the Bank's institutional objectives, securely managing the Bank's operations, protecting the interests of depositors, fulfilling the due responsibilities towards investment account holders, shareholders, and other stakeholders, and ensuring the Bank's compliance with applicable laws and internal policies.
Stakeholders:	Any party with an interest in the Bank, such as depositors, investment account holders, shareholders, employees, creditors, customers, or relevant regulatory authorities.
Independent member:	A Board member of the Bank who is not a major shareholder, and who is not under the control of any of them, and who possesses the qualifications or financial and banking expertise as outlined in Chapter Three / Section Two (Paragraph D).
Senior Executive Management:	This includes the Bank's CEO or Regional Manager, Deputy CEO or Deputy Regional Manager, Assistant CEO or Assistant Regional Manager, Financial Manager, Operations Manager, Facilities Manager, Treasury (Investment) Manager, Risk Management Manager, Internal Audit Manager, Compliance Manager, in addition to any Bank employee holding the same job title and possessing executive authority parallel to any of the aforementioned authorities and/or directly reporting functionally to the CEO.
Fit and Proper Requirements	Specific requirements related to integrity, honesty, reputation, competence, and qualifications that must be met, in accordance with the requirements outlined in the corporate governance instructions, for individuals nominated for membership in the Bank's Board of Directors and Senior Executive Management.
Advisory position	A position where the occupant has a contract or agreement with the Bank to provide temporary consulting services or under an annual contract.
External Auditor:	The audit firm, partners at the audit firm, and members of the audit team.
Audit Firm:	The firm through which the audit team practices its profession, registered with the Companies Control Department at the Ministry of Industry, Trade, and Supply as a civil company authorized to practice the profession in accordance with applicable legislation.
Audit Engagement Partner:	A licensed partner in the audit firm in charge of the audit engagement and the report issued on its behalf. The partner has the experience, academic qualifications, and professional certifications required to sign the audit report.
Audit Team:	Team members conducting audit procedures under the supervision of the audit engagement partner; this does not include non-audit services team members outside the scope of audit services.

Second: Corporate Governance:

Corporate governance refers to the set of relationships between the Bank's Board of Directors, Executive Management, shareholders, and other stakeholders. It defines the mechanisms through which the Bank's objectives are established, the means to achieve them, and the monitoring of their achievement. Good corporate governance provides both the Board and Executive Management with the appropriate incentives to achieve goals that serve the Bank's best interests, facilitates effective oversight, and helps the Bank utilize its resources efficiently.

Furthermore, it is the system that determines how authority is exercised, decisions are made, and operations are managed securely, while protecting depositors' interests, fulfilling responsibilities toward shareholders and other stakeholders, and ensuring the Bank's compliance with applicable laws, regulations, and internal policies.

Third: Corporate Governance Relationships

1. Internal Factors:
   These are represented by the effectiveness of interaction between the shareholders, the Board of Directors, Executive Management, and other relevant stakeholders. Good corporate governance facilitates the Bank's ability to define its objectives and achieve them by enabling the Board to set the Bank's goals and approve the strategies proposed by Executive Management to reach the targets the Bank aims to accomplish.

2. External Factors:
   External factors include the following:
   - Compliance with laws, regulations, and directives that protect the rights of shareholders and other relevant stakeholders, such as depositors and other creditors of the Bank.
   - Availability of an appropriate regulatory environment provided by supervisory authorities.
   - Existence of a capital market infrastructure, which enhances shareholders' ability to hold the Bank's management accountable.
   - Adherence to accounting standards regarding the accurate and timely presentation of financial statements and following proper disclosure methodologies.
   - Presence of third-party oversight, such as the financial market, the Central Bank, international rating agencies, professional and trade associations, among others.
   - Availability of a suitable legal, legislative, and regulatory environment that clarifies the rights of the Bank's stakeholders.
   - Corporate governance requires both an effective internal and external environment; the presence of one does not necessarily guarantee the presence of the other. In either case, the following elements are considered guiding principles for achieving good corporate governance:

- **Fairness:**
  Minority shareholders and other stakeholders are treated fairly, with their interests duly considered.

- **Transparency:**
  The Bank discloses financial, organizational, and executive compensation information to stakeholders in a manner that enables shareholders and depositors to assess the Bank's performance, in compliance with the instructions of the Central Bank of Jordan and the provisions of the Banks Law. The Bank is also aware of changes in international financial reporting practices and the level of transparency required of financial institutions. Furthermore, the Bank is committed to providing high-quality information regarding all its activities to regulatory authorities, shareholders, depositors, other banks, and the general public through various reports and communication tools.

- **Accountability:**
  The Executive Management is committed to responding to any inquiries when held accountable by the Board of Directors regarding the implementation of plans and the application of policies set by the Board, with the aim of safeguarding the Bank's assets and maintaining its financial soundness. Similarly, the Board of Directors is committed to being accountable to shareholders and other authorized stakeholders whenever required.

- **Responsibility:**
  The Bank's organizational structure, as approved by the Board of Directors, defines the lines of communication and boundaries of responsibility. Similarly, the authority matrices approved by the Board clarify and outline the scope of responsibility.

The Board exercises oversight over Executive Management, while Executive Management is responsible for the Bank's day-to-day operations. The Board is committed to establishing clear limits of responsibility and accountability, ensuring that all managerial levels adhere to them, and confirming that the organizational structure clearly reflects lines of authority and responsibility, including multiple levels of oversight.

Furthermore, the senior executive management is responsible for managing daily operations, contributing to the implementation of corporate governance, delegating authority to staff, and creating an effective administrative environment that enhances accountability. They must execute tasks across various business areas in accordance with policies and procedures approved by the Board, and implement appropriate control measures to enable accountability of the senior Executive Management.

Fourth: The Importance of Corporate Governance for the Bank

1. The Jordanian banking sector, including Jordan Commercial Bank, is one of the most important components of the national economy. This sector is globally subject to supervision and audit, and relies on government financial safety nets. Therefore, it is essential for the Bank to have a robust corporate governance system.
2. The primary source of the Bank's incoming funds comes from the resources of others, particularly depositors. In light of the intense competition in the Jordanian financial market, having sound corporate governance enhances the Bank's market share.
3. To maintain the soundness and stability of the Bank's financial position, members of the Board of Directors play a vital role in corporate governance through oversight, providing a robust risk management system that aligns returns with risks within the Bank's permissible limits and strategy, and through compliance with laws and regulations at all managerial levels.
4. Corporate governance enhances the Bank's performance by providing a mechanism linking the interests of shareholders and other stakeholders with the Bank.

Chapter Two: Board of Directors Standardse

First: Board Composition and Meetings

- The Board of Directors of the Bank shall consist of no fewer than eleven (11) members, except when the Bank is wholly owned by a single shareholder, in which case the Board shall have a minimum of seven (7) members. The Board shall not exceed thirteen (13) members, all of whom must possess practical experience, professional expertise, and specialized skills. The Chairman or any Board member shall not hold an executive position, participate in the day-to-day management of the Bank, or serve in any advisory capacity within the Bank.
- The number of independent members shall be no less than four (4).
- Board members are elected through cumulative voting by the Bank's General Assembly via a secret ballot.
- Jordan Commercial Bank ensures diversity and complementary skills among Board members, providing a wide range of insights and perspectives that align with the Bank's size, activities, and strategy, and requires permanent residency of members in the Hashemite Kingdom of Jordan.
- The Bank ensures representation of women on both the Board and senior executive management.
- The Board establishes various committees to monitor and oversee the Bank's operations, report to the Board, and defines their responsibilities, duties, and authorities through a separate charter for each committee.
- The positions of Chairman of the Board and CEO shall not be combined. Furthermore, the Chairman, any Board member, or major shareholder shall not have a familial relationship with the CEO up to the third degree. The CEO is committed to performing, at a minimum, the following responsibilities:
  - Developing the Bank's strategic direction.
  - Implementing the Bank's strategies and policies.
  - Executing the decisions of the Board of Directors.
  - Providing guidance for the implementation of short-term and long-term business plans.
  - Communicating the Bank's vision, mission, and strategy to employees.
  - Informing the Board of Directors of all significant aspects of the Bank's operations.
  - Managing the Bank's day-to-day operations.
  - Approving a detailed description of the responsibilities of each organizational unit (except for oversight departments, which must be approved by the relevant committee), and ensuring that all employees are aware of these responsibilities according to their respective roles.
- The Board of Directors holds its meetings upon a written invitation from the Chairman or, in his absence, the Vice-Chairman, or based on a written request submitted to the Chairman by at least one-quarter of the Board members, with the absolute majority of members present. Members dedicate sufficient time to fulfill their Board responsibilities, including preparing in advance for Board meetings. The Board shall hold at least six meetings annually, and the Bank ensures that no more than two months elapse without a Board meeting.
- Board members may attend Board and committee meetings via any video or telecommunication means, provided that the Chairman and Secretary certify the Board meeting minutes and quorum, and the Committee Chair and Secretary certify the committee meeting minutes and quorum.
- The quorum for any committee meeting shall not be less than three (3) members, including the Committee Chair, except for the Facilities Committee. No substitute member may attend in place of an absent permanent member.

- The Chairman of the Board consults with other members and the CEO when preparing a detailed agenda for the Board meeting and sends the agenda along with supporting documents to members sufficiently in advance.
  Minutes of Board and committee meetings are formally recorded, including the actions taken by the Board and its committees. These minutes constitute legal evidence of the Board's or committees' actions and accurately document events that occurred during the meetings to avoid any ambiguity. Care is taken to ensure accuracy in writing the minutes, including recording all votes, attaching relevant documents, referencing consulted materials, and noting any reservations raised by members. The Bank maintains all minutes in an appropriate and secure manner.
- The term of service for each elected Board member is four (4) years, renewable. There is no maximum limit on the number of terms a Board member may serve. Reappointment is based on an evaluation of the member's continued ability to fulfill the responsibilities assigned to them while maintaining an adequate level of objectivity in performing their duties.

Second: Duties and Responsibilities of the Board of Directors

In accordance with the Bank's Articles of Association, relevant laws and regulations, and the instructions of the Central Bank, the Board of Directors exercises its duties and fulfills its responsibilities, which include the following:

1. Define the Bank's strategic objectives, guide the Executive Management in preparing a strategy to achieve these objectives, approve the strategy that the Executive Management must implement, and approve operational plans that align with this strategy.
2. Select an Executive Management team capable of efficiently and effectively managing the Bank's affairs.
3. Supervise the Senior Executive Management and monitor their performance, ensuring the soundness and adequacy of the Bank's financial position, and accordingly approve appropriate policies, plans, and procedures for oversight and control of the Bank's performance.
4. Approve a policy to monitor and review Executive Management performance by setting Key Performance Indicators (KPIs) to define, measure, and track progress toward achieving institutional objectives.
5. Ensure that the Bank's credit policy includes an assessment of the corporate governance quality of clients that are public shareholding companies, evaluating client risks based on their corporate governance strengths and weaknesses.
6. Ensure the availability of policies, plans, and procedures covering all Bank activities, in compliance with relevant laws and regulations, and that they are communicated across all management levels, regularly reviewed, and monitored to verify correct implementation.
7. Define the Bank's institutional values, establish clear lines of responsibility and accountability for all Bank activities, and approve an organizational structure illustrating the management hierarchy, including Board committees and Executive Management.
8. Ensure that no Board member, executive manager, or Bank employee gains personal benefit at the expense of the Bank's interest.
9. The Board shall take measures to ensure the accuracy of information provided to regulatory authorities.
10. The Board is responsible for implementing the requirements of the Central Bank as well as other regulatory and supervisory authorities, considering stakeholders' interests, ensuring that the Bank is managed within the framework of applicable laws and internal policies, and maintaining effective ongoing control over all Bank activities, including those outsourced externally.
11. Approve the Bank's internal regulations and instructions, define authorities, responsibilities, and communication channels across all management levels, ensuring administrative and financial control over Bank operations.
12. Ensure the independence of the external auditor, both initially and continuously.
13. Approve the roles and responsibilities of the Compliance Department.
14. Ensure the independence of the Risk Management Department, granting it the necessary authority to obtain information from other Bank departments and to cooperate with other committees in performing its duties.
15. Approve a risk management strategy and monitor its implementation, including the level of acceptable risk, ensuring the Bank is not exposed to high risks. The Board must be aware of the Bank's operational environment and associated risks, and confirm that tools and infrastructure exist to identify, measure, analyze, evaluate, and monitor all types of risks faced by the Bank.
16. The Board shall approve the Bank's Risk Appetite statement.
17. Ensure the existence of reliable and adequate management information systems covering all Bank activities.
18. The Board shall establish a policy regarding the Bank's responsibility towards environmental protection and community welfare (Environmental and Social Policy) and include in the Annual Report and/or Sustainability Report the Bank's initiatives and disclosures in this regard, including but not limited to:
    - Social initiatives for environmental protection, health, and education.
    - Social initiatives to combat poverty and unemployment.
    - Promotion of micro and medium-sized financing.
    - Participation in initiatives that add economic value to the community.

19. The Board shall possess appropriate knowledge of climate-related financial risks that may affect the Bank and ensure that such risks are duly considered as part of the Bank's overall business strategy and risk management strategy.
20. The Board shall approve policies and procedures within the Bank's risk management framework to identify, assess, and manage climate-related financial risks. The Board shall review and update these policies and procedures annually, or as needed, in response to emerging climate-related financial risks and regulatory requirements.
21. The Board shall take measures to establish a clear separation between the powers of major shareholders and the Senior Executive Management, implementing appropriate mechanisms to limit the influence of major shareholders. Senior executive management shall derive its authority solely from the Board and operate within the delegation granted by it.
22. The Board shall define banking operations that require its approval, ensuring that such oversight does not impede the Board's supervisory role. The Board shall not have executive powers, including the authority to grant credit to any individual Board member, including the Chairman, acting alone.
23. The Board shall appoint the Secretary of the Board, terminate their services, and determine their remuneration. The Secretary's responsibilities shall include, but are not limited to, the following:
    - Attend all Board meetings and accurately record all discussions, proposals, objections, reservations, and the results of votes on Board resolutions.
    - Schedule Board meetings in coordination with the Chairman of the Board.
    - Ensure that Board members sign the minutes of meetings and resolutions.
    - Follow up on the implementation of resolutions adopted by the Board and track any issues deferred from previous meetings.
    - Maintain records and documentation of all Board meetings.
    - Take necessary measures to ensure that draft resolutions to be issued by the Board comply with applicable laws and regulations, including those issued by the Central Bank.
    - Prepare for the General Assembly meetings and coordinate with the Board's committees.
    - Submit compliance declarations to the Central Bank, duly signed by Board members.
24. Board members and their committees shall maintain direct communication with the Executive Management and the Board Secretary, facilitating the performance of their duties, including, if necessary, the use of external resources at the Bank's expense, coordinated with the Chairman of the Board. Members shall not influence Executive Management decisions outside the deliberations in Board or committee meetings.
25. Approve succession plans for executive managers, detailing the qualifications and requirements for key positions, with at least an annual review.
26. Approve the overall organizational structure of the Bank, ensuring it clearly reflects lines of responsibility and authority in alignment with the responsibilities of Executive Management.
27. Ensure Executive Management is accountable for daily operations, supports the application of corporate governance principles, delegates authority appropriately, establishes an effective administrative environment to enhance accountability, and executes tasks in line with Board-approved policies and procedures, with adequate controls to hold Executive Management accountable.
28. Adopt a policy ensuring the suitability of Senior Executive Management, specifying minimum standards, requirements, and criteria, and periodically review the policy, and establish adequate procedures and systems to ensure that all members of Senior Executive Management meet, and continue to meet, the fit and proper criteria.
29. Verify that the CEO possesses integrity, technical competence, and banking experience.
30. The Audit Department shall develop the Internal Audit Charter based on the recommendation of the Audit Committee, detailing its tasks, authorities, and work methodology.
31. Approve the appointment, resignation, or termination of the CEO, Chief Auditor, Risk Manager, and Compliance Officer, subject to Central Bank approval, and allow the Central Bank to summon any executive to verify reasons for resignation or termination.
32. Approve the appointment, resignation, or termination of the Executive Management team, ensuring the availability of required skills and expertise, based on the recommendation of the Nomination and Remuneration Committee.
33. Ensure the independence of the Compliance Department, approve its responsibilities, and maintain adequate trained personnel.
34. Adopt and periodically review the Bank's compliance policy to ensure adherence to applicable laws and regulations.
35. Implement procedures to guarantee all shareholders, including non-Jordanians, receive fair and equal treatment without discrimination.
36. Organize the Bank's financial, accounting, and administrative matters according to internal regulations.
37. Appoint a Liaison Officer responsible for monitoring corporate governance practices with the Securities Commission.
38. Approve the Bank's disclosure and transparency policy and monitor its application according to regulatory and legal requirements.

