

No. 667354/16.06.2022

To: FINANCIAL SUPERVISORY AUTHORITY (FSA)
Financial instruments and investments sector
BUCHAREST STOCK EXCHANGE

Ref: Decision of EGSM held on 16 June 2022

Report date: 16.06.2022

Name of the issuer: PATRIA BANK SA

Headquarters: Bucharest, 42, Pipera Road, Globalworth Plaza Building, Floors 8 and 10

Phone / Fax No: 0800 410 310 / +40 372 007 732

Unique Registration Code with the Trade Register: RO 11447021

Order number in the Trade Register: J40/9252/2016

Subscribed and paid-in share capital: RON 327,881,437.60 lei

The regulated market where the instruments are traded: Bucharest Stock Exchange

Important events to be reported:

Extraordinary General Shareholders Meeting held on 16 June 2022

The Decision of the Extraordinary General Shareholders Meeting of Patria Bank SA dated June 16, 2022 is presented below.

General Manager
Burak Yildiran

Specialist, Capital Markets & Investors Relations Division
Remus Bogdan

RESOLUTION OF THE EXTRAORDINARY GENERAL SHAREHOLDERS MEETING OF**PATRIA BANK S.A.****No. 1 / 16.06.2022**

The Extraordinary General Shareholders Meeting of Patria Bank S.A. (the "**Assembly**"), company managed under unitary system, incorporated and operating under Romanian law with registered office in Bucharest, District 2, 42 Pipera Road, Globalworth Plaza building, floors 8 and 10, registered at the Trade Registry Office before Bucharest Court under no. J40/9252/2016, European Unique Identifier (EUID) ROONRC.J40/9252/2016, sole registration number 11447021, fiscal attribute RO, registered with Banking Register under no. PJR-32-045/15.07.1999, with a subscribed and paid up share capital of RON 327,881,437.60, (the "**Bank**"),

legally and statutory convened, in accordance with art. 113 și art. 117 from the Companies Law no. 31/1990, Law no. 24/2017 regarding on issuers of financial instruments and market operations, FSA Regulation no. 5/2018 on issuers of financial instruments and market operations and with art. 9 from the Bank's Articles of Association, by publishing the convening notice in the Official Gazette of Romania, Part IV no. 2058/16.05.2022 and in the newspaper „Bursa” from 16.05.2022, as well as by submitting the convening notice to the Bucharest Stock Exchange and to the Financial Supervisory Authority through the current report no 652124 dated 12.05.2022,

Legally and statutory met on **16.06.2022, at 10:00 hours**, within the first convening at Bank's registered office in **Bucharest, District 2, 42 Pipera Road, Globalworth Plaza building, 10th Floor** by personal presence or by proxy representation or correspondence voting of a number of 4 shareholders who own a number of 2,759,673,119 shares having voting rights attached, representing 90.97853% of the total voting rights, respectively 84.16680% from the Bank's share capital,

DECIDED

- 1 With a total number of 2,759,673,119 shares for which there have been expressed valid votes, respectively 2,759,673,119 voting rights validly expressed, representing 84.16680% of the share capital of the Bank and 90,97853% of the voting rights attached to the shares representing the share capital of the Bank, of which 2,759,673,119 votes "for" representing 100% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and 0 "abstentions" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly

APPROVAL OF

The secretary of the meeting: Mr. Georgian Eugen Constantin, shareholder in Patria Bank S.A. and in his absence Mr. Adrian Cojocar, shareholder in Patria Bank S.A.

- 2 With a total number of 2,759,673,119 shares for which there have been expressed valid votes, respectively 2,759,673,119 voting rights validly expressed, representing 84.16680% of the share capital of the Bank and 90,97853% of the voting rights attached to the shares representing the share capital of the Bank, of which 2,759,673,119 votes "for" representing 100% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and 0 "abstentions" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly

APPROVAL OF

The issuance by the Bank of unsecured, non-convertible, subordinated bonds in dematerialized form, in one or more issues, denominated in RON or EUR, with a total aggregate nominal value of EUR 5 Million ("Bonds"), with a fixed or variable interest rate and the empowerment of the Board of Directors for:

- (i) the determination of the issue currency for each Bond issue;**
- (ii) approval of the increase in the total nominal value of the issue (s) up to a maximum of EUR 15 Million, depending on market conditions;**
- (iii) approval of the type and interest rate for each issue;**
- (iv) approval of the maturity of the Bonds for each issue; and the nominal value of a Bond will be at least equal to EUR 50,000. If necessary, the aggregate value of the issue (s) may be less than EUR 5 Million. The bonds will be placed without drawing up an offer prospectus, based on one or more exceptions from the obligation to draw up a prospectus, provided by art. 1 para. 4 of EU Regulation 1129/2017, through one or more private placements, the Board of Directors being also empowered to approve the placement (s) structure, in compliance with the legal provisions and regulations on Tier II capital, established in accordance with the Romanian legislative framework in force ("Offer").**

- 3 With a total number of 2,759,673,119 shares for which there have been expressed valid votes, respectively 2,759,673,119 voting rights validly expressed, representing 84.16680% of the share capital of the Bank and 90,97853% of the voting rights attached to the shares representing the share capital of the Bank, of which 2,759,673,119 votes "for" representing 100% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and 0 "abstentions" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly

APPROVAL OF

The admission to trading of the Bonds on the regulated market operated by the Bucharest Stock Exchange, after successfully closing of the Offer (s), and the undertaking by the Bank of all required actions and formalities in this regard („Admission to Trading”).

