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## **THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS**

On February 16, 2023 , at 10:00 A.M., at BRD Tower, 1-7 Bd. Ion Mihalache, 1<sup>st</sup> district, Bucharest (1st floor, Auditorium Room) for all the shareholders registered with the Shareholders' Register by the end of February 3, 2023 (reference date)

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### **Decision draft:**

The Extraordinary General Meeting of the Shareholders approves to mandate the Board of Directors to establish the terms and conditions specific to the issuances of the Loans, and to perform all the operations and/or procedures regarding the implementation of the resolutions adopted under point 2 above, including but not limited to:

i. decide upon:

- a. the value of the issuance of additional tier 1 instruments, in the form of one or several loans
- b. the legislation governing the Loans and the jurisdiction of the issuances;
- c. the type and rate or calculation method of the interest in relation to the Loans
- d. all other terms and conditions of the issuance of additional tier 1 instruments that are not specifically mentioned above

ii. adopting all resolutions, approval of all documents and issuance of all statements which are necessary or recommendable for preparing and implementing the Loans, including the Loans agreements which will be drawn up in accordance with the applicable legislation and best practices and, submitted for approval, as the case may be, to relevant competent authorities

iii. approval of any updates/supplements/amendments in relation to the Loans agreements, if necessary, and submission for the approval if applicable to relevant competent authorities

iv. empowering one or several persons to fulfil the legally required formalities including the negotiation and the sign-off of the documents needed in relation to the Loans agreements;

### ***Legal basis***

- *Articles of Incorporation (article 29 letter o)*

**Board of Directors of BRD- Groupe Société Générale S.A.**