39. Approve clear data protection policies within a structured framework that ensures the safeguarding of personal data, enhancing trust with the Bank's stakeholders.
40. Ensure that approved policies cover the roles of Internal Audit, Risk, and Compliance departments regarding personal data protection.
41. Establish committees or organizational frameworks to enable management to provide the Board with sufficient information to effectively oversee compliance with personal data protection laws, including data breach statistics.
42. Appoint a Data Protection Officer to monitor compliance with data protection principles and perform assigned duties under applicable legislation.
43. Monitor results from periodic risk assessments related to data processing and update policies accordingly.
44. Approve training plans for Board members and staff to enhance awareness of data protection and compliance with relevant laws, with annual monitoring of implementation progress.
45. Ensure periodic review of compliance with personal data protection laws and regulations.
46. Ensure collaboration with relevant regulatory authorities and verify submission of required information in the event of data breaches.
47. Approve succession and human resources policies, including training policies, within the Bank.
48. Establish a mechanism allowing shareholders holding at least 5% of subscribed shares to add items to the agenda of the Annual General Meeting before its final distribution to shareholders, and notify the Securities Commission of this mechanism.
49. Approve the Bank's Risk Management Policy to address potential risks the Bank may face.
50. The Board may, if deemed necessary and for clear and specific reasons, appoint an advisor within a defined scope of work aligned with the advisor's role. Such appointment shall not include supervisory or executive duties, shall be time-bound, and shall not compromise the Board's oversight responsibilities. Central Bank approval must be obtained for this appointment.
51. The Board shall exercise due diligence in making decisions on matters concerning the Bank, ensuring adherence to sound principles to achieve professional, well-informed outcomes.
52. Take measures to enhance the effectiveness of internal audit by prioritizing internal audit activities within the Bank, ensuring the independence of internal auditors, granting them appropriate hierarchical status, and providing them with the necessary knowledge, skills, and competence to perform their duties. Internal auditors shall have unrestricted access to all records, information, and Executive Management as needed to execute their responsibilities and prepare reports without interference.
53. Conduct an annual performance evaluation of the CEO in accordance with the system developed and approved by the Nomination and Remuneration Committee, including key performance indicators (KPIs) outlined in the committee's mandate.
54. Approve the corporate governance report and ensure its inclusion in the Bank's annual report.
55. Notify the Central Bank of any material information that could adversely affect the suitability of any member of the Senior Executive Management.
56. In addition to the general responsibilities of the Board, oversee information and technology management as set forth in the attached Information Technology Governance Guide.
57. Each Board member shall have, at a minimum, knowledge and understanding of the following areas:
    - Understand the laws, regulations, and principles related to banking operations and the Bank's operating environment, keeping up-to-date with internal developments and external changes relevant to the Bank, including requirements for appointments to senior executive positions.
    - Attend Board meetings, committee meetings as required, and General Assembly meetings.
    - Maintain the confidentiality of the Bank's sensitive information and refrain from using it for personal gain or for the benefit of others.
    - Prioritize the Bank's interests in all transactions involving any company where the Board member has a personal interest. Avoid taking business opportunities intended for the Bank for personal gain, disclose any potential conflicts of interest to the Board in detail, refrain from attending or participating in decisions where a conflict exists, and record such disclosures in the Board meeting minutes.
    - Dedicate sufficient time to perform their duties effectively as a Board member.

Third: Role of the Chairman of the Board

The Chairman of the Board must ensure at a minimum the following:

1. Ensuring the establishment of a constructive relationship between the Board and the Bank's Executive Management.
2. Encouraging members to express their opinions on issues under discussion in general, and on those where there are differences of opinion among members, and promoting discussions and voting on these issues.
3. Thoroughly discussing strategic and important issues in Board meetings.
4. Ensuring that high standards of corporate governance are maintained within the Bank.
5. Ensuring that all Board members receive and sign the minutes of previous meetings, and receive the agenda for any meeting well in advance, with the agenda including sufficient written information on the topics to be discussed, delivered by the Board Secretary.

6. Ensuring the existence of a charter that organizes and defines the work of the Board.
7. Ensuring that each Board member, upon election, is provided with the relevant banking laws, Central Bank instructions related to the Board's work, corporate governance guidelines, and a booklet detailing the member's rights, responsibilities, and duties, as well as the duties of the Board Secretary.
8. Providing each member with a sufficient summary of the Bank's operations upon appointment or upon request.
9. Discussing with any new member, with the assistance of the Legal Advisor/Head of Legal Department and the Board Secretary, the Board's duties, especially regarding legal and regulatory requirements, to clarify tasks, powers, membership details including term duration, meeting schedules, committee responsibilities, remuneration, and access to independent technical advice if necessary.
10. Inviting the Central Bank to attend the General Assembly meetings well in advance to allow them to designate a representative.
11. Providing the Central Bank with the minutes of the General Assembly meetings within no more than five working days from the date of approval by the Companies Controller or their representative.
12. Ensuring that the Central Bank is informed of any material information that could negatively affect the suitability of any of its members or the representative of a corporate entity.
13. Meeting the Board members' needs regarding professional development and continuous learning, and enabling new members to attend an induction program, taking into account the member's banking background, which should at a minimum cover the following topics:
    - The Bank's organizational structure, corporate governance framework, and Code of Conduct charter.
    - The Bank's institutional objectives, strategic plan, and approved policies.
    - The Bank's financial position.
    - The Bank's risk structure and its risk management framework.

Fourth: Responsibilities of the Executive Management:

1. Implementing and managing the Bank's activities in accordance with the strategies/policies approved by the Board, and ensuring the proper systems, risk management, operations, and controls are in place to manage all types of risks the Bank may face, while not exceeding the risk levels approved by the Board, and complying with all applicable laws and internal Bank policies.
2. Ensuring that comprehensive operational procedures exist for all Bank activities in line with applicable laws and Board-approved strategies/policies, with these procedures approved by the CEO or the Regional Manager of a foreign branch (except for control/oversight units, which must be approved by the relevant committee), and ensuring their proper implementation.
3. Preparing the financial statements.
4. Preparing the Bank's overall organizational structure and obtaining Board approval, as well as preparing the sub-organizational structures for all operational units within the Bank and approving them through the CEO or the Regional Manager, except for sub-structures of control/oversight units in local banks, which are approved by the Board based on the recommendation of the relevant committee. These structures should clearly show the administrative hierarchy and lines of responsibility and authority, with the overall organizational structure including, at a minimum, the following:
    - The Board and its committees.
    - The Executive Management and its committees.
    - Separate departments for Risk Management, Compliance, Internal Audit, and Sharia Internal Audit, structured to operate with full independence, without performing executive functions, reporting with a solid line to the relevant committee and a dotted line to the CEO.
    - Non-executive units, such as Credit Review staff and the Middle Office.
    - Subsidiaries and foreign branches (if any).
5. Preparing an annual budget, obtaining approval from the Board, and submitting periodic performance reports to the Board that highlight deviations from the planned performance and their causes.
6. Avoiding any practices that could compromise the independence and objectivity of the oversight departments, while ensuring these departments cooperate with various Bank units and Executive Management to fulfill their responsibilities. These departments must inform Senior Executive Management of any critical issues requiring immediate action, without preventing them from notifying the relevant committee about these matters.
7. Providing regulatory authorities, external auditors, internal auditors, and any relevant entities with the required information and reports in a timely manner to enable them to perform their duties effectively.
8. Ensuring that adequate control measures exist for each activity or process, and that administrative and operational separation is maintained between approval and execution responsibilities.
9. Implementing the Board's strategies and policies related to climate risk management, including developing and maintaining a robust framework for managing climate-related risks.
10. Ensuring that sufficient resources and expertise are available to the responsible parties to effectively carry out their climate-related financial risk management duties.

Fifth: Shareholders and their Role in Corporate Governance:

The ultimate legal authority and supreme power rest with the shareholders, who convene through the General Assembly to deliberate on the Bank's affairs. Shareholders' interest goes beyond merely monitoring stock prices and receiving dividends; it extends to tracking the Bank's performance through financial statements, maintaining continuous communication with Bank management to stay updated, attending General Assembly meetings, participating in voting on decisions, and discussing all aspects of the Bank's operations and results with the Board members. Shareholders also play a crucial supervisory role in monitoring the performance of the Board and in obtaining any information that enables them to exercise their rights fully.

Sixth: Rights of Stakeholders:

The Board provides a specific mechanism to ensure communication with stakeholders by disclosing and providing meaningful information about the Bank's activities to stakeholders through the following:

1. General Assembly meetings.
2. The annual report.
3. Quarterly reports containing financial information, in addition to the Board's report on the trading of the Bank's shares and its financial position during the year.
4. The Bank's website.
5. Investor Relations Department.
   - The Bank allocates a section on its website to clarify shareholders' rights, encouraging their attendance and voting in General Assembly meetings, as well as publishing meeting-related information, including the full text of invitations and minutes of meetings, in a manner that does not conflict with the law and banking confidentiality rules.
   - Ensuring that financial and non-financial information relevant to stakeholders is published in a timely manner.
   - Ensuring that the Bank's annual report includes a statement that the Board is responsible for the accuracy and adequacy of the Bank's financial statements and the information contained in the report, as well as for the sufficiency of internal control and monitoring systems.

Chapter Three: Suitability of Board Members, Required Qualifications, and Their Evaluation

First: Fit and Proper Requirements

Board members and Senior Executive Management must possess the highest levels of integrity, credibility, reputation, competence, qualifications, and experience, and dedicate sufficient time to the Bank's work, in accordance with Jordan Commercial Bank's Suitability Policy, which outlines the conditions required for each. The responsibility for ensuring compliance lies with the Board and the Nomination and Remuneration Committee.

Senior Executive Management includes the Bank's CEO or Regional Manager, Deputy CEO or Deputy Regional Manager, Assistant CEO or Assistant Regional Manager, Chief Financial Officer, Operations Manager, Facilities Manager, Treasury (Investment) Manager, Risk Management Manager, Internal Audit Manager, Compliance Manager, as well as any employee holding an equivalent executive position or directly reporting to the CEO.

Second: Qualifications Required for Board Members:

Certain conditions must be met by anyone holding the position of Chairman or member of the Bank's Board of Directors in terms of professional experience, personal character, and financial soundness. Board members must also possess the following expertise, qualifications, and attributes:

A. Experience and Qualifications:

- Ability to exercise independent judgment and participate in sound decision-making.
- Knowledge of financial statements and a reasonable understanding of financial ratios used to measure performance.
- Reasonable experience or skills in accounting, finance, banking, or other relevant banking expertise.
- Commitment to learning the Bank's operations and fulfilling shareholder requirements, dedicating sufficient time and effort to the Bank.
- Willingness to resign from the Board if there is any change in professional responsibilities.
- Understanding and familiarity with international best practices in management and applying them in fast-evolving business environments.
- Ability to handle and manage crises in both the short and long term.
- Knowledge of global markets.
- Capability for strategic guidance and a clear long-term vision.

B. Conditions for Board Membership:

The Board of Directors adopts a "Fit and Proper" policy that includes the standards, requirements, and conditions that must be met by a candidate member. This policy is reviewed whenever necessary, and adequate procedures and systems are applied to ensure that members continue to meet the fit and proper criteria. The following conditions must be met by anyone holding the position of Chairman or member of the Bank's Board of Directors:

- Must be at least 25 years old.
- Must not be a Member of the Board, CEO, regional manager, or employee of any other bank within the Kingdom, unless that bank is a subsidiary of this Bank.
- Must not be a lawyer, legal advisor, auditor of the Bank, or advisor to any other bank within the Kingdom.
- Must hold at least a university degree in Economics, Finance, Accounting, Business Administration, or a similar discipline. The Nomination and Remuneration Committee may consider other specializations (such as Law or Information Technology) if accompanied by sufficient experience relevant to banking or related activities, ensuring diversity of skills and expertise to provide a broad range of perspectives aligned with the Bank's size, activity, and strategy.
- Must not be an employee of the government or any public institution unless acting as its representative.
- Must have at least five years of experience in banking, finance, economics, or other fields related to banking activities.
- Must not have any familial ties, including up to the third degree, with the Bank's CEO, nor first-degree relations with any other senior executive members.

C. Diligence and Loyalty:

Members of the Bank's Board of Directors are committed to fulfilling their responsibilities with diligence and loyalty, as follows:

1. **Honesty:**
   The member's relationship with the Bank must be honest. Like any other executive, the member must disclose any material information before engaging in any transaction or business dealing with the Bank.

2. **Loyalty:**
   In the event of a conflict of interest between a board member and the Bank, the member dealing with the Bank shall be subject to the same conditions that would apply if no such relationship existed. To ensure this, the Board member must act with integrity, prioritize the Bank's interests, avoid conflicts of interest, and not exploit their position or information obtained through the Bank for personal gain. The Member is obliged to inform the Board of any potential conflict of interest and refrain from voting on any related decisions.
3. **Diligence**:
   A Board Member must diligently perform all duties mandated by applicable laws and regulations and seek all necessary information to ensure that decisions are in the Bank's best interest. To achieve this level of diligence, the member should be well-informed about the Bank's operations, the markets, and the sectors it serves, attend board meetings, prepare thoroughly in advance—especially regarding decisions to be made carry out assigned duties faithfully, monitor warning signs, follow up on all critical matters with the bank's management, seek objective advice when necessary, and comply with all legal provisions governing board activities.

D. Independence:

1. The Board of Directors shall exercise effective leadership independent of the Bank's Management, with no executive members on the board, and with at least four independent members.
   Key relationships that could affect a Member's independence include holding multiple board memberships, having a consultancy relationship with parties related to the Bank, maintaining a direct or indirect commercial relationship with the Bank, or establishing any new relationship with the Bank that arises or develops due to their board membership.
2. To ensure independence, a Board Member must regularly and in writing disclose any personal interest in any transaction or contract with the Bank, whether for themselves, their spouse, or relatives up to the third degree, if any of them has a material interest in a company involved in the transaction or contract. The member must not participate in any meeting where such a transaction or contract is discussed. The impact of a member's other activities on their independence as a Bank board member is also assessed.

An independent member is defined as a Board Member who is not a major shareholder, is not under the control of any major shareholder, possesses financial or banking qualifications or experience, and meets the following conditions:

1. The member must be a natural person.
2. The member must not have been employed by the Bank or any of its subsidiaries, nor served as a consultant to the Bank or any of its subsidiaries, during the three years preceding their nomination.
3. The member must not have a familial relationship up to the second degree with any other Board Member, any member of the boards of directors of the Bank's subsidiaries, or with any major shareholder of the Bank.
4. The member must not have a familial relationship up to the second degree with any member of the Bank's Senior Executive Management (except the CEO) or any member of the Senior Executive Management of the Bank's subsidiaries.

5. The member must not be a partner or employee of the Bank's External Auditor, and must not have been a partner or employee of the External Auditor during the three years preceding their nomination.
6. The Member must not be a major shareholder of the Bank, a representative of a major shareholder, or an ally of a major shareholder whose combined share equals that of a major shareholder; nor a major shareholder in any of the Bank's subsidiaries, or a major shareholder in the Bank's owning group.
7. The Member must not have served on the Board of the Bank or any of its subsidiaries for more than eight cumulative years; if independence is lost for this reason, the Member may, after a cooling-off period of at least four years and with sufficient justification, request the Central Bank's approval to be considered independent.
8. The Member, their spouse, first-degree relatives, or any company in which the Member is a board member, owner, major shareholder, or senior executive must not have a credit exposure from the Bank exceeding 5% of the Bank's regulatory capital; the Central Bank may review specific cases involving nominees with memberships in publicly listed companies.
9. The Member or their relatives must not have a direct or indirect interest in contracts, projects, or engagements with the Bank, its affiliated, or subsidiary companies exceeding JOD 50,000.
10. The Member must not own 5% or more of the Bank's subscribed shares or shares in its affiliates or subsidiaries.
11. None of the Member's relatives may be shareholders holding 5% or more of the Bank's subscribed shares.
12. The Member must possess high-level financial or banking qualifications or experience.

E. Knowledge and Awareness:

A Board Member of the Bank must possess adequate knowledge and understanding of banking operations and the risks faced by the Bank, in addition to familiarity with the financial statements reflecting the Bank's financial position. They should be well-versed in the laws, regulations, and instructions that the Bank must comply with, keep up to date with developments in the financial services sector, attend Board and committee meetings, and review reports and recommendations submitted by the Bank's Executive Management, Internal Auditor, External Auditor, and regulatory authorities.

F. Code of Professional Conduct:

1. The Executive Management prepares the Bank's Code of Professional Conduct, gets it approved by the Board, disseminates it to all managerial levels in the Bank, and develops the professional skills and behavior of employees in line with the latest ethics standards and professional conduct rules.
2. The Board of Directors has approved and issued the Bank's Code of Professional Conduct, and the Executive Management ensures its circulation across all administrative levels, obligating all employees to comply with its contents. At a minimum, it includes prohibitions against employees exploiting internal Bank information for personal gain, rules and procedures governing related-party transactions, and situations that may give rise to conflicts of interest.
3. The Board adopts a Code of Professional Conduct ensuring that the Bank conducts its business with high integrity, including at a minimum the identification of situations that may lead to conflicts of interest, and verifies that it has been communicated across all administrative levels of the Bank.
4. The Board ensures that the Executive Management conducts its duties with high integrity, avoids conflicts of interest, and implements approved policies and procedures objectively.
5. The Board commits to adopting controls over the flow of information between different departments to prevent its misuse for personal gain.