- 4 With a total number of 2,759,673,119 shares for which there have been expressed valid votes, respectively 2,759,673,119 voting rights validly expressed, representing 84.16680% of the share capital of the Bank and 90,97853% of the voting rights attached to the shares representing the share capital of the Bank, of which 2,759,673,119 votes "for" representing 100% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and 0 "abstentions" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly

APPROVAL OF

The empowerment of the Board of Directors, with the possibility of sub delegation, depending on the case, in order to execute all operations and/or procedures regarding the implementation of operations for the issuance of Bonds, for example, but not limited to the following operations:

- (i) Establishing the period of the Offer, depending on the evolution of the conditions on the financial markets;**
- (ii) Determining the timing of the issue, the number of issues, the number of bonds to be issued in a placement, the face value of a bond, the currency of issue, the maturity, the interest payment interval (coupon), the method of placement;**
- (iii) Establishing the structure of the offer / offers through which the bonds will be issued**
- (iv) Establishing the intermediary or intermediaries of the Offer and of the Admission to Trading procedure;**
- (v) Establish the type and rate or method of calculating the interest related to the Bonds, taking into account the prevailing market conditions as it results from the Bookbuilding process and the consultation with intermediaries, to establish the final maturity of the Bonds, as well as the manner of repaying the Bonds;**
- (vi) Examine the opportunity and decide to increase the aggregate value of the Bond issue (s) up to a maximum total nominal value of EUR 15 Million, in accordance with point 2 above;**
- (vii) To issue any decision and to perform any legal acts and facts necessary, useful and / or opportune to carry out the EGMS decisions, including, but not limited to, negotiating, establishing and approving the terms and conditions of the Offer, respectively the number of Bonds, the interest rate of the Bonds, as well as other terms and conditions of the Bonds, the contractual conditions, the interest, the fees and charges, the guarantees, establishing the date of initiation of the procedures for issuing the Bonds and the subscription period, as well as the negotiation , approving and signing any documents related to the Offer and Admission to trading, negotiating and signing any contracts with the intermediary and any consultants, as well as fulfilling any necessary legal acts and facts, insofar as they comply with the EGMS decisions; and**
- (viii) To approve / negotiate any contracts and / or arrangements regarding the Bonds and / or the Offer and / or the Admission to trading or any other arrangements, including the presentation document Bonds, the prospectus for admission to trading, any contracts, certificates, statements, registers, notices, addendums and any other necessary acts and documents, to complete any formalities and to authorize and / or execute any other actions necessary to give full effect to the issuance of the Bonds and / or the Offer and / or Admission**

to trading (as the case may be) and to empower of the Bank representatives to sign any such documents, complete any such formalities and perform any such actions;

(ix) Establishing the successful condition of the Bonds issue;

The Board of Directors will have the competence to decide and fulfill absolutely any aspect regarding the implementation of the present EGMS decision, the above enumeration not being exhaustive.

- 5 With a total number of 2,759,673,119 shares for which there have been expressed valid votes, respectively 2,759,673,119 voting rights validly expressed, representing 84.16680% of the share capital of the Bank and 90,97853% of the voting rights attached to the shares representing the share capital of the Bank, of which 2,759,673,119 votes "for" representing 100% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and 0 "abstentions" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly

APPROVAL OF

Empowering any of the members of the Management Board to undertake all the legal formalities necessary for fulfilling all the publication requirements for the resolutions approved by the EGSM on June 16, 2022, as well as approval of the power of these members to appoint other persons in order to fulfil the formalities mentioned above.

- 6 With a total number of 2,759,673,119 shares for which there have been expressed valid votes, respectively 2,759,673,119 voting rights validly expressed, representing 84.16680% of the share capital of the Bank and 90,97853% of the voting rights attached to the shares representing the share capital of the Bank, of which 2,759,673,119 votes "for" representing 100% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and 0 "abstentions" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly

APPROVAL OF

Date of July 04, 2022 as Record Date for the purpose of identifying the shareholders upon which the resolution of the extraordinary meeting of shareholders, in accordance with the provisions of article 87(1) of Law no. 24/2017 regarding on issuers of financial instruments and market operations.

- 7 With a total number of 2,759,673,119 shares for which there have been expressed valid votes, respectively 2,759,673,119 voting rights validly expressed, representing 84.16680% of the share capital of the Bank and 90,97853% of the voting rights attached to the shares representing the share capital of the Bank, of which 2,759,673,119 votes "for" representing 100% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by

correspondence in the Assembly, 0 votes "against" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and 0 "abstentions" representing 0% of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly

APPROVAL OF

Date of July 01, 2022 as Ex date

This Resolution has been drawn up and signed in Bucharest, in 2 original copies, each having a number of 5 pages, today **16.06.2022**.

Chairman of the Meeting

Secretary of the Meeting

Daniela-Elena Iliescu

Adrian Cojocar