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To: FINANCIAL SUPERVISORY AUTHORITY (FSA)
Financial Instruments and Investments Sector
BUCHAREST STOCK EXCHANGE

Ref: Information document on the free-of-charge allocation of treasury shares under SOP Performance

CURRENT REPORT

Report date: 26.11.2026
Name of the issuer: PATRIA BANK S.A.
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: 11447021
Order number in the Trade Register: J2016009252405
Subscribed and paid-in share capital: RON 323,839,055.80
The regulated market where the instruments are traded: Bucharest Stock Exchange, Premium category

Important events to be reported:

Publication of the information document on the free-of-charge allocation of treasury shares to the Bank's key personnel under SOP Performance

Patria Bank S.A. (the "Bank") informs shareholders and investors that it has made available to the public the information document on the free-of-charge allocation of 3,798,821 treasury shares to members of the Executive Committee and other key employees of the Bank under the "SOP Performance" stock option plan, for the 2024 financial year. The document has been prepared pursuant to Article 1(4)(i) of Regulation (EU) 2017/1129 and is attached to this current report.

The allocated shares are treasury shares held by the Bank; the allocation therefore changes neither the share capital nor the total number of shares issued.

Further information is available at capital@patriabank.ro.

General Manager	Deputy General Manager
Valentin Vancea	Georgiana Stanciulescu

INFORMATION DOCUMENT

on the free-of-charge allocation of treasury shares to the key personnel of Patria Bank S.A. under the "SOP Performance" stock option plan, for the 2024 financial year

1. Introduction and legal basis

This information document (the "Document") is prepared and made available to the public by Patria Bank S.A., a joint-stock company with its registered office in Bucharest, 42 Pipera Road, Globalworth Plaza Building, Floors 8 and 10, District 2, registered with the Trade Register under no. J2016009252405, sole registration code 11447021, whose shares are admitted to trading on the regulated market operated by the Bucharest Stock Exchange ("BVB"), Premium category (the "Bank").

The Document concerns the free-of-charge allocation of the Bank's treasury shares to members of the Executive Committee and other key employees of the Bank under the "SOP Performance" stock option plan (the "Plan"), for the 2024 financial year. The Plan was approved by Board of Directors Decision no. 260 of 30.10.2025, under the authority granted by the Extraordinary General Meeting of Shareholders of 28.04.2025.

The Document is made available to the public pursuant to Article 1(4)(i) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (the "Prospectus Regulation").

The Document is not a prospectus within the meaning of the Prospectus Regulation and has not been approved by the Financial Supervisory Authority or by any other competent authority.

2. Number and nature of the securities

- **Nature of the securities:** ordinary, registered, dematerialised shares with a nominal value of RON 0.10 each, issued by the Bank, of the same class as the shares admitted to trading on the regulated market operated by BVB (symbol PBK, ISIN ROBACRACNOR6). The shares confer on their holders all the rights attached to shareholder status, including the right to vote in the general meeting of shareholders and the right to dividends, in accordance with the law and the Bank's articles of association, from the date on which the transfer is recorded in the shareholders' register kept by Depozitarul Central S.A. (the "Central Depository").
- **Origin of the shares:** treasury shares of the Bank, acquired through the partial buy-back of shares held by shareholders who exercised their withdrawal right following the merger between Banca Comercială Carpatica S.A. and Patria Bank S.A. (Article 134 of Companies Law no. 31/1990). The Bank holds 107,798,012 treasury shares, acquired in this partial buy-back process. No new shares are issued, and the share capital and the total number of shares issued (3,238,390,558) remain unchanged.
- **Total number of shares allocated:** 3,798,821 shares, representing 0.1173% of the share capital.
- **Number of shares per beneficiary:** the variable remuneration determined for the beneficiary under the Plan, divided by the volume-weighted average trading price of the Bank's shares on BVB in the period 06.08.2026 – 05.11.2026, of RON 0.1494 per share, rounded down to the nearest whole share.
- **Beneficiaries:** members of the Executive Committee and other key employees of the Bank.

3. Reasons for the allocation

The allocation represents the payment in shares of the variable remuneration linked to performance in the 2024 financial year. Through the Plan, the Bank aims to:

- foster a results-oriented organisational culture, by involving the members of the Executive Committee and key personnel in achieving the annual performance objectives;
- attract and motivate key personnel, who contribute to the sound operation and development of the Bank's business;
- diversify the incentives granted to key personnel;
- align the long-term interests of key personnel with those of the shareholders.

Although, under the applicable regulatory framework, the Bank is exempt from the requirement to pay a substantial portion of variable remuneration in shares, it has chosen to apply this form of remuneration voluntarily for key personnel.

Variable remuneration is determined on the basis of a combined assessment of individual performance, the performance of the business unit and that of the Bank, which includes financial and non-financial criteria and promotes prudent risk management. Bank-level indicators carry a weight of 70% for members of the Executive Committee, 60% for directors, 50% for managers and 40% for other employees, the remainder being allocated to individual indicators. For key personnel outside executive management, the bank-level indicators are return on equity, non-performing exposures, annual growth in total assets and in performing loans, the cost/income ratio and the net result. Payment is made only if the indicators are at least 80% achieved.

4. Details of the allocation

- **Issuer:** Patria Bank S.A.
- **Beneficiaries:** the persons referred to in section 2 who have concluded share acquisition agreements with the Bank under the Plan and meet the vesting conditions.
- **Corporate decisions:** resolution of the Extraordinary General Meeting of Shareholders of 28.04.2025; Board of Directors Decision no. 260 of 30.10.2025; Executive Committee Decision no. 1127 of 12.11.2026 and Board of Directors Decision no. 321 of 25.11.2026, on vesting, the use of the treasury shares, the reference price and the number of shares for each beneficiary.
- **Grant date and performance period:** 14.11.2025, for the 2024 financial year.
- **Vesting:** upon signing of the payment agreements, within 3 business days of the adoption of Board of Directors Decision no. 321 of 25.11.2026, more than one year after the grant.
- **Conditions:** achievement of the performance indicators, no sanctions imposed by the Bank or by authorities between grant and vesting, and conclusion of the payment agreement. Variable remuneration remains subject to the malus and clawback adjustments provided for in the Bank's remuneration policy.
- **Price:** the shares are allocated free of charge (RON 0 per share).
- **Transfer method:** direct transfer from the Bank's account to the beneficiaries' accounts in Section I of the shareholders' register, recorded by the Central Depository in accordance with Article 493 of the Central Depository Code, without an intermediary. The beneficiaries become shareholders on the date the transfer is recorded. The transfer costs are borne by the Bank.
- **Restrictions:** the shares are not subject to deferral, retention or lock-up. Beneficiaries who are persons discharging managerial responsibilities are subject to the obligations laid down in Article 19 of Regulation (EU) No 596/2014 on market abuse.
- **Governing law:** Romanian law; any disputes fall within the jurisdiction of the Romanian courts.