Third: Evaluation of Executives' Performance:

1. The Board has established a system for evaluating its own performance and that of its members, which includes the following:
   - Setting specific goals and defining the Board's role in achieving them in a measurable way.
   - Defining Key Performance Indicators (KPIs) that can be derived from strategic plans and objectives to measure the Board's performance.
   - Communication between the Board and shareholders, including the frequency and quality of this communication.
   - Frequency of meetings between the Board and Senior Executive Management.
   - The role of each member in Board meetings and comparing their performance with that of other members, while obtaining feedback from the concerned member to improve the evaluation process.
   - The extent to which a member develops their banking knowledge through participation in training programs.
2. The Board relies on a system to measure the performance of the Bank's Executive Management, which includes the following:
   - Assigning an appropriate weighting to measure compliance with the risk management framework, implementation of internal controls, and regulatory requirements.
   - Ensuring that total income or profit is not the sole performance measure; other elements must be considered, such as risks associated with core operations, achievement of each department's objectives and annual plans, as well as measuring customer satisfaction where applicable.

The Bank must obtain the Board's approval when appointing, transferring, promoting, assigning, accepting the resignation of, or terminating any member of the Senior Executive Management.

Fourth: Board Members' Remuneration and Compensation

The Bank's system defines the method of remunerating Board Members. These compensations and rewards may take the form of attendance allowances, travel allowances for meetings, in-kind benefits, or a specific percentage of profits, as detailed in the Board Members' Fit and Proper Policy approved by the Bank.

Chapter Four: Control and Oversight Systems

First: Selection of Departments and their Oversight Role:

1. **Executives' Selection:**
   The Board of Directors approves the appointment of the CEO of the Bank or any member of Senior Executive Management, provided that the following conditions are met (noting that the Central Bank has the right to object to the appointment):
   - The candidate must have good conduct and reputation.
   - The candidate must not be a member of the board of directors of another bank, unless that bank is a subsidiary of Jordan Commercial Bank.
   - The candidate must be fully dedicated to managing the Bank's operations.
   - The candidate must possess the banking competence and experience required for the Bank's activities.
   - The candidate must hold at least a first university degree in Economics, Finance, Accounting, Business Administration, or any other discipline relevant to banking operations.
   - The candidate must have experience in banking operations (mostly related to the position being appointed) or related fields of no less than five years, except for the position of CEO or Regional Manager, where the candidate must have at least ten years of banking experience.
   - The candidate must not be a major shareholder and must not have any relationship, including up to third-degree kinship in the case of the CEO, or first-degree kinship in the case of any other Senior Executive Management member, with the Chairman, any Board Member, or any major shareholder of the Bank.

   Other requirements set forth in the Executive Management Fit and Proper Policy shall also be observed.
2. **Oversight Role of Executive Management:**
   The Bank's Executive Management, through its various departments and divisions, provides the Board of Directors with periodic reports, data, and information, as well as additional information when needed, to ensure that the Board can effectively perform its oversight role over the Bank's operations. This enables the Board to assess current and potential risks and manage them efficiently and effectively.
3. **External Communications:**
   The Board of Directors ensures that relevant stakeholders receive accurate and timely information so they can monitor and hold the Board and Executive Management accountable for the management of the Bank's assets. This is done through reports required by the Central Bank of Jordan, periodic financial reports for shareholders, and disclosures in accordance with the Bank's prevailing disclosure policy.
   - Names of the Board of Directors members and Executive Management members.
   - Organizational structure and corporate governance manual.
   - Incentives and remunerations for Board members and Executive Management.
   - Nature and volume of transactions with affiliated companies and related parties of the Bank.
   - Identification of the Bank's key risks and the Risk Management Policy.
4. **Planning:**
   One of the most important responsibilities of the Board of Directors is to define the Bank's overall strategies and approve operational policies by participating in and endorsing long-term strategic plans, the annual work plan, and the proposed budgets. Accordingly, the Board of Directors undertakes the following:
   - Provide a planning mechanism and appropriate action plans, ensure their implementation, and monitor the results.
   - Measure the extent to which the Bank achieves its objectives and goals through the development of the Bank's systems.
   - Identify the Bank's strengths and weaknesses, available opportunities, and the challenges it faces.
   - Ensure the presence of a suitable management team.
   - Verify that management complies with capital adequacy and liquidity ratios and that available funding sources, including capital, are sufficient to achieve the Bank's defined objectives and goals.

5. **Policies:**
   Since the Board of Directors holds the primary responsibility for managing the Bank's risks, the Bank maintains the following policies covering all its banking activities. The Executive Management ensures the existence of these policies, reviews them periodically, and issues any policies that are not yet established:
   A. Credit Policy
   B. Investment Policy
   C. Funding/Asset and Liability Management Policy
   D. Code of Conduct at Jordan Commercial Bank
   E. Human Resources Regulations
   F. Other Policies:
   - Risk Management Policy/Policies
   - Compliance Monitoring Policy
   - Anti-Money Laundering and Counter-Terrorism Financing Policy
   - Policy on Compliance with U.S. Tax Law Requirements (FATCA)
   - Fair and Transparent Customer Treatment Policy
   - Along with other approved policies.

Second: Internal Control Systems:

1. The Board of Directors is tasked with overseeing the work of Senior Executive Management to ensure the effectiveness and efficiency of operations, the reliability of financial reports, and compliance with applicable laws, regulations, and instructions. Senior Management is committed to implementing the following core principles of internal control systems:
2. Provide a control environment reflected in an organizational structure that clearly defines lines of communication and responsibilities.
3. Establish an independent risk management function supported by a risk policy to identify, assess, and determine the economic capital required to address the Bank's risks.
4. Implement control measures and segregation of duties, including the separation between "risk takers" and "risk monitors."
5. Adhere to the principle of dual control when establishing control procedures.
6. Provide operational procedures that ensure timely information reaches decision-makers, enabling rapid activation of contingency plans if necessary.
7. Periodically review the internal control system approved by the Board of Directors, conducted by internal and external auditors, to assess its adequacy and ensure alignment with applicable laws, regulations, and instructions.
8. Maintain the independence of the Risk, Internal Audit, and Compliance Departments.
9. Ensure the financial and accounting systems accurately reflect the Bank's financial position and provide necessary information for decision-making, enabling preparation of periodic and annual financial statements in accordance with International Financial Reporting Standards (IFRS).
10. Ensure the effectiveness and security of information technology management through robust internal control systems.
11. Provide necessary security, safety, and protection measures for the Bank.

The following are the main pillars of administrative oversight:

1. **Internal Audit:**
   Internal Audit is a key source of information and assists the Bank's management in identifying and managing risks efficiently.
   A. The Internal Audit Department of the Bank shall, at a minimum, perform the following tasks:
   - Verify the adequacy of internal control systems for the Bank's activities and its subsidiaries, and ensure compliance with them.
   - Ensure compliance with the Bank's internal policies, international standards, and relevant legislation.
   - Audit financial and administrative matters to confirm that key information regarding financial and administrative issues is accurate, reliable, and timely.
   - Review compliance with the Corporate Governance Manual and related policies and charters annually, prepare a separate report, and submit it to the Audit Committee, with a copy to the Corporate Governance Committee.
   - Establish the Internal Audit Charter and obtain approval from the Board based on the Audit Committee's recommendation, detailing the responsibilities, authorities, and methodology of the Internal Audit Department.
   - Prepare an audit plan covering all Bank activities, including other control departments and outsourced activities, according to the risk level of each activity, and obtain approval from the Audit Committee.
   - Audit financial and administrative matters.
   - Follow up on violations and observations reported by regulatory authorities and external auditors, ensuring corrective actions are implemented and appropriate controls exist to prevent recurrence.
   - Ensure proper procedures are in place for receiving, handling, and retaining customer complaints and observations related to accounting, internal controls, and audit activities, and report on them periodically.

- Maintain audit reports and working papers in an organized and secure manner, in accordance with applicable legislation, ready for review by regulatory authorities and external auditors.
- Review the accuracy and completeness of stress testing in line with Board-approved methodologies.
- Ensure the accuracy of procedures followed for the Internal Capital Adequacy Assessment Process (ICAAP).

B. The Board shall ensure that the Internal Audit Department is directly supervised by the Audit Committee, and that it reports directly to the Audit Committee, with a copy sent to the CEO. The CEO may, with the approval of the Audit Committee Chair, assign assurance or advisory tasks to the Internal Audit Department, provided that such assignments do not compromise its independence.

C. The Board shall ensure and reinforce the independence of internal auditors, provide them with an appropriate position within the Bank's organizational hierarchy, and guarantee that they are qualified to perform their duties. This includes granting them full access to all records and information, and the ability to communicate with any Bank employee, enabling them to carry out their responsibilities and prepare reports without external interference.

D. The Board shall take necessary measures to enhance the effectiveness of internal auditing by giving it proper importance, embedding it within the Bank's operations, and following up on corrective actions from audit findings.

E. The Internal Audit Department is subject to direct supervision by the Audit Committee, under which the following occurs:

- The Internal Audit Department shall report directly to the Audit Committee of the Board of Directors.
- The Internal Auditor and the Audit Committee shall review the External Auditor's reports and the Central Bank's reports and follow up on the actions taken in response to them.
- Collaboration and consultation between the Internal Auditor and the External Auditor shall be conducted to enhance the efficiency of the Bank's internal control and audit systems.

F. The Bank shall not assign internal audit staff any executive tasks or responsibilities.

G. Internal Audit tasks shall be based on a risk-based auditing approach.

H. Responsibility for reviewing the Bank's financial reporting processes, ensuring that all key information regarding financial, administrative, and operational matters is accurate, reliable, and timely.

I. Ensuring compliance with all internal Bank policies, procedures, and instructions issued by regulatory authorities, as well as relevant standards and procedures.

J. Conducting at least one annual review to ensure that all transactions with related parties were conducted in accordance with applicable laws, the Bank's internal policies, and approved procedures, and submitting reports and recommendations on this to the Audit Committee. The Audit Committee shall notify the Central Bank immediately if any violations of laws or internal policies are detected in this area.

K. The performance of the Internal Audit staff shall be evaluated by the Chief Internal Auditor in accordance with the performance evaluation policy approved by the Board.

2. **External Audit:**

- The Bank has an External Audit Policy approved by the Board of Directors, which is updated as needed. The policy shall include, at a minimum, the following:
  - The mechanism for nominating and engaging the audit firm.
  - The procedure for determining the audit firm's fees.
  - Periodic rotation of the audit firm and audit teams.
  - Requirements for the independence of the External Auditor, as outlined in paragraph (d) of this article, at a minimum.
  - The responsibilities of the audit firm and audit team.
  - The relationship between the Audit Committee and the audit firm/team.
  - Additional services outside the scope of the audit that the audit firm may be engaged to perform.
  - Criteria for selecting the audit firm and the engagement partner.
- The General Assembly elects a licensed external auditor to perform the Bank's external audit in accordance with internationally recognized auditing standards, professional principles, and applicable laws.
- The External Auditor provides a copy of their report to the Audit Committee and meets with it at least once a year without the presence of the Executive Management.
- The External Auditor attends the Bank's General Assembly meetings.

- The External Auditor audits the Bank's accounts according to international standards and generally accepted professional practices, examines administrative and financial systems, and evaluates internal control systems to ensure their effectiveness and the fairness and accuracy of the Bank's financial statements. The Auditor also reports any legal violations or financial/administrative matters negatively affecting the Bank to the competent authorities.
- The Bank must rotate the External Auditor regularly, with a maximum term of seven years. The Auditor may not be changed during the contract period without the Central Bank's approval and a valid justification.
- The same audit firm cannot be re-elected for at least three years after the end of its previous term.
- The Audit Committee must annually verify the External Auditor's independence.
- The Board must take appropriate action to address any weaknesses in internal control systems or other points identified by the External Auditor.
- When appointing the External Auditor, the Bank must ensure that the Auditor is not a founder, shareholder, board member, partner, or employee of any member of the Board of Directors.
- The External Auditor may not be a partner with any member of the Board, the Executive Management, or members of the Boards or Executive Management of any of the Bank's subsidiaries.
- No second-degree familial relationship is allowed between the engagement partner or any member of the audit team and any member of the Board, Executive Management, or subsidiaries.
- The External auditor may not directly or indirectly own, trade, or speculate in the Bank's shares or those of its subsidiaries.
- The External Auditor may not combine auditing the Bank's accounts with any additional non-audit services assigned to the firm.
- The External Auditor must be registered with the Securities Commission.
- The External Auditor may not work in any technical, administrative, or consultancy role for the Bank or its subsidiaries during the audit engagement.
- The Bank must ensure the auditor maintains independence in accordance with international auditing standards.
- The Bank ensures that the Auditor performs their duties impartially, without interference from the Board or Executive Management.
- Employees of the External Audit firm may not be appointed to the Bank's Executive Management until at least one year after leaving the audit engagement.
- The External Auditor must perform their assigned tasks independently and objectively.
- The Auditor reviews the Bank's administrative and financial systems and internal controls, providing opinions on their effectiveness and suitability for the Bank's operations and asset protection.
- The Auditor verifies the Bank's ownership of assets and the legality of its obligations.
- The Auditor attends the Bank's General Assembly meetings.
- The Auditor answers shareholder questions regarding financial statements and year-end accounts during the General Assembly.
- The Auditor provides opinions on the fairness of the Bank's financial statements and requests adjustments if necessary.
- The Auditor reports any violations of applicable laws or financial/administrative issues that may adversely affect the Bank to the competent authorities.
- The Central Bank may meet with the External Auditor for supervisory purposes and review audit working papers if necessary.

3. **Risk Management:**

The tasks and responsibilities of the Risk Department in the Bank include the following:

1. Submit reports to the Board through the Risk Management Committee, with a copy to the CEO, including information on the Bank's actual risk profile for all activities compared to the approved risk document, and follow up on corrective actions for any negative deviations. The Executive Management may request special reports from the Risk Department as needed.
2. Develop Risk Management Policy/Policies covering all Bank operations, setting clear measures and limits for each type of risk, ensuring that all employees, according to their administrative level, are fully aware of them, and review them periodically. The Risk Management Policy/Policies must be approved by the Board.
3. Prepare a comprehensive document of all acceptable risks for the Bank and have it approved by the Board.
4. Develop a business continuity plan and have it approved by the Board, with periodic reviews.
5. Ensure, before launching/providing any new product/service/process/system, that it aligns with the Bank's strategy, that all associated risks (including operational, information security, and cybersecurity risks) are identified, and that new or modified control measures and procedures are consistent with the Bank's approved risk limits.

6. Study and analyze all risks facing the Bank, including credit risk, market risk, liquidity risk, and operational risk.
7. Develop measurement and control methodologies for each type of risk.
8. Set risk appetite limits in coordination with relevant Bank entities, have them approved by the Board, report exceptions to the Board, and follow up on corrective actions for any negative deviations.
9. Provide the Board and Executive Management with information on risk measurement and the Bank's risk profile, and follow up on corrective actions for negative deviations.
10. Provide information on the Bank's risks for disclosure and public reporting purposes.
11. Certain Executive Committees, such as Credit, Asset-Liability Management, Treasury, and Investment Committees, assist the Risk Department in performing its duties within their delegated authority.
12. Monitor the compliance of the Bank's Executive Departments with established acceptable risk levels.
13. The Board ensures that deviations from acceptable risk levels are addressed, including holding the relevant Senior Executive Management accountable for these deviations.
14. The Board must ensure that the Risk Department conducts periodic stress tests to measure the Bank's capacity to withstand shocks and high risks. The Board plays a key role in approving assumptions and scenarios, reviewing results, and approving the actions to be taken based on these results.
15. The Bank adopts an Internal Capital Adequacy Assessment Process (ICAAP) that is comprehensive, effective, and capable of identifying all risks the Bank may face, taking into account the Bank's strategic plan and capital plan. The methodology is reviewed periodically to ensure its application and that the Bank retains sufficient capital to cover all risks.
16. The Board considers the risks associated with any expansion of Bank activities and the capabilities and qualifications of Risk Department staff before approving new activities.
17. The Board ensures the independence of the Risk Department by having its reports submitted to the Risk Management Committee and granting the department the authority to access information from other departments and collaborate with committees to perform its duties.
18. Review the Bank's Risk Management Framework as approved by the Board.
19. Implement the risk management strategy and develop policies and procedures to manage all types of risks.
20. Ensure that risk measurement mechanisms are integrated with the Bank's management information systems.
21. Provide recommendations to the Risk Management Committee regarding the Bank's risk exposures and record any exceptions to the risk management policy.
22. Be directly responsible for ensuring prudent management of information technology risks and the overall risk management process.

