

## PRESS RELEASE

Bucharest, April 25, 2024

### Decisions of the General Shareholders Assembly of BRD - Groupe Société Générale

BRD's General Ordinary and Extraordinary Shareholders Assembly took place on April 25, 2024, at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room). According to the convening notice, were entitled to participate and to vote the persons having the quality of shareholder on the reference date of April 12, 2024. At the OGSM meeting participated the shareholders representing 89.3130% of the share capital of the Bank, and at EGSM meeting participated the shareholders representing 89,3852 % of the share capital of the Bank.

The Ordinary General Shareholders Assembly approved:

- the individual and consolidated annual financial statements, prepared according to International Financial Reporting Standards, as adopted by the European Union, for the financial year ended as at December 31, 2023, accompanied by the Annual Board of Directors' Report at individual and consolidated level as well as by the financial auditor report;
- the executive officers' and non-executive directors' remuneration report for the financial year 2023;
- the Directors' discharge for the fiscal year 2023;
- the distribution as dividends of the amount of LEI 817,117,030, representing 50% from the financial result of 2023 (the gross dividend is of 1.17250 lei / share). The dividends will be paid on June 6, 2024 and the deferred payment date will be November 29, 2024. (*The shareholder Societe Generale SA's proposal*);
- the income and expenditure budget for 2024 and of the Business Plan for the fiscal year 2024;
- the executive officers' and non-executive directors' remuneration policy;
- the remuneration due to the directors for the fiscal year 2024, as well as of the general limits for the directors' remunerations and the officers' remunerations;
- the appointment of PricewaterhouseCoopers S.R.L., headquartered in Bucharest, District 1, Bd. Poligrafiei no. 1A, Ana Tower, floor 24/3, EUID ROONRC.J40/17223/1993, C.I.F. RO4282940, as financial auditor of the Bank for the financial years 2024 – 2026.

Also, the Ordinary General Shareholders Assembly approved the following decisions regarding the Bank's members of the Board of directors:

- the election of Mrs. Delphine Mireille GARCIN - MEUNIER as director, for a four-year mandate, subject to the National Bank of Romania's prior approval to start the fulfilment of her tasks, as per the legal provisions in force. The four-year mandate starts running beginning with the 3rd working day after the reception of the National Bank of Romania prior approval;
- the election of Mrs. Maria Koytcheva ROUSSEVA as director, for a four-year mandate, subject to the National Bank of Romania's prior approval to start the fulfilment of her tasks, as per the legal provisions in force. The four-year mandate starts running beginning with the 3rd working day after the reception of the National Bank of Romania prior approval;
- the election of Mr. Mathieu Jacques Paul Michel Mary VEDRENNE as director, for a four-year mandate, subject to the National Bank of Romania's prior approval to start the fulfilment of her tasks, as per the legal provisions in force. The four-year mandate starts running beginning with the 3rd working day after the reception of the National Bank of Romania prior approval;
- the renewal Mrs. Valerie Marcelle Paule VILLAFRANCA's mandate as director, for a four-year period, starting to July 13, 2024;

- the renewal Mr. Jean – Pierre Georges VIGROUX's mandate as director, for a four-year period, starting to May 30, 2024 (*The shareholder Societe Generale SA proposal.*);
- the designation of Mr. Jean – Pierre Georges VIGROUX as independent director. (*The shareholder Societe Generale SA proposal.*)

The Extraordinary General Shareholders Assembly had on its agenda and approved:

- maintaining the decisions approved by Decision no. 2 of the Extraordinary General Meeting of Shareholders no. 133 dated February 16th, 2023 on the issuance of Additional Tier 1 instruments and maintaining the decisions approved by Decision no. 3 of the Extraordinary General Meeting of Shareholders no. 133 dated February 16th, 2023 on mandating the Board of Directors to determine the specific terms and conditions of the Loans and to carry out all operations and/or procedures relating to the implementation of the decisions adopted by Decision no. 2 mentioned above.
- the modification of the Articles of incorporation of the bank according to the proposals in the annex to the convocation.

Also, the General Shareholders Assembly approved May 16, 2024, as ex-date and respectively, May 17, 2024, as registration date.

The annual report containing the financial statements as of 2023 approved by the General Shareholders Assembly was sent to the Financial Supervisory Authority - Financial Instruments and Investments Department and to the Bucharest Stock Exchange, according to the financial communication calendar published in the beginning of this year and is available to public and investors on the website of the bank: [www.brd.ro](http://www.brd.ro). Copies of the report can be obtained on demand and free of charge at BRD Groupe Société Générale headquarters, situated in 1-7 Ion Mihalache Boulevard, 1st district, Bucharest.