4. **Compliance:**

The Compliance and Anti-Money Laundering (AML) Department has been established within the Bank and reports directly to the Board of Directors and its committees, while maintaining communication with the CEO. The Department is staffed with trained personnel and implements an effective methodology to ensure the Bank's compliance with all applicable laws, regulations, guidelines, and related manuals. The roles, authorities, and responsibilities of the Compliance Department are communicated throughout the Bank to all employees. The Board is responsible for approving the following functions of the Compliance Department:

- Develop a Compliance Policy to ensure the Bank adheres to all relevant laws and regulations, and ensure that all employees, according to their administrative level, are fully aware of and familiar with the policy. This policy must be approved by the Board.
- Prepare an annual Compliance Plan, to be approved by the Compliance Committee.
- Monitor adherence at all management levels to all applicable regulatory and legislative requirements, as well as international standards, including recommendations from the Financial Action Task Force (FATF).
- Prepare periodic reports that include assessments of non-compliance risks, violations, areas of deficiency, and corrective actions taken, and submit them to the Compliance Committee, with copies provided to the CEO.

Chapter Five: Board Committees

- The Board forms committees from among its members and approves a charter for each committee, which includes at a minimum the committee's composition, duties, authorities, meeting frequency and quorum, and the appointment of a secretary for each committee with clearly defined responsibilities, including recording all deliberations, proposals, objections, reservations, and the voting process on draft committee decisions. These committees submit periodic reports to the Board. The existence of these committees does not relieve the Board as a whole of its responsibilities.
- No Board member may serve as the chair of more than one of the committees specified in the Corporate Governance Instructions (Corporate Governance Committee / Audit Committee / Nomination and Remuneration Committee / Risk Committee / Compliance Committee), nor may any member chair more than two of all committees derived from the Board.
- The Board establishes at least the following committees. No Board member may chair more than one of the committees listed below, nor more than two of all committees derived from the Board. Furthermore, the powers of any committee may not be delegated to any other authority. The Bank is prohibited from forming any committee with executive powers, except for the Facilities Committee.

First: Corporate Governance Committee:

The Committee consists of at least three members, with the majority being independent members, and the Committee chair must be one of them. The Committee includes the Chairman of the Board and meets regularly, with no fewer than two meetings annually. Minutes of these meetings are to be properly recorded. The Committee's responsibilities are summarized as follows:

1. Oversee the preparation of the Corporate Governance Manual and its approval by the Board, ensuring that the manual reflects the Bank's perspective on corporate governance, its importance, and core principles, in compliance at a minimum with applicable laws and regulations, while ensuring alignment with best practices. The manual is to be updated whenever necessary.
2. Submit to the Central Bank a letter signed by all Committee members confirming that the manual complies with the corporate governance instructions within two months of any subsequent amendment.
3. Ensure compliance with the provisions of the Corporate Governance Manual.
4. Review and update the Corporate Governance Manual whenever required.
5. The Committee may invite any person in the Bank, at any administrative level, to provide opinions or respond to inquiries on any matter.
6. Submit a report to the Board at least once a year, expressing the Committee's assessment of adherence to the provisions of the Corporate Governance Manual.
7. Prepare the governance report and submit it to the Board.
8. Review observations from the Securities Commission regarding the implementation of governance in the Bank and follow up on actions taken.
9. Notify the Central Bank immediately upon identifying any violations of the corporate governance instructions and requirements.
10. Verify that the observations noted in the internal audit report—or any other relevant authority—regarding the Bank's compliance with the Corporate Governance Manual have been properly addressed.

Second: Audit Committee:

The majority of the Committee members are independent Board Members, including the Committee Chair, who cannot serve as the Chair of any other committee of the Board. The Board Chairman cannot be a member of this Committee. Most members of the Committee must have practical qualifications in accounting or finance, or professional certifications in these fields, and possess appropriate practical experience in accounting, finance, external or internal auditing, or banking operations, in addition to full knowledge of the instructions of the Central Bank of Jordan and regulatory authorities. The committee continues its work for the duration of the Board membership. The Bank shall not merge the activities of any other committee with the Audit Committee.The Committee's responsibilities and authorities include:

- Recommend the nomination or dismissal of auditors and ensure they meet the requirements set by the Securities Commission; provide recommendations to the Board regarding appointment, termination, fees, and any contractual terms of the External Auditor, including any additional assignments, while assessing independence.
- Review Auditors' fees and recommend fair value based on the scope of the audit.
- Recommend the appointment or termination of the General Auditor and, in general, evaluate internal and external auditing, reviewing the scope, results, and adequacy of material accounting issues affecting the Bank's financial statements and internal control systems, and propose improvements while supporting internal audit independence and staff conditions.
- Approve an audit plan covering the Bank's activities, including those of other control departments and outsourced activities, according to the risk level.
- Approve any amendments to the approved audit plan.
- Examine and follow up on reports from the Internal Audit, External Auditors, and Central Bank inspectors, reviewing

findings, recommendations, and management responses, and take appropriate actions.

- Obtain any information from the Executive Management directly or via the Internal Audit Director, and summon any administrator to attend committee meetings as specified in the charter.
- Review and monitor procedures enabling confidential reporting of errors in financial statements or other matters and ensure independent verification and proper follow-up.
- Follow up on implementing critical audit observations promptly and ensure corrective measures are applied without delay.
- Study Auditor notes on internal control systems and review the Bank's responses, including correspondence with Auditors, providing feedback and recommendations.
- Review interim and annual financial statements before submission to the Board, paying attention to disagreements between management and auditors and compliance with Central Bank instructions regarding adequate provisions for doubtful debts and securities portfolios, and provide opinions on non-performing or potentially uncollectible loans.
- Verify that the Internal Audit Function complies with the International Standards for the Professional Practice of Internal Auditing, including conducting an independent external assessment at least once every five years and providing a copy to the Central Bank.
- Review any material amendments or significant issues related to auditing or accounting principles used in preparing annual financial statements, ensuring compliance with Central Bank and Securities Commission regulations, legal requirements, and accounting standards.
- Consult with Auditors as needed to evaluate the adequacy, accuracy, and compliance of the Bank's internal control systems, particularly for correct and fair disclosure of annual financial statements.
- Meet periodically with Internal and External Auditors, as well as the Compliance and Anti-Money Laundering Director, at least once a year without Executive Management present.
- Ensure strict compliance with laws, regulations, and orders applicable to the Bank's operations.
- Provide opinions on other matters referred by the Board from time to time.
- Ensure adequate resources and qualified personnel for Internal Audit, including specialized training in corporate governance.
- Verify rotation of Internal Audit staff across Bank activities every three years, with Committee approval for exceptions in specialized areas like IT and cybersecurity audits.
- Ensure Internal Audit staff are not assigned executive responsibilities.
- Ensure all Bank activities, including outsourced activities, are audited according to the risk-based approach.
- Verify the qualifications and effectiveness of External Auditors and that the engagement letter clearly defines scope, fees, contract period, and other terms suitable for the Bank's size, operations, and risks.
- Review External Auditor reports and their coverage of Bank activities, as well as Central Bank reports, and follow up on corrective actions.
- Detail Audit Committee responsibilities related to IT governance as per the IT Governance Manual.
- Operate under the Board's supervision and submit reports and recommendations on audit activities.
- Review all External Auditor work, observations, recommendations, and follow-up on management responses, providing recommendations to the Board.
- Review External Auditor evaluations of internal controls and auditing procedures.
- Review Internal Audit reports, particularly those highlighting violations, identified as a result of the Internal Auditor's work.
- Recommend to the Board of Directors on matters related to internal control and Internal Audit procedures, as well as the work of the Internal Auditor.
- Ensure Internal Audit conducts at least one annual review of related-party transactions to verify compliance with laws, internal policies, and approved procedures, reporting findings to the Audit Committee and notifying the Central Bank of any violations.
- The Audit Committee meets at the call of its Chair, at least four times a year or as needed, based on Board decisions, member requests, or General Auditor requests; minutes are properly recorded, and decisions are made by majority vote.
- Evaluate the General Auditor's performance and determine compensation in line with Board-approved performance policies.
- Internal audit Director/General Auditor shall be invited to attend Committee meetings, and the Committee may invite any person to provide opinions on specific issues.

Third: Nomination and Remuneration Committee:

The Nomination and Remuneration Committee is formed of at least three members, with the majority, including the Committee Chair, being independent members. The Committee meets periodically, with no fewer than two meetings annually or as needed. Minutes of these meetings are properly recorded. The Committee exercises the following duties and authorities:

1. Review the suitability of candidates for Board membership, considering their qualifications and capabilities, and make appropriate recommendations to the Board. For re-nominations, attendance and effectiveness in prior Board meetings are also considered.
2. Notify in writing any individual (including a representative of a legal entity) applying for Board membership if the Board decides that the provisions of the corporate governance instructions do not apply to them.
3. Recommend to the Board qualified individuals for Senior Executive Management positions.
4. Establish a clear methodology to ensure Board members allocate sufficient time to fulfill their duties, including, for example, assessing multiple memberships on other boards, authorities, forums, etc.
5. Identify the strengths and weaknesses of the Board and propose remedies in the Bank's best interest, following established and approved criteria for evaluating Board effectiveness. The performance assessment must be objective, include comparisons with other banks and similar financial institutions, and consider the integrity and soundness of the Bank's financial statements and compliance with regulatory requirements.
6. Ensure Board members attend workshops or seminars on banking topics, especially risk management, corporate governance, and other relevant banking developments.
7. Provide information and summaries on key Bank topics to Board members upon request, ensuring continuous awareness of the latest banking developments.
8. Ensure there is a succession plan for Senior Executive Management.
9. Conduct an annual review of required skills for Board membership and prepare a description of necessary competencies, including the time commitment expected from each member for Board activities.
10. Annually verify the independence of independent members and check for any conflicts of interest if a member serves on another company's board, and update the Central Bank on any changes regarding the independence of any members.
11. Develop a performance evaluation and remuneration policy for Bank Executives and review it periodically, including mechanisms for determining the salaries, incentives, and benefits of the CEO and other Executive Members. The Committee cannot delegate this responsibility to Executive Management, and the policy must be approved by the Board.
12. Ensure clear policies exist regarding remuneration for Board members and Senior Executives, using performance-linked criteria to determine these rewards. Salaries must be sufficient to attract and retain qualified personnel. The policy aims to adhere to the following principles:
    - Preserve Executives with the necessary competencies, skills, and experience, attract them, motivate them, and enhance their performance.
    - Establish controls related to the remuneration of the Board Chair, members, and committees for the tasks they perform. These remunerations may be variable based on the performance evaluation of the Board, committees, members, and the Bank's soundness and performance.
    - Ensure the remuneration policy is designed to incentivize Executives to achieve the Bank's objectives without exposing the Bank to high risks that could negatively affect its solvency, reputation, or legal exposure.
    - Consider risks, liquidity, profits, and timing, while reflecting the Bank's objectives, values, and strategy.
    - Link incentive payments to medium- and long-term performance (3–5 years), not just the current year.
    - Specify the form of remuneration, which may include fees, salaries, allowances, bonuses, stock options, or other benefits, while complying with the relevant regulatory instructions.
    - Allow for deferral of a reasonable portion of the incentive (excluding salaries), with the deferred portion and period determined based on the nature of the work, its risks, and the Executive's activities.
    - Establish a mechanism to recover deferred incentives if it later becomes evident that the Executive's performance was problematic or exposed the Bank to high risks due to decisions within their authority that could have been avoided.
    - Do not award financial incentives to Executives in supervisory departments (Risk Management, Internal Audit, Compliance, etc.) based on the performance of the units they oversee; instead, incentives are based solely on their own performance and achievements in their functional responsibilities.
13. Approve the remuneration system and determine the compensation for the Executive Management, including the CEO's salary and other benefits, and approve employee remuneration schedules based on recommendations from the CEO, as well as endorse the annual salary increase policy for employees based on the CEO's recommendations.
14. Submit the Committee's decisions, directives, and results of its work to the Bank's Board of Directors.
15. Evaluate the performance of the Board as a whole, its committees, and its members individually on an annual basis, following established and approved evaluation criteria to ensure objective performance assessment, and report the results to the Central Bank. Additionally, Board members (excluding members of the Nomination and Remuneration Committee) evaluate the Committee and its members individually each year.

16. Evaluate the performance of the CEO annually according to an evaluation system prepared by the Committee and approved by the Board, including the establishment of key performance indicators (KPIs). The evaluation criteria for the CEO should include both the Bank's financial and administrative performance relative to its risk exposure, as well as the achievement of the Bank's medium- and long-term plans and strategies, with appropriate weighting for each evaluation component. The results are communicated to the Central Bank.
17. Establish the policy regarding the granting of rewards, benefits, incentives, and salaries at the Bank, review it annually, and ensure it is approved by the Board. A copy of this policy should be provided to the Central Bank within a maximum of seven working days from the Board's approval.
18. Identify the Bank's competency needs at the Executive Management and staff levels, along with the criteria for their selection.

Fourth: Risk Management Committee:

The Risk Committee was established by a resolution of the Bank's Board of Directors and consists of three members, with the majority, including the Committee Chair, being independent members. The Committee meets at least once every three months or whenever needed. It continues its work for the duration of the Board members' tenure. The Committee is responsible for the following tasks and authorities:

- Ensure the existence of a comprehensive risk management strategy for the Bank, including the types and levels of acceptable risks for all Bank activities.
- Verify the availability of policies and tools to identify, measure, analyze, evaluate, and monitor risks, with at least an annual review to ensure their effectiveness and make amendments if necessary.
- Verify that the risk management system ensures the accuracy and adequacy of the data used to identify, measure, analyze, evaluate, and monitor risks, the potential losses arising from them, and the maintenance of the necessary capital to cover these risks.
- Verify the effectiveness of the Risk Management Department's procedures and assess the Executive Management's compliance with the approved policies and procedures.
- Provide the Board with periodic reports on the risks the Bank faces, including any breaches of acceptable risk levels and the corrective actions taken.
- Keep abreast of developments affecting risk management at the Bank.
- Verify the availability of tools and means that assist in risk management, including but not limited to:
  A. Self-assessment of risks and establishing risk indicators.
  B. Preparing a historical loss database, identifying the sources of those losses, and classifying them according to the type of risk.
  C. Ensuring the availability of necessary equipment, appropriate automated systems, and quantitative tools.
- Verify the availability of sufficient resources and an adequate number of qualified personnel for the Risk Management Department.
- Evaluate the performance of the Head of the Risk Management Department and determine their compensation in line with the Board-approved performance evaluation policy, after consulting the opinion of the CEO.

Fifth: Compliance Committee:

This Committee is formed of at least three members, including at least one independent member. The Committee meets at least once every three months or as needed and is responsible for the following tasks:

- Ensuring the existence of a Bank-specific Compliance Policy and its derived procedures, establishing a compliance function capable of performing its duties effectively, and conducting an annual evaluation (at least once a year) of the Bank's effectiveness in managing non-compliance risks.
- Approving the annual compliance plan and reviewing periodic reports prepared by the Compliance Department, which include assessments of non-compliance risks, violations, deficiencies, and corrective actions taken.
- Supervising the implementation of the compliance policy in the Bank and ensuring that the Bank's Executive Management resolves all compliance-related matters promptly and effectively.
- Overseeing the work of the Compliance Department and ensuring the existence of mechanisms to monitor the adherence of all management levels in the Bank to regulatory requirements, current legislation, and international standards, including the recommendations of the Financial Action Task Force (FATF).
- Verifying the availability of sufficient resources and a qualified number of personnel in the Compliance Department and providing them with specialized training programs.
- Evaluating the performance of the Head of the Compliance Department and determining their compensation in accordance with the Board-approved Performance Evaluation Policy, after consulting the opinion of the CEO.

Sixth: Facilities Committee:

The Committee is established by a resolution of the Board of Directors and must consist of at least five members. One member may be independent, and no member may simultaneously serve on the Audit Committee. Senior Executive Management may attend its meetings to present their recommendations. The Committee exclusively considers facilities that exceed the authority of the highest Executive Management Committee. The quorum for meetings is at least four members, and decisions are taken by a majority of the total number of members, regardless of how many are present.

The Committee is responsible for the Bank's credit facilities and strategic investments, including approving facility requests and/or requests for the settlement of non-performing loans. The Committee's powers regarding credit and investment are defined according to the Delegation of Authority Schedule approved by the Board.

The main tasks and powers of the committee are as follows:

- Make credit decisions in accordance with the general terms and conditions for exercising credit authority as set out in the Credit Authority Manual regarding:
  1. Facility requests recommended for approval by the Senior Executive Management Committee.
  2. Requests for settlement of non-performing loans referred to the Committee by Executive Management.
- Define the upper limits of authority assigned to this Committee regarding granting, modifying, renewing, restructuring, rescheduling, or settling credit facilities, ensuring clear powers are reserved for the Board.
- Periodically report the details of approved facilities to the Board.
- Make decisions in exceptional cases according to the delegation of authority system, based on proper conditions, principles, and administrative hierarchy.
- Approve credit transactions in accordance with the Bank's delegation of authority framework and the Committee Charter approved by the Board of Directors.

Seventh: Strategic Planning Committee:

The Committee is established by a resolution of the Board of Directors and must consist of at least four members of the Board, one of whom shall serve as the Committee Chair. Members must possess the necessary knowledge and expertise in financial, administrative, and banking matters, as well as market experience. A secretary for the Committee is appointed by the Board.

The Committee meets regularly and whenever necessary. Decisions and recommendations are made by a majority of three members, including the Committee Chair. The Committee reports and submits recommendations to the Board on an ongoing basis. Meetings must be held at least twice a year.

The main tasks of the Committee are as follows:

- Recommend to the Board proposals regarding the Bank's strategic directions, taking into account economic conditions, investment climate, competitive banking environment, and surrounding developments.
- Inform the CEO of the Board's strategic directions, plans, and decisions so that the CEO can implement operational plans and procedures across the Bank's business units; these strategic directions serve as the basis for annual work plans and budgets.
- Review the CEO's proposals concerning operational strategies, discuss them, and prepare recommendations for the Board.
- Discuss the Bank's strategic plan and submit recommendations, including analysis of the local economic environment, opportunities and challenges, their impact on the Bank, identification of strengths and weaknesses, and how the Bank addresses external opportunities and threats (SWOT Analysis).
- Discuss and approve the Bank's estimated annual budgets before submission to the Board.
- Review the performance of annual work plans and budgets by comparing actual achievements with targets and evaluating reasons for any deviations.
- Invite the CEO and any other individuals deemed necessary by the Committee to its meetings. Meeting schedules are coordinated with the Committee Chair or as requested, with notifications sent to the CEO through the Committee Secretary.
- The Committee Secretary is responsible for preparing meeting invitations, agendas, minutes, and following up on the implementation of Committee recommendations according to Board approvals.
- Perform any other tasks assigned by the Board.

Eighth: IT and Cybersecurity Governance Committee:

The IT and Cybersecurity Governance Committee shall be composed of three members from the Board of Directors. The Committee shall meet at least quarterly, and periodic reports shall be submitted to the Board, in addition to the Committee's responsibilities outlined in the IT Governance Guide.

Decisions of the Board and those issued by its subcommittees shall be made by a majority vote. In the event of a tie, the Chairman's vote shall be decisive. The Committees shall have the following powers:

- Request any data or information from the Bank's employees, who are obliged to cooperate in providing such information fully and accurately.
- Seek legal, financial, administrative, or technical advice from any external consultant.
- Request the attendance of any Bank employee to obtain any necessary clarifications.

Chapter Six: Conflict of Interest, Disclosure, and Transparency

First: Conflict of Interest in the Board of Directors:

The Bank ensures that no Member of the Board of Directors has any direct or indirect interest in the transactions and contracts conducted on behalf of the Bank. If necessary, such transactions shall be subject to the approval of the General Assembly, renewed annually. Exceptions are made for transactions conducted through public tenders, provided that the Board Member submits the best bid and this does not conflict with the Companies Law.

A Board member shall notify the Board of any personal interest in transactions and contracts conducted on behalf of the Bank. This notification shall be recorded in the minutes of the meeting, and the member with such interest shall not participate in voting on the related decision. The Chairman of the Board shall inform the General Assembly, at its next meeting, of any transactions or contracts in which a Board Member has a personal interest, accompanied by a special report from the External Auditor.

Board members shall also ensure that they do not engage in any activity that competes with the Bank and shall avoid conflicts of interest through the following measures:

The Board shall adopt a policy governing conflicts of interest in all their forms, along with the necessary procedures to ensure adequate internal controls and monitoring to enforce compliance with this policy and prevent any violations. This policy shall, at a minimum, include the following:

- Avoid activities that create a conflict between the Bank's interest and any interest of any Bank Executive or any member of the governing body in any form.
- Promptly disclose upon becoming aware of any matter that has arisen or may arise, which could result in a conflict between the Bank's interest and any interest of any Bank Executive or any member of the Board in any form.
- Board members shall not disclose or use the Bank's confidential information for their own benefit or that of others. Similarly, a representative of a corporate entity shall not disclose any confidential information discussed during Board or committee meetings to any person, including any executive of that corporate entity.
- A Board member shall prioritize the Bank's interest in all transactions with any company in which they hold a personal interest, shall not appropriate business opportunities belonging to the Bank for personal gain, and shall avoid conflicts of interest. Any conflict shall be disclosed to the Board in detail, and the Member must abstain from attending or participating in any decision regarding the matter. Such disclosure shall be recorded in the minutes of any Board or Committee meeting.
- The policy shall provide examples of situations that may give rise to conflicts of interest, including conflicts between a Board member's interest and the Bank's interest, a governing body member's interest and the Bank's interest, an Executive Management member's interest and the Bank's interest, or any conflict between the Bank and companies within the Bank's group, subsidiaries, or affiliates.
- The policy shall define related parties in accordance with applicable laws, set conditions for transactions with these parties, and ensure that no related party receives more favorable terms than those applied by the Bank to other clients who are not related parties. This includes all transactions with companies within the Bank's group in which the Bank is involved.
- The policy shall define the types of transactions with related parties, covering all types of dealings and not limited solely to credit facilities.
- The policy shall outline the procedures followed by the Bank in the event of non-compliance with the above policy.

Second: Disclosure and Transparency:

- The Board shall ensure the publication of financial and non-financial information relevant to stakeholders.
- The Board shall ensure that the Corporate Governance Manual is published on the Bank's website and made available to the public through any other appropriate means. The Bank shall disclose in its annual report the existence of a Corporate Governance Manual and the extent of its compliance with its provisions.
- The Bank's annual report shall include a statement indicating that the Board is responsible for the accuracy and adequacy of the Bank's financial statements and the information contained in the report, as well as the sufficiency of the internal control and monitoring systems.
- The Board shall ensure the Bank's compliance with disclosures required by International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), Central Bank instructions, and other relevant regulations, and shall ensure that the Executive Management is aware of any changes to the IFRS.
- The Bank shall provide the Central Bank with the number of shares pledged by shareholders holding 1% or more of the Bank's capital, along with the details of the pledgee.
- The Board shall ensure that the Bank's annual and quarterly reports include disclosures enabling current or potential shareholders to review the Bank's operational results and financial position.
- The Bank shall obtain the Central Bank's no-objection for the nomination of any Board member at least one month prior to the General Assembly meeting. Candidates shall be informed of the requirement to obtain the Central Bank's no-objection.
- The Bank shall provide the Central Bank with its general organizational structure whenever any modification occurs, along with a description of the change.

- The Bank shall obtain the Central Bank's no-objection prior to the appointment, transfer, promotion, or assignment of any member of the Senior Executive Management. The no-objection request shall be accompanied by the Board's decision, the relevant Committee's recommendation, the approved organizational structure, the Member's declaration and attachments approved by the Central Bank, CV, academic certificates, experience certificates, certificate of good conduct, and a copy of the national ID (passport for non-Jordanians). The Central Bank shall not consider any request unless it includes all the above attachments.
- The Board shall ensure that the annual report includes, at a minimum, the following:
  - A summary of the organizational structure.
  - A summary of the roles and responsibilities of Board committees, and any authorities delegated by the Board to such committees.
  - Information relevant to stakeholders as outlined in the Bank's Corporate Governance Manual, and the extent of the Bank's compliance with its provisions.
  - Information on each Board member, including their qualifications, experience, shareholding in the Bank's capital, independence status, committee memberships, date of appointment, and any directorships held in other companies. This also includes all forms of remuneration received from the Bank during the past year, loans granted to them by the Bank, and any other transactions conducted between the Bank and the Member or their related parties.
  - Information on the Risk Management Department, including its structure, nature of operations, and any developments thereto.
  - The number of meetings held by the Board and its Committees, and each Member's attendance record.
  - The names of all independent Board members and Senior Executive Management during the year.
  - A summary of the Bank's remuneration policy, with disclosure of all forms of remuneration granted to each Board member individually, as well as all forms of remuneration granted to each member of Senior Executive Management individually, for the past year.
  - The names of shareholders holding 1% or more of the Bank's capital, identifying the Ultimate Beneficial Owners of such shareholdings or any part thereof, and clarifying whether any of these shares are fully or partially pledged.
  - Declarations from all Board members confirming that they have not obtained any undisclosed benefits through the Bank, whether monetary or in-kind, whether for themselves or for any related parties, for the past year.
  - The Central Bank reserves the right to object to the nomination of any person for Board membership if it determines that such nominee does not meet the requirements set out in the Central Bank of Jordan's regulations. The Bank shall comply with the following:
- The Bank shall obtain the Central Bank's no-objection for the nomination of any person (as well as for the designation of a representative of a corporate entity, including a temporary representative of any governmental entity or public or official institution) for membership of the Board. The no-objection request shall be accompanied by the Board's resolution, the recommendation of the Nomination and Remuneration Committee including its assessment of the added value the nominee would bring to the Board's functions, the required declaration and its attachments, the independent member declaration (as per the Central Bank's approved Form No. (1/6)), the curriculum vitae, academic certificates, experience certificates, a certificate of good conduct, and a copy of the civil status ID (passport for non-Jordanians). The Central Bank shall not consider any request unless it is complete with all the above attachments.
- The Chairman of the Board shall invite the Central Bank to attend General Assembly meetings sufficiently in advance to enable it to appoint its representative.
- The Bank shall notify the Central Bank at least thirty days prior to the date of the General Assembly meeting of its intention to nominate the External Auditor for election (or re-election) by the General Assembly.
- The Bank shall provide the Central Bank with the information and declarations related to Board members, Board committees, and Senior Executive Management in accordance with the approved forms under the Corporate Governance Instructions, as well as upon any amendment thereto.
- The Bank shall provide the Central Bank, on a semi-annual basis and upon any change, with information related to members of boards of directors or boards of managers and Senior Executive Management of its subsidiaries inside and outside the Kingdom, in accordance with the forms attached to the Corporate Governance Instructions.
- The Chairman of the Board shall provide the Central Bank with the minutes of the General Assembly meetings within a period not exceeding five working days from the date of ratification of the minutes by the Companies Controller or their representative.
- The Central Bank may summon any candidate for a Senior Executive Management position to conduct a personal interview prior to appointment. It may also, where deemed necessary, summon any Board member or nominee for an interview.
- The Central Bank may appoint an external party to evaluate the governance of any bank, at the bank's expense.
- The Central Bank may, at any time, invite members of the Audit Committee, the Head of Internal Audit, members of the Compliance Committee, or the Head of Compliance to discuss matters related to their work.
- The Central Bank may determine a higher number of independent members in the composition of the Board when deemed necessary.
- The Central Bank may meet with the External Auditor for supervisory purposes and review the audit working papers where necessary.

- The Central Bank may classify any member as non-independent based on specific considerations, even if all independence criteria set out in the applicable Corporate Governance Instructions (as stated in Chapter Three: Board Member Fit and Proper Requirements and Evaluation) are met.
- Compliance shall be maintained with the Companies Law and all relevant laws, regulations, and instructions issued by other regulatory authorities, provided that this does not conflict with the provisions of the Corporate Governance Instructions.
- The duties of the Secretaries of Board Committees shall be defined to include attending all committee meetings, recording all deliberations, proposals, objections, and reservations, coordinating with the Committee Chair and members regarding meetings, ensuring that members sign the minutes and resolutions, maintaining records and documentation of Committee meetings, and preparing for meetings. The Committee Secretary shall have no voting rights.

Chapter Seven: General Provisions

The Bank shall prepare a Corporate Governance Report to be included in its Annual Report, duly signed by the Chairman of the Board. The report shall primarily include the following:

- Information and details related to the implementation of the provisions of these Instructions and the corporate governance rules within the Bank.
- The names of current and resigned Board members during the year, specifying whether each member is executive or non-executive, and independent or non-independent.
- The names of representatives of corporate Board members, specifying whether each representative is executive or non-executive, and independent or non-independent.
- The executive positions within the Bank and the names of the individuals occupying such positions.
- All Board memberships held by each Board member in public shareholding companies, if any.
- The names of the Board Cmonnittees.
- The name of the Chairman and members of the Audit Committee, along with a summary of their qualifications and experience related to financial or accounting matters.
- The names of the Chairman and members of each of the Nomination and Remuneration Committee, Governance Committee, Risk Committee, and Compliance Committee.
- The number of meetings held by each committee during the year, including the attendance of members.
- The number of meetings held between the Audit Committee and the external auditor during the year.
- The number of Board meetings held during the year, including the attendance of members.

09

Guide to Governance, Information, and Accompanying Technology Management



Introduction

In line with Jordan Commercial Bank's commitment to maintaining the soundness of its operations and adopting international best practices in managing information technology resources, projects, and services, in a manner that enables it to conduct its business and achieve its strategic objectives effectively and efficiently, thereby positively impacting the quality of the Bank's products and services on the one hand, and enhancing decision-making mechanisms and risk management on the other, and in recognition of the importance of safeguarding the stability of the banking sector as a whole and adhering to international standards of sound banking practices, the Bank acknowledges the necessity of complying with best practices in the field of information and related technologies.

The Board of Directors and the Executive Management have recognized the need to adopt successful products that require the efficient and effective application of information technology, in conjunction with the Bank's various work practices and procedures. This necessitates the establishment of a framework and principles for IT governance and information management. The delineation of the Board's responsibilities in governance from those of the Executive Management regarding information and technology, alongside adherence to sound practices and standards in managing IT resources according to international best practices—most notably the COBIT framework ensures risk control and the fulfillment of stakeholder expectations through the application of sound governance principles. This approach also helps avoid unproductive investments and unjustified expenses, which could result in significant financial losses and, in some cases, adversely affect the Bank's reputation and performance.
To emphasize the unique identity of Jordan Commercial Bank, this manual has been prepared as a complement to the Corporate Governance Manual. It reflects the Bank's perspective on IT governance and information management, outlining its concept, importance, and fundamental principles, while observing applicable legislation and international best practices, and confirming the Bank's commitment to all relevant laws and regulations.
The provisions of this Manual apply to all branches of Jordan Commercial Bank in Jordan. The Bank publishes the IT Governance Manual on its official website and discloses in its annual report the existence of the Manual and the extent of its compliance with its provisions.

Chapter One: IT Governance – Scope and Objectives

First: Governance:

Information and technology management is considered a set of ongoing activities under the responsibility of Executive Management. These activities include planning to achieve strategic objectives, encompassing alignment and organization; development and construction activities, including procurement and implementation; operational activities, service delivery, and support; and monitoring activities such as measurement and evaluation. All of these are conducted in a manner that ensures the sustainable achievement of the Bank's strategic goals and directions. Accordingly, IT and information governance is defined as the process of distributing roles and responsibilities, describing the relationships between various parties and stakeholders, with the aim of maximizing the Bank's added value. This is achieved by adopting the optimal approach that balances risks and expected returns, and by establishing rules, principles, and mechanisms necessary for decision-making, defining strategic directions and objectives, and monitoring compliance to achieve these goals in pursuit of continuous improvement and development. This is carried out through process governance, which is linked to a set of practices and activities derived from the Bank's policies, necessary to achieve the objectives of IT and information management. These objectives, stemming from the Bank's overall institutional goals, are divided into primary and secondary objectives, designed to meet the needs of stakeholders.

For the purposes of this Manual, stakeholders are defined as any person or entity with an interest in the Bank, including shareholders, employees, creditors, customers, external suppliers, or regulatory authorities related to the Bank's activities.

Second: Scope of IT Governance and Relevant Parties:

The scope of application of the IT Governance Instructions covers all Bank operations that rely on information technology across all branches and departments. All stakeholders are considered relevant to the implementation. The Bank has launched a project to establish the necessary environment and fulfill the requirements of the IT Governance Instructions in accordance with the COBIT framework, assigning roles to each of the following:

- The Chairman, Board Members, and External Experts: responsible for providing overall guidance for the project, approving tasks and responsibilities, offering support, and approving the necessary funding.
- The CEO, Deputies, Assistants, and Operations Managers: responsible for appointing suitable personnel with banking experience to represent them in the project and for defining their tasks and responsibilities.
- The Director and IT Steering Committees, and Project Managers: responsible for providing guidance, submitting the necessary reports to the IT and Cybersecurity Governance Committee of the Board, monitoring the roles assigned to project managers, ensuring sufficient resources, and maintaining a clear understanding of the Bank's institutional objectives in IT governance.
- Internal Audit: tasked with providing advisory support and independent oversight to ensure successful implementation, acting as an independent consultant and monitor in operational matters. This includes reviewing IT audit reports, taking necessary measures to address deviations, monitoring the level of technical and IT services, and continuously improving efficiency through recommendations and suggestions. The Audit Committee of the Board, and the External Auditor shall provide the Central Bank of Jordan with annual reports for internal and external audits, respectively, including the Executive Management's response and the Board's review and recommendations, during the first quarter of each year.
- Risk, Information Security, Compliance, and Legal Departments: required to participate in the project, representing their respective roles, implementing the framework, monitoring requirements, ensuring adherence to objectives and policies, and maintaining an appropriate control environment.
- The Bank relies on specialists and certified professionals (Foundation COBIT, COBIT Design and Implementation), both internal and external, to act as guides and evaluators during implementation phases, to disseminate knowledge of the framework, and to facilitate compliance.

The Bank shall ensure, when entering into outsourcing agreements with third parties to provide human resources, services, software, or IT infrastructure for the purpose of facilitating the Bank's operations, that the third party complies with the provisions of the IT Governance Instructions, either fully or partially, to the extent appropriate to the significance and nature of the Bank's operations, services, software, and IT infrastructure provided, both prior to and during the contract period. The Board and Senior Executive Management shall not be exempt from ultimate responsibility for fulfilling the requirements of the Instructions under review, including the audit requirements referred to in this Manual.

Third: Objectives of IT and Information Management Governance:

The primary objective of IT governance is to create added value for the Bank through the optimal use of information technology and related technologies, maintaining the value delivered through current investments, and enhancing it. It also involves eliminating IT initiatives and assets that do not generate sufficient added value for the Bank, which entails the optimal use of resources while managing risks. This includes addressing business risks associated with the use, ownership, operation, adoption, and integration of IT within the Bank, ensuring the presence of adequate capabilities to implement the strategic plan, providing sufficient, appropriate, and effective resources, and balancing decision-making between stakeholder interests in creating added value and evaluating risks versus returns through optimal resource utilization.

Accordingly, the objectives the Bank seeks to achieve through adopting an IT Governance framework are:

1. Meeting stakeholder needs by achieving the objectives of information and technology management, ensuring:
   - Provide high-quality information as a foundation to support the Bank's decision-making mechanisms.
   - Prudent management of IT resources and projects to maximize their utilization and minimize waste.
   - Provide a robust and supportive technological infrastructure that enables the Bank to achieve its objectives.
   - Enhance the Bank's operational processes through the deployment of an efficient technology ecosystem with a high level of adoption.
   - Prudent management of IT risks to ensure adequate protection of the Bank's assets.
   - Support compliance with applicable laws, regulations, and instructions, in addition to internal strategies, policies, and procedures, by strengthening the Bank's internal control and monitoring systems.
   - Improve internal control and monitoring systems.
   - Maximize user satisfaction with IT by efficiently and effectively meeting business needs.
   - Manage outsourced services by third parties assigned to perform operations, tasks, services, and products.
2. Achieve comprehensiveness in IT and information governance and management by providing the necessary components.
3. Adopt work practices and organizational rules according to international best practices as a foundation for building and developing IT governance, operations, projects, and resource management.
4. Separate the Board's governance responsibilities from those within the Executive Management's scope regarding IT and information management.
5. Strengthen self-monitoring and independent oversight mechanisms and compliance assessment in IT and information governance and management, contributing to continuous performance improvement and development.

Additionally, the objectives of governance and management, along with other components related to activities in cybersecurity, risk management, data privacy and protection, compliance, monitoring and auditing, and strategic alignment, are considered Focus Areas of high importance and priority.

Chapter Two: IT and Information Management Governance Framework Followed by the Bank – COBIT and Its Components

First: Principles of IT Governance:

The main principles of IT governance enable the Bank to build an effective governance and management framework that optimizes the use of information and technology investments. The following are the key principles of IT and information governance according to the COBIT framework:

1. **Provide Stakeholder Value:**
   The primary purpose of the Bank is to create added value for stakeholders, thereby achieving benefits at an optimal cost of resources.
2. **Holistic Approach:**
   A comprehensive system of corporate governance and IT management is applied.
3. **Dynamic Governance System:**
   The Bank's governance system is dynamic and adaptable to change.
4. **Tailored to the Enterprise Needs:**
   The Bank's governance system is designed to meet the enterprise's needs through the prioritization of objectives.
5. **Separating Governance from Management:**
   The Board of Directors is responsible for applying sound corporate governance and for distinguishing its role from that of Executive Management. Executive Management, including the CEO and other management personnel, is responsible for planning, building, operating, and monitoring activities, ensuring alignment with the directions set by the Board, to achieve the Bank's strategic objectives.
6. **Covering the Enterprise End-to-End:**
   IT governance integrates IT governance with corporate governance, covering all functions and processes within the Bank.

Second: Components:

Comprehensiveness in IT and information governance and management is achieved not only by focusing on technology itself but also by providing seven (7) components that complement IT services. These components are as follows:

1. Principles, Policies, and Frameworks: Means of translating desired behaviors into practical guidance for daily management.
2. Processes: An organized set of practices and activities designed to achieve specific objectives.
3. Organizational Structures: The structures that define roles, responsibilities, and reporting lines within the Bank.
4. Culture, Ethics, and Behavior: The Bank's system of values, ethics, and behavioral standards.
5. Information: All information produced and used by the Bank, essential for proper operation and governance.
6. Services, Infrastructure, and Applications: Responsible for providing IT processing and facilitating service delivery.
7. People, Skills, and Competencies: Necessary for the successful execution of all activities and for making correct decisions and taking appropriate actions.

To ensure the success of the overall IT governance framework, the Bank commits to activating these seven components to achieve comprehensiveness.

When implementing and delving into the details of the seven components, their associated processes, sub-objectives, and attachments, the Bank tailors all elements to align with its internal context, serving the objectives and requirements of IT Governance Instructions and the **COBIT framework**. The Bank applies **Gap Analysis** between the current state and the framework requirements to ensure compliance.

The Bank also commits to submitting a semi-annual compliance progress report on **COBIT** implementation to the Central Bank of Jordan, specifying the level of achievement.

Third: IT Governance Processes:

The overall framework for the implementation of IT governance (COBIT) consists of two main process domains, namely:

1. **Board of Directors Process Domain:** This domain is divided into five processes, within which the practices of Evaluate, Direct, and Monitor (EDM) are defined. These processes ensure the establishment and maintenance of an effective IT governance framework, the realization of benefits, the management of risks, the optimal utilization of resources, and transparency in dealings with stakeholders.
2. **Executive Management Process Domain:** This domain comprises four areas aligned with the responsibility domains of Plan, Build, Operate, and Monitor (PBOM). These areas provide comprehensive coverage of the IT governance scope. The domains are named in accordance with their primary functions, as follows:

- **Align, Plan, and Organize (APO):** Responsible for formulating IT policies and IT strategy, establishing organizational structures within the Bank, as well as overseeing financial management and portfolio management.
- **Build, Acquire, and Implement (BAI):** Includes business analysis, project management, use-case/scenario evaluation, requirements definition and management, programming, systems engineering, system decommissioning, and capacity management.
- **Deliver, Service, and Support (DSS):** Includes availability management, problem management, service desk and incident management, security management, IT operations, and database management.
- **Monitor, Evaluate, and Assess (MEA):** Includes compliance review, performance monitoring, and control assurance/ audit activities.

The Bank is committed to the optimal implementation of the above domains and processes to ensure the successful and sound implementation of IT governance.

Fourth: Maturity Levels and Process Capability:

The use of maturity levels aims to improve procedures, assess process maturity, define the target level, and identify deviations. There are six levels through which processes can be classified, as follows:

- **Level (0)** Incomplete Process: There is a complete absence of any defined processes; accordingly, the Bank has not recognized that a problem exists that needs to be addressed.
- **Level (1)** Initial Process: There is evidence that the Bank has recognized that problems exist and need to be addressed; however, there are no standardized procedures. Instead, approaches are applied on an ad hoc or case-by-case basis. As a result, the Bank's overall management approach is unstructured.
- **Level (2)** Performed Process: Processes have evolved to a stage where similar procedures are followed by different individuals performing the same task. There is no formal training or dissemination of standardized procedures, and responsibility is left to individuals. There is a high degree of reliance on individual knowledge, which makes errors likely.
- **Level (3)** Well Defined Process: Procedures are documented and standardized, and then communicated across the Bank through training. Documentation requires adherence to these procedures; however, deviations are not likely to be detected.
- **Level (4)** Measured Process: Management monitors and measures compliance with policies and takes corrective actions where processes are found to be ineffective. Processes are subject to continuous improvement and provide a mature model for others. Automation and tools are used in a limited or fragmented manner.
- **Level (5)** Continuous Process: At this level, processes are refined to a best-practice standard based on continuous improvement outcomes and maturity modeling in collaboration with institutions. The capability level of IT governance activities and the other six related components is directly proportional to their level of importance and priority, based on quantitative and qualitative assessment results. The Bank aims to ensure that the maturity level of high-priority and high-importance activities is not less than Level (3) (Fully Achieved) according to the COBIT maturity scale, and continuously strives to achieve higher maturity levels.

*It is permitted to classify no more than (26%) of governance and management objectives (not exceeding a maximum of 9 objectives out of a total of 35) as having low importance and priority, or as negligible.

Chapter Three: The Role of the Board of Directors in Information and Technology Managements

Roles, activities, and relationships constitute the elements that define the stakeholders involved in governance and the manner in which they are engaged in the implementation process. One of the key principles upon which IT governance is based is the separation of Board responsibilities from Executive Management functions. The distinction between the role of the Board of Directors and the activities of Executive Management is achieved by defining how communication takes place between stakeholders and Executive Management. The following outlines the roles and responsibilities of the relevant parties under consideration:

1. **Roles and Responsibilities of the Board of Directors:**
   - The Board oversees the Executive Management to ensure the efficiency and effectiveness of operations, the reliability of financial reporting, and compliance with applicable laws, regulations, and instructions. Senior Management is committed to implementing the fundamental principles of internal control and risk management systems. The Board is directly responsible for the processes of evaluation, direction, and monitoring, as well as for ensuring prudent IT risk management and overall risk management.
   - The Board ensures the allocation of sufficient budgets and resources, including qualified human capital, through specialized IT audit functions. It also ensures that both the Internal Audit Department and the External Auditor are capable of reviewing and auditing IT resource utilization, IT projects, and IT-based banking operations. This includes the availability of specialized IT audit reviews conducted by professionally qualified personnel holding internationally recognized certifications such as CISA, issued by accredited international bodies in accordance with ISO/IEC 17024 or equivalent standards.
   - The Board, through the IT and Cybersecurity Governance Committee, approves the set of principles, policies, and frameworks required to establish an overall system for managing, controlling, and monitoring IT resources and projects. This includes requirements related to IT risk management, information security management, and human resources management, ensuring alignment with IT governance objectives. These policies are integrated with other Bank policies, and include clear definitions of ownership, scope of application, review and update cycles, access and distribution rights, objectives, responsibilities, procedures, sanctions for non-compliance, and compliance monitoring mechanisms. The development of policies takes into account contributions from internal and external stakeholders and follows international best practices and updates.
   - The Board approves organizational structures (hierarchical structures and committees) related to IT resource management, IT operations and projects, IT risk management, information security, and human resources, ensuring effective achievement of IT governance objectives and the Bank's strategic goals. This includes ensuring segregation of duties, at least dual control, and adequacy and continuous updating of job descriptions upon approval or amendment of organizational structures.
   - The Board is responsible for developing IT infrastructure and information systems that provide reliable information and reporting to support decision-making within the Bank. Information quality requirements must be ensured, including integrity, completeness, accuracy, validity, currency, confidentiality in line with data classification policies, availability, and compliance, as well as other COBIT requirements and information enablement principles.
   - The Board, through the IT and Cybersecurity Governance Committee, approves the Bank's information and reporting framework as a minimum standard. Ownership of information and reports shall be defined, along with authorization for access and usage based on business needs and relevant stakeholders. These frameworks are subject to continuous review and development to align with the Bank's evolving objectives and international best practices.
   - The Board, through the IT and Cybersecurity Governance Committee, approves the IT services, applications, and supporting infrastructure framework as a minimum standard necessary to achieve IT governance processes, information and technology objectives, and ultimately institutional objectives. These systems shall be continuously developed and maintained in line with evolving Bank objectives and international best practices.
   - The Board, through the IT and Cybersecurity Governance Committee and the Nomination and Remuneration Committee, approves competency matrices (HR competencies) and human resource management policies required to achieve IT governance objectives on a merit-based approach. The Board and Executive Management shall apply appropriate mechanisms to encourage desired behaviors and discourage undesirable behaviors through incentive and disciplinary systems.
   - The Board, through the IT and Cybersecurity Governance Committee and the Audit Committee, approves a professional institutional ethical framework reflecting internationally accepted professional conduct standards for dealing with information and related technologies. This framework clearly defines desired and undesired behaviors and their consequences.

2. **IT and Cybersecurity Governance Committee:**
In order to fulfill the responsibilities assigned to the Board of Directors as stated above, the IT and Cybersecurity Governance Committee has been established by a Board resolution. The Committee consists of four Board members with strategic expertise and knowledge in information technology. A Chairperson is appointed from among the four members. The Committee meets at least quarterly, maintains documented minutes of its meetings, and submits periodic reports to the Board. The Committee's responsibilities are summarized as follows:
   - Ensuring alignment between the overall strategic plan of Jordan Commercial Bank and the IT Department's strategic plan, in order to achieve the Bank's strategic objectives.
   - Ensuring the implementation of IT services in a manner that contributes to risk mitigation.
   - Monitoring performance indicators and overseeing the implementation of the overall strategy, project progress, resource utilization, service quality indicators, and balanced scorecards reflecting the achievement of strategic objectives.
   - Ensuring optimal utilization of available resources, including critical systems, information, IT infrastructure, and human resources.
   - Approving IT strategic objectives, cybersecurity governance, and appropriate organizational structures, including executive-level steering committees, in particular the IT and Cybersecurity Steering Committee, to ensure the achievement of the Bank's strategic objectives and maximize value from IT investments. This includes the use of monitoring tools and standards such as IT Balanced Scorecards and Return on Investment (ROI), and measuring contributions to financial and operational efficiency.
   - Approving the overall framework for managing, controlling, and monitoring IT resources and projects in line with internationally accepted best practices, in particular COBIT 2019 (Control Objectives for Information and Related Technologies), ensuring alignment with governance and management objectives and sustainable achievement of institutional goals.
   - Approving the enterprise goals and alignment goals matrix and considering it as a minimum standard, as well as defining the required sub-objectives to achieve them.
   - Approving a Responsibility Assignment Matrix (RACI Chart) for core governance and management processes and their sub-processes, identifying Responsible, Accountable, Consulted, and Informed parties for all processes, in accordance with COBIT 2019.
   - Ensuring the existence of an IT risk management framework aligned and integrated with the Bank's overall risk management framework, taking into account and fulfilling all governance and management objectives.
   - Approving the IT resources and projects budget in alignment with the Bank's strategic objectives.
   - Providing general oversight and reviewing IT resources and projects to ensure their adequacy and contribution to the Bank's operations and requirements.
   - Reviewing IT audit reports and taking necessary actions to address deviations.
   - Recommending to the Board appropriate corrective actions to address any identified deviations.
   - Reviewing and approving the cybersecurity policy and program as endorsed by the Board, overseeing compliance, and defining cybersecurity roles and responsibilities.
   - Ensuring the establishment of a system and mechanism for managing third-party services supporting the Bank's service delivery.
   - Ensuring the independence of the Information Security Unit, which shall report administratively to the Risk Department. The Committee shall review meeting minutes that include periodic reports prepared by the Information Security Unit and submitted to the IT and Cybersecurity Governance Committee regarding cybersecurity matters, deviations from cybersecurity policies and procedures, results of cyber risk assessments, adequacy and effectiveness assessments of the cybersecurity program and policy, required recommendations and actions, and a summary of major cybersecurity threats and incidents during the reporting period.
   - Approving the importance and prioritization of governance and management objectives and their linkage to enterprise goals, alignment goals, and the six IT governance components, based on qualitative and/or quantitative assessments conducted at least annually, taking into account COBIT 2019 Design Factors.
   - Approving the annual audit report assessing IT-related risks and controls.
   - Continuously monitoring and approving the level of cybersecurity risk and the Bank's risk appetite, ensuring that overall cyber risk remains within acceptable thresholds.
   - Ensuring the existence of a cybersecurity awareness program within the Bank, and awareness of the legal and regulatory implications of cyber risks.
   - Allocating sufficient budget and resources to meet cybersecurity requirements.
   - Supporting and participating in cyber risk resilience assessments and any cybersecurity-related initiatives.

3. **Audit Committee:**
   - Inclusion of the responsibilities, authorities, and scope of IT audit within the Audit Charter, on the one hand, and within agreed procedures with the external auditor, on the other hand, in compliance with regulatory requirements.
   - Ensuring to the Board that both the Internal Auditor and the External Auditor, when performing specialized audits of information and related technologies, comply with the following:

1. IT audit standards in accordance with the latest update of the international standard Information Technology Assurance Framework (ITAF) issued by the Information Systems Audit and Control Association (ISACA), including:

   - Execution of audit engagements within an approved audit plan, taking into consideration the materiality of operations, risk levels, and the degree of impact on the Bank's objectives and interests.
   - Provision and adherence to continuous training and professional development plans for specialized staff in this field.
   - Compliance with professional and organizational independence standards, ensuring both current and potential conflicts of interest are avoided.
   - Adherence to objectivity standards, exercising due professional care, and maintaining a high level of proficiency, knowledge, and skills. This includes a deep understanding of the Bank's various IT-based processes and operations, as well as financial, operational, and legal audit reports. It also includes the ability to provide appropriate audit evidence, and the professional judgment required to identify unacceptable practices and violations of laws, regulations, and instructions.

2. Examination, evaluation, and review of IT resource utilization and management processes, as well as the Bank's IT-based operations, and the provision of a reasonable overall audit assurance regarding the overall risk level of information and related technologies. This is conducted within an audit program that covers at a minimum the required domains. It is noted that risk rating levels are classified in descending order into five levels (Composite Risk Rating scale), as follows: Strong Performance (Rate 1) Satisfactory Performance (Rate 2) Fair Performance (Rate 3) Marginal Performance (Rate 4) Unsatisfactory Performance (Rate 5).
   The audit frequency for all domains, or any part thereof, shall be at least once annually in cases where the risk level is assessed as (5 or 4) according to the risk rating scale. It shall be conducted at least once every two years where the risk level is assessed as (3), and at least once every three years where the risk level is assessed as (2 or 1). This shall take into account the continuous change in risk levels and consider any material changes occurring in the information and related technology environment during the aforementioned audit periods. The Central Bank shall be provided with audit reports that include the assessment of the aforementioned domains, as well as the Bank's mechanisms in terms of strategic planning, policy formulation, principles, and approved written procedures, along with resource utilization mechanisms including IT and human resources. The reports shall also cover monitoring, improvement, and development mechanisms, and the documentation and evaluation of audit findings based on the significance of weaknesses and observations, in addition to implemented controls and the assessment of residual risk using a systematic risk analysis methodology. The reports shall also include agreed corrective actions to be implemented by the Bank's management with defined timelines for remediation. A separate table shall indicate the rank/position of the responsible person within the Bank for each observation. The Central Bank of Jordan shall be provided with an annual internal audit report and an external audit report respectively, including the Executive Management's response and the Board's review and recommendations, in accordance with the "Information and Related Technology (Risk–Control)" audit report template. This shall be submitted during the first quarter of each year.
3. Regular follow-up procedures on audit findings to ensure that observations and deficiencies identified in audit reports are addressed within the specified timelines. The significance and risk level shall be escalated progressively in cases of non-response, and the Board shall be kept informed whenever necessary.
4. Inclusion of annual performance evaluation mechanisms for IT audit personnel using objective assessment criteria. Such evaluations shall be conducted by the Board, represented by the Audit Committee, in accordance with the organizational hierarchy of the audit function.
5. Adoption of the ethical and professional practices framework set out in the International Standard Information Technology Assurance Framework (ITAF) issued by the Information Systems Audit and Control Association (ISACA), including its updates, which both internal and external auditors are required to comply with.

The Bank may outsource the role of Internal IT Audit to a specialized external party that is independent from the appointed External Auditor, provided that all requirements of the IT Governance Instructions and any other relevant instructions are fully met. The Board of Directors and its Audit Committee shall retain their responsibilities with regard to compliance review and ensuring that all requirements are met as a minimum standard.

Chapter Four: The Role of Executive Management in Information and Technology Managements

1. **Responsibilities and Duties of Senior Executive Management:**
   - Employment of qualified and trained human resources with expertise in IT resource management, risk management, information security management, and IT audit management, based on academic and professional knowledge standards and practical experience recognized by internationally accredited bodies in accordance with ISO/IEC 17024 certification standards and/or any equivalent standards, each according to their specialization and in line with the Bank's policies. Staff shall also be supported through training and continuous education programs to maintain the level of knowledge and skills required to fulfill IT governance processes.
   - Approval of the IT services, applications, and infrastructure framework that supports and enables IT governance processes and the objectives of information and related technologies, and consequently the Bank's institutional objectives. These systems shall be continuously provided and developed to keep pace with the Bank's evolving objectives and operations in line with internationally accepted best practices.
   - Inclusion of annual performance evaluation mechanisms for staff based on objective measurement criteria that take into account their contribution, through their job roles, to the achievement of the Bank's objectives.
   - Development of the necessary IT infrastructure and information systems to provide reliable information and reporting for users as a key foundation for decision-making within the Bank. Accordingly, information quality requirements must be ensured, including integrity (completeness, accuracy, validity, and currency), confidentiality in accordance with the data classification policy, availability, and compliance with reporting requirements, in addition to other requirements set out in COBIT – Enabling Information.
   - Utilization of various mechanisms to encourage desired behaviors and discourage undesirable behaviors through the application of incentive and disciplinary systems.
2. **IT and Cybersecurity Steering Committee:**
   An IT and Cybersecurity Steering Committee has been established to ensure strategic alignment of information technology in order to achieve the Bank's strategic objectives in a sustainable manner. The Committee consists of the CEO as Chairperson and members from Senior Executive Management, including the Chief Information Officer (IT Manager), the Risk Management Director, and the Information Security Officer. One Board member has been appointed as an observer to the Committee, in addition to the Chief Internal Auditor serving as an observer. The Committee may invite external parties to attend its meetings when necessary. The Committee shall document its meetings through formal minutes, and shall meet at least once every three months. The Committee's responsibilities are summarized as follows:
   1. Preparing annual plans to achieve the strategic objectives approved by the Board, supervising their implementation to ensure attainment of such objectives, and continuously monitoring internal and external factors affecting them.
   2. Linking the enterprise goals matrix with the corresponding alignment goals matrix, approving and continuously reviewing them to ensure the achievement of the Bank's strategic objectives and the requirements of IT governance and related technology management instructions. This includes defining a set of performance measurement indicators, regularly reviewing them, assigning relevant executive management personnel to monitor them continuously, and keeping the Committee informed of their status.
   3. Recommending the allocation of the necessary financial and non-financial resources required to achieve IT governance objectives and processes, and engaging competent human resources through organizational structures that cover all required functions, while ensuring segregation of duties and avoidance of conflicts of interest. This also includes tailoring IT infrastructure and related services to support objectives, and overseeing the implementation of IT governance projects and processes.
   4. Prioritizing IT projects and programs according to their importance and strategic value.
   5. Monitoring the level of technical and technological services and continuously working on improving and enhancing their efficiency.
   6. Submitting necessary recommendations to the IT and Cybersecurity Governance Committee regarding the following matters:
      - Allocating the necessary resources and mechanisms required to fulfill the responsibilities of the IT and Cybersecurity Steering Committee.
      - Reporting any deviations that may negatively impact on the achievement of the Bank's strategic objectives.
      - Reporting any unacceptable risks related to information technology, information security, and information protection.
      - Submitting performance and compliance reports related to the overall framework for managing, controlling, and monitoring IT resources and projects.
   7. Providing the IT and Cybersecurity Governance Committee with the minutes of its meetings on an ongoing basis and obtaining acknowledgment of their review. The Head of Process Engineering Department shall act as the Committee Secretary.

References:

1. Corporate Governance Instructions No. (2/2023), dated 14/02/2023, issued by the Central Bank of Jordan.
2. IT Governance and Related Technology Management Instructions No. (65/2016), dated 25/10/2016, issued by the Central Bank of Jordan, and the subsequent circular No. (984/6/10), dated 21/01/2019, issued by the Central Bank of Jordan.
3. COBIT 2019 Framework – Introduction and Methodology, issued by the Information Systems Audit and Control Association (ISACA), United States of America.

10

Governance Report

A- Information and Details Related to the Implementation of These Instructions and Corporate Governance Rules in the Company:

- Jordan Commercial Bank is committed to complying with the provisions of the Companies Law, the Securities Commission regulations, and the Corporate Governance Instructions issued by the relevant regulatory authorities. Accordingly, the Bank ensures full adherence to corporate governance rules in an optimal manner.
- The current Board of Directors was elected on 29/04/2024 for a term of four years. The Bank has developed and adopted a Corporate Governance Manual and an Information Technology Governance and Management Manual, prepared in accordance with the Corporate Governance Instructions issued by the Central Bank of Jordan and the Corporate Governance Instructions for Listed Shareholding Companies issued by the Securities Commission. These manuals are regularly updated to remain aligned with applicable regulatory requirements. The Bank also maintains a Board Charter and an internal bylaws framework defining in detail the roles, responsibilities, and authorities of the Board. In addition, charters for all Board committees have been established in line with applicable instructions. Board and committee meetings are held in accordance with governing regulations.
- The Board of Directors consists of 11 members, including 4 independent members. The composition of the main Board Committees includes at least three members, the majority of whom are independent members.
- In compliance with the Corporate Governance Instructions for Listed Companies issued by the Securities Commission (2017), the Bank has prepared a Governance Report addressing its corporate governance practices and applications. This report includes the following information:

B- Names of Current and Resigned Board Members During the Year, Indicating Whether Each Member is Executive or Non-Executive and Independent or Non-Independent:

SN	Member's Name	Executive/ non-executive	Independent/ non-independent	Status
1	Mr. Michael Faiq Ibrahim Sayegh - 16/02/2004	Non-executive	Non-independent	Chairman of the Board of Directors/current
2	HE Mr. Ayman H. B. Majali - 16/02/2004	Non-executive	Non-independent	Vice-Chairman of the Board of Directors/current
3	Mr. Abdelnour Nayef Abdelnour Abdelnour - 09/07/2020	Non-executive	Non-independent	Member of the Board of Directors/current
4	Ms. Lina Najib Albakhit Aldababneh - 18/04/2022	Non-executive	Independent	Member of the Board of Directors/current
5	Mr. Osama O. A. Hamad - 11/06/2019	Non-executive	Independent	Member of the Board of Directors/current
6	Mr."MOHD JAMAL" Bisher Mustafa Anoubani - 2024/04/29	Non-executive	Independent	Member of the Board of Directors/current
7	Mr. Fa'eq M. F. Sayegh - 2024/04/29	Non-executive	Non-independent	Member of the Board of Directors/current
8	HE Mr. Omar Kheir Eddin Omar Maani - 2024/04/29	Non-executive	Independent	Member of the Board of Directors/current

C- Names of Representatives of Corporate Board Members, Indicating Whether Each Representative is Executive or Non-Executive and Independent or Non-Independent:

SN	Member's Name	Executive/ non-executive	Independent/ non-independent	Status
1	Social Security Corporation/ first seat - 10/05/2004 Represented by: Mr. Yahia Mohammad Oshub Obeidat	Non-executive	Non-independent	Board Member/current
2	Social Security Corporation/second seat - 25/10/2015 Represented by: Mr. Rami Adam Anaaz Titi	Non-executive	Non-independent	Member of the Board of Directors/current
3	First Jordan Investment Company - 20/4/2011 Represented by: Ms. Hania M. (H.I.)Al-Nabulsi	Non-executive	Non-independent	Member of the Board of Directors/current HE Ms. Hania Al-Nabulsi was appointed as a representative of First Jordan Investment Company PLC, effective 27/02/2025, pursuant to a no-objection letter issued by the Central Bank of Jordan (Letter No. 10/2/4075).

D- Executive Positions in the Bank and the Names of Their Holders

Members of Senior Executive Management		
SN	**Position title**	**Name**
1	Chief Executive Officer (CEO)	Mr. Caesar Hani Aziz Qulajen
2	Deputy CEO - Chief Operation Officer COO	Mr. Alaa "Mohammad Salim" Abdulghani Qahef
3	Deputy CEO- Chief Business Officer CBO	Mr. Rakan M. A. Al Tarawneh
4	AGM, Head of Credit	Mr. Mohammad Ali Mohammad Al-Quran
5	AGM, Head of Retail (Resigned as of 16/2/2025)	Mr. Salim Nayef Salim Sawalha
6	Chief Financial Officer, AGM Finance	Mr. Abdallah Mahfouz Theodore Kishek
7	AGM, Corporate & SMEs Banking (Resigned as of 30/3/2025)	Mr. Wael "Mohammad Yousef" Aref Rabieh
8	Executive Manager, Treasury and Investment	Mr. Anas Maher Radi Ayesh
9	Chief Information Officer*	Mr. Antonio Antonios Antoun Abdel Massih
10	Executive Manager, Financial Institutions Department	Mr. Sami Nimer Salem Al-Nabulsi
11	Head of Legal Department/BOD Secretary	Mr. Walid Khaled DaifAllah Al-Qheiwi
12	Corporate Communications Department Manager	Mr. Jamal Hussein Abtan Al -Raqqad
Managers of the Regulatory Departments**		
SN	**Position title**	**Name**
1	Compliance, AML & CFT Department Manager	Mr. Mahmoud Ibrahim Mahmoud Mahmoud
2	The General Auditor	Mr. Ajoud Sharafaldeen Ali ALRousan
3	Risk Department Manager	Ms. Nadia Fahed Fareed Kanan
Responsible of the Investors' Relations Unit		
SN	**Position title**	**Name**
-	Investor Relations Department Officer*	Mr. Haitham Amin Khaleel Hammouri

E- All Board Memberships Held by Board Members in Public Shareholding Companies:

SN	Member's Name	Membership in the board of directors of public shareholding companies
1	Mr. Michael Faiq Ibrahim Sayegh Date of Membership - 16/02/2004	Board Member, First Jordan Investment Company.
2	HE Mr. Ayman H. B. Majali Date of Membership - 16/02/2004	Chairman, First Jordan Investment Company Chairman, Al Quds Ready Mix PLC.
3	Mr. Abdelnour Nayef Abdelnour Abdelnour Date of Membership - 09/07/2020	Member, of the United Insurance Company from 3/2022 until now. Member, First Jordan Investment Company/Jordan.
4	Mr. Osama O. A. Hamad Date of Membership - 11/6/2019	He has no memberships in other public shareholding companies.
5	Ms. Lina Najib Albakhit Aldababneh Date of Membership - 18/04/2022	She has no memberships in other public shareholding companies.
6	Mr."MOHD JAMAL" Bisher Anoubani Date of Membership - 29/4/2024	He has no memberships in other public shareholding companies.
7	Mr. Fa'eq M. F. Sayegh Date of Membership - 29/4/2024	Board Member, First Jordan Investment Company.
8	HE Mr. Omar Kheir Eddin Omar Maani Date of Membership - 29/4/2024	He has no memberships in other public shareholding companies.

F- Governance Liaison Officer at the Bank: Mr. Mahmoud Ibrahim Mahmoud Mahmoud / Head of Compliance Monitoring and Anti-Money Laundering Department, who is assigned to follow up on corporate governance implementation matters within the Bank with the Securities Commission.

G- Names of Board Committees:

Audit Committee, Nomination and Remuneration Committee, Corporate Governance Committee, Risk Committee, Compliance Committee, Credit Facilities Committee, Strategic Planning Committee, IT and Cybersecurity Governance Committee.

H- Names of the Chairperson and Members of the Audit Committee and a brief overview of their qualifications and experience in financial or accounting matters.

SN	Member's Name	Position	A brief overview of qualifications and experience related to financial and accounting matters
1	Ms. Lina Najib Albakhit Aldababneh	The Chairperson of the Committee	1. Held the position of Business Sector Manager/Executive Vice President at Jordan Ahli Bank from 2018 until 31/07/2021. 2. Director of the Treasury, Investment and Financial Institutions Department/Executive Vice President at Jordan National Bank from 1998-2018. 3. Held the position of Treasury and Investment Department Manager at Invest Bank during the period (1990 - 1998). 4. Petra Bank, Treasury & Investments (1985-1989). 5. Held the position of Deputy Chairperson of Ahli Microfinance Co. 31/03/2022. 6. Held the position of Chairperson of Ahli Brokerage Co. 2010-2015. 7. Held the position of Board member of Ahli Microfinance Co. (2001 -2010). 8. Member of the Board of Directors at Modern Flour Mills & Macaroni Factory since 2004 till April 2024.
2	Mr. Yahia Mohammad Oshub Obeidat	Member	1. He joined the Social Security Investment Fund 19 years ago, and currently serves as the Head of the Tourism Portfolio Department in the Project Financing Directorate, a position he has held since 2018 to date. 2. Clief Financial Analyst/ Private Equity Dep. Projects Finance Directorate (2010 – 2018). 3. Financial Analyst, Financial Studies and Analysis Department – Project Finance Directorate (2008–2010). 4. Treasury Department Trader (2005 - 2008). 5. National Company for Investment in Infrastructure Projects Co. (from 16/8/2021 till 1/10/2023). 6. Board Member at Al Daman for investment and agricultural industries Co. (from 16/9/2020 till 15/8/2021). 7. Board Member at Saraya al Aqaba for real estate development Co. (from 23/4/2017 till 15/9/2020). 8. Chairman of the Board of Directors of AL Daman for Hotel Transportation Services Co. (from 10/10/2016 till 22/4/2017).
3	Mr."MOHD JAMAL" Bisher Mustafa Anoubani	Member	1. A certified financial and tax expert accredited by the judicial (economic) courts and courts of appeal in financial and tax-related cases. 2. Financial consultant specializing in corporate restructuring, contract analysis, and providing financial advisory services related to disputes arising between partners or between the company and third parties (such as banks, suppliers, and clients). 3. Execution of external and internal audit projects, management and supervision of multiple outsourcing service projects, feasibility studies, strategic planning, as well as project management, corporate restructuring, financial evaluation, and assistance in valuation projects locally, globally, and regionally. Expertise in developing internal and external financial control systems, financial verification and business valuation, tax consulting and planning, and serving as a certified trainer in finance and auditing. 4. Managing Partner at one of the world's leading financial advisory firms, with over 45 years of extensive experience across both public and private sectors, providing comprehensive and practical expertise in financial consulting and business advisory services. This expertise has also been enhanced through presentation skills and public relations, developed by delivering specialized consulting services. 5. The development of Anoubani Company's departments and services over the past years has led to the formation of Anoubani & Partners, a well-regarded provider of financial and management consulting services, not only in Jordan but also across the Middle East. We have successfully obtained accreditation with all active support programs in the Hashemite Kingdom of Jordan. 6. Engagement Partner – Anoubani & Ma'rouf Auditing Company LLC (Mutadeya), affiliated with Praxity, The Hashemite Kingdom of Jordan, from 2012-to date. 7. BDO (Jordan), a member firm of BDO International– Responsible Partner (1994–2011), Hashemite Kingdom of Jordan. 8. Coopers & Lybrand, later merged to become PricewaterhouseCoopers (PwC), from 1980 to 1993.

I- Names of the Chairpersons and Members of the Nomination and Remuneration Committee, the Corporate Governance Committee, the Risk Management Committee, and the Compliance Committee:

- Nominations and Remunerations Committee:

Member's Name	Position
Mr. Osama O. A. Hamad	The Chairman of the Committee
Mr. Michael Faiq Ibrahim Sayegh	Member
Ms. Lina Najib Albakhit Aldababneh	Member
Mr. Ayman H. B. Majali	Member
HE Mr. Omar Kheir Eddin Omar Maani	Member

- Corporate Governance Committee

Member's Name	Position
HE Mr. Ayman H. B. Majali	The Chairman of the Committee
Mr. Michael Faiq Ibrahim Sayegh	Member
Ms. Lina Najib Albakhit Aldababneh	Member
HE Mr. Omar Kheir Eddin Omar Maani	Member
Mr. Osama O. A. Hamad	Member

- Risk Committee

Member's Name	Position
Mr."MOHD JAMAL" Bisher Anoubani	The Chairman of the Committee
Mr. Abdelnour nayef Abdelnour Abdelnour	Member
Mr. Rami Adam Anaaz Titi	Member
Ms. Lina Najib Albakhit Aldababneh	Member
Mr. Osama O. A. Hamad	Member

- Compliance Committee

Member's Name	Position
Mr. Yahia Mohammad Oshub Obeidat	The Chairman of the Committee
Mr. Osama O. A. Hamad	Member
HE Mr. Ayman H. B. Majali	Member
Mr. Fa'eq M. F. Sayegh	Member
Ms. Hania M. (H.I.(Al-Nabulsi	Member as of 30/4/2025.

j- The number of meetings held by each committee during the year 2025, along with the attendance details of its members

1. Audit Committee: The Audit Committee held seven (7) meetings during the year. The attendance details for each meeting are as follows:

SN	Name	The first meeting 26/2/2025	The second meeting 30/4/2025	The third meeting 16/7/2025	The fourth meeting 30/7/2025	The fifth meeting** 4/08/2025	The Sixth meeting 29/10/2025	The seventh meeting 14/12/2025
1	Ms. Lina Najib Albakhit Aldababneh The Chairperson of the Committee	Attended	Attended	Attended	Attended	Attended	Attended*	Attended
2	Mr. Yahia Mohammad Oshub Obeidat Member	Attended	Attended	Attended	Attended	Attended	Attended	Attended
3	Mr."MOHD JAMAL" Bisher Anoubani Member	Attended	Attended	Attended	Attended	Attended	Attended	Attended

**The Committee meeting was held via video conference.
* A committee member attended the meeting via video conference.

2. Nominations and Remunerations Committee: The Nominations and Remunerations Committee held two (2) meetings during the year. The attendance details for each meeting are as follows:

SN	Name	The first meeting 12/02/2025	The second meeting** 19/06/2025
1	Mr. Osama O. A. Hamad - The Chairman of the committee	Attended	Attended
2	Mr. Michael Faiq Ibrahim Sayegh - Member	Attended	Attended
3	Ms. Lina Najib Albakhit Aldababneh - Member	Attended	Attended
4	HE Mr. Ayman H. B. Majali - Member	Attended	Attended
5	HE Mr. Omar Kheir Eddin Omar Maani - Member	Attended *	Attended

3. Corporate Governance Committee: The Corporate Governance Committee held two (2) meetings during the year. The attendance details for each meeting are as follows:

SN	Name	The first meeting 07/05/2025	The second meeting 13/11/2025
1	HE Mr. Ayman H. B. Majali - The Chairman of the committee	Attended	Attended
2	Mr. Michael Faiq Ibrahim Sayegh - Member	Attended	Attended
3	Ms. Lina Najib Albakhit Aldababneh - Member	Attended	Did not attend
4	Mr. Osama O. A. Hamad - Member	Attended	Attended
5	HE Mr. Omar Kheir Eddin Omar Maani - Member	Attended	Attended

4. Risk Committee: The Risk Committee held four (4) meetings during the year. The attendance details for each meeting are as follows:

SN	Name	The first meeting** 29/5/2025	The second meeting 30/06/2025	The third meeting** 04/08/2025	The fourth meeting 17/10/2025
1	Mr."MOHD JAMAL" Anoubani - The Chairman of the committee	Attended	Attended	Attended	Attended
2	Mr. Abdelnour Nayef Abdelnour Abdelnour - Member	Attended	Attended *	Attended	Attended
3	Mr. Rami Adam Anaaz Titi - Member	Attended	Did not attend	Attended	Attended
4	Ms. Lina Najib Albakhit Aldababneh - Member	Attended	Attended	Attended	Attended
5	Mr. Osama O. A. Hamad - Member	Did not attend	Attended	Attended	Attended

5. Compliance Committee: The Compliance Committee held four (4) meetings during the year. The attendance details for each meeting are as follows:

SN	Name	The first meeting 19/03/2025	The second meeting 09/07/2025	The third meeting 25/09/2025	The fourth meeting 17/12/2025
1	Mr. Yahia Mohammad Oshub Obeidat - The Chairman of the committee	Attended	Attended	Attended	Attended
2	Mr. Osama O. A. Hamad - Member	Attended *	Attended *	Attended	Attended
3	HE Mr. Ayman H. B. Majali - Member	Attended	Attended	Did not attend	Attended
4	Mr. Fa'eq M. F. Sayegh - Member	Attended	Attended	Attended	Attended
5	Ms. Hania M. (H.I.) Al-Nabulsi - Member as of 30/4/2025	–	Attended	Attended	Attended

6. Credit Facilities Committee: The Facilities Committee held four (4) meetings during the year. The attendance details for each meeting are as follows:

SN	Name	The first meeting 12/02/2025	The second meeting 30/4/2025	The third meeting 23/07/2025	The fourth meeting 29/10/2025
1	Mr. Michael Faiq Ibrahim Sayegh - The Chairman of the committee	Attended	Attended	Attended	Attended
2	Mr. Rami Adam Anaaz Titi - Member	Attended	Attended	Attended	Attended
3	HE Mr. Ayman H. B. Majali - Member	Attended	Attended	Attended	Attended
4	Mr. Fa'eq M. F. Sayegh - Member	Attended	Attended *	Attended *	Attended
5	Mr. Omar Maani - Member	Attended *	Attended *	Attended *	Attended

7. Strategic Planning Committee: The Strategic Planning Committee held one (1) meeting during the year. The attendance details for each meeting are as follows:

SN	Name	The first meeting 10/07/2025
1	Mr. Abdelnour Nayef Abdelnour Abdelnour - The Chairman of the committee	Attended
2	Mr."MOHD JAMAL" Bisher Anoubani - Member	Attended
3	Ms. Hania M. (H.I.(Al-Nabulsi - Member as of 30/04/2025.	Attended

8. IT and Cybersecurity Governance Committee: The IT and Cybersecurity Governance Committee held four (4) meetings during the year. The attendance details for each meeting are as follows:

SN	Name	The first meeting 19/03/2025	The second meeting 09/07/2025	The third meeting 08/10/2025	The fourth meeting** 24/12/2025
1	Mr. Fa'eq M. F. Sayegh - The Chairman of the committee	Attended	Attended	Attended	Attended
2	Mr. Abdelnour Nayef Abdelnour Abdelnour - Member	Attended	Attended	Attended	Attended
3	HE Mr. Omar Kheir Eddin Omar Maani - Member	Attended	Attended	Attended	Attended

K. The Audit Committee held five (5) meetings with the External Auditor during the year.

The Audit Committee also held one (1) meeting with the External Auditor during the year, without the presence of any Senior Executive Management members or their representatives.

I. The Board of Directors held seven (7) meetings during 2025, with the following members in attendance for each meeting:

SN	Name	The first meeting 09/01/2025	The second meeting 12/02/2025	The third meeting 26/02/2025	The fourth meeting 30/04/2025	The fifth meeting** 23/07/2025	The sixth meeting 30/07/2025	The seventh meeting 29/10/2025
1	Mr. Michael Faiq Ibrahim Sayegh Chairman of the Board of Directors	Attended	Attended	Attended	Attended	Attended	Attended	Attended
2	Mr. Ayman H. B. Majali - Vice-Chairman	Attended	Attended	Attended	Attended	Attended	Attended	Attended
3	First Jordan Investment Company, Ms. Hania M. (H.I. (Al-Nabulsi as of 27/02/2025, pursuant to Letter No. 10/2/4075.	–	–	–	Attended	Attended	Attended	Attended
4	Mr. Osama O. A. Hamad - Board Member	Attended *	Attended	Attended	Attended	Did not attend	Attended	Attended
5	The Social Security Corporation (the first seat) Representative Board Member: Mr. Yahia Mohammad Oshub Obeidat	Attended *	Attended	Attended	Attended	Attended	Attended	Attended
6	The Social Security Corporation (the second seat) Representative Board Member: HE Mr. Rami Adam Anaaz Titi	Attended *	Attended	Attended	Attended	Attended	Attended	Attended *
7	Mr. Abdelnour Abdelnour Board Member	Attended *	Attended	Attended	Attended	Attended	Attended	Attended
8	Ms. Lina Najib Albakhit Aldababneh Board Member	Did not attend	Attended	Attended	Attended	Attended	Attended	Attended *
9	Mr."MOHD JAMAL" Bisher Anoubani Board Member	Attended *	Attended	Attended	Attended	Attended	Attended	Attended
10	HE Mr. Omar Kheir Eddin Omar Maani Board Member	Did not attend	Attended *	Attended *	Attended *	Attended	Attended	Attended
11	Mr. Fa'eq M. F. Sayegh - Board Member	Attended *	Attended	Attended	Attended *	Attended *	Attended *	Attended

Chairman of the Board of Directors
Michael Sayegh



11

JCB Branches Addresses

11 Jordan Commercial Bank Branches Addresses

Jordan Branches				
SN	Branch	Address	Phone Number	Fax Number
1	Head Office	Al-Bayader - King Abdullah II Street	06 - 5203000	06 - 5664110
2	Main Branch-	Al-Bayader - King Abdullah II Street	06 - 5209000	06 - 5203086
3	Shmeisani	Amman - Al-Thaqafa Street - CSC Building	06 - 5209000	06 - 5621878
4	Jabal Amman	Jabal Amman - Prince Mohammad Street - Jordan Insurance Company Public Shareholding Building	06 -5209000	06 - 5621968
5	Commercial Complex	Housing Bank Complex - Queen Noor Street	06 - 5209000	06 - 5683657
6	Jabal Hussein	Jabal Al-Hussein - Jamal Al-Din Al-Afghani Street	06 - 5209000	06 - 4639519
7	Abdali Express	Abdali Al Jadid - Sheikh Rafiq Al-Hariri Street	06 - 5209000	06 - 5104797
8	Jordan Radio & TV Branch	Al-Sakhra Al-Musharafa Street – At the intersection with Prince Hassan Street - Sanad Madi Commercial Complex - Sanad (2)	06 - 5209000	06 - 4784692
9	Marka	Marka - King Abdullah I Street	06 - 5209000	06 - 4883665
10	Jubeiha	Jubeiha- Yajouz Street - Near Safeway	06 - 5209000	06 - 5356890
11	Fuheis	Fuheis - Hejaz Street	06 - 5209000	06 - 4720520
12	Wasfi Attal St.	Amman - Wasfi Al-Tal Street - Al-Abraj Al-Mihaniyah Building	06-5209000	06 - 5525676
13	Al Hashmi Express	Amman – Al Hashmi Al Shamali – Raghdan District – Al-Bat'ha Street – Abu Na'meh Commercial Complex	06 - 5209000	06 -5057595
14	Al Zarqa	Al Zarqa- Al-Saada Street	06 - 5209000	05 - 3993290
15	Madaba	Madaba - King Abdullah II Street	06 - 5209000	05 - 3246931
16	Karak	Karak - Al-Istiqlal Street (Main Amman Road) - Al-Wuroud Neighborhood - Al-Thaniya Intersection - Next to Al-Hijazin Station	06 - 5209000	03 - 2386967
17	Aqaba	Al-Wehdat Al-Sharqiya - Ibn Rushd Street	06 - 5209000	03 - 2014166
18	Al Salt	As-Salt - Al-Midan Street	06 - 5209000	05 - 3551561
19	Mua'di	Al-Aghwar - Deir Alla - Main Street	06-5209000	05 - 3571761
20	Irbid	Irbid – Al-Rawdah Area – Omar Al-Mukhtar Street (Al-Thalathin Street)	06 - 5209000	02 - 7259407
21	Hai Sharki Express	Irbid - Eastern District - Al-Hashimi Street	06 - 5209000	02 - 7251761
22	Ramtha	Ar-Ramtha - Municipality Building - Al-Wahda Al-Arabiya Street	06 - 5209000	02 - 7381857
23	Mafraq	Al Mafraq - Eastern District - Khaled Abu Samaqa Street	06 - 5209000	02 - 6236679
24	Russeifa	Zarqa - Russeifa - Northern Mountain - King Abdullah II Street	06 - 5209000	05 - 3751677
25	Dahyet AL Yasmin	Amman - Al-Yasmin District - Prince Hashim bin Al-Hussein Street	06 - 5209000	06 - 4393956
26	Dahyet Al Nakheel Express	Amman - Al-Nakheel District - Ali Salem Al-Lhiwat Street	06 - 5209000	06 - 5712596
27	Almadina Alryadiah	Amman - Sports City Area - Al-Shaheed Street	06 - 5209000	06 - 5154170
28	Um Uthina	Amman - Mecca Street - Al-Thawabet Building	06 - 5209000	06 - 5527439
29	Abu Al Sous Express	Amman - Wadi Al-Seer - Abu Al-Sous - Al-Sinaa Street	06 - 5209000	06 - 5811231
30	Marj Al-Hamam	Amman - Marj Al-Hamam - Mohammed Saeed Al-Abbadi Street - Building No. 89	06 - 5209000	06 -5716340
31	JODDB Branch	Amman - Jabal Amman - Third Dawar- Al-Sharif Hussein bin Ali Street - Building No. (16)	6 - 5209000	06-4611827
32	Tabarbour Express	Amman - Tabrbour - Tabrbour Street - Limar Complex	06 - 5209000	06-5065404
33	Abdoun Express	Amman - Abdoun - Muhammad Ali Jinnah Street - Opposite the Royal Jordanian Building	06 - 5209000	06-5920104
34	Shafa Badran Express	Amman - Shafa Badran - Al-Arab Street - Opposite the main gate of Applied Science University - Al-Shuwaikh Housing Towers Building	06 - 5209000	06 -5233834
35	New Zarqa Express	Zarqa - New Zarqa - Al-Karama Street - Building No. 77	06 - 5209000	05-3850474
36	Hai Janobi Express	Irbid - Southern Neighborhood - Hussein District - Al-Rabiya Area - Prince Mohammed Street - Building No. 2	06 - 5209000	02 -7101445
37	Ibn Sina University Express	Amman - Qastal - Queen Alia International Airport Street - Ibn Sina University for Medical Sciences - Admissions and Registration Building.	06 - 5209000	-
38	Sahab	Amman - Sahab - Sahab Entrance - near Al-Qabda Intersection - Awad and Halima Commercial Complex.	06 - 5209000	06-4024640
39	Hujrah Village Express	Amman – Al-Jeezah – Airport Road – Hujrah Tourist Village	06 - 5209000	-



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