
THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

On April 24, 2025, at 10:00 A.M., at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room) for all the shareholders registered with the Shareholders' Register by the end of April 10, 2025 (reference date)

Decision draft:

Approval of the distribution as dividends of the amount of LEI 737,391,496 representing 50% from the financial result of 2024 (the gross dividend proposed is of 1.0581 lei / share). The dividends will be paid on May 22, 2025 and the deferred payment date will be November 28, 2025.

The dividends shall be paid to the shareholders as follows:

- **For the shareholders represented by Participants (Broker, Custodian Bank) – payments by bank transfer to Participants accounts on the payment date except for the shareholders that have opted for deferred payment date;**
- **For the shareholders that are not represented by Participants and who indicated to the Central Depository an account for receiving dividends - payments, by bank transfer, to shareholders accounts indicated to the Central Depository;**
- **For the shareholders that are not represented by Participants, having a bank account at BRD and who did not indicated to the Central Depository an account for receiving dividends - payments, by automatic bank transfer to this current account;**
- **For shareholders who are not in any of the situations listed above - cash payments (only for the individuals shareholders) or by bank transfer at bank offices, at the request of shareholders.**

It is proposed the distribution of financial result of 2024 as follows:

- The amount of LEI 737,391,496 as dividends, representing 50% from the 2024 annual result (the gross dividend proposed is of 1.0581 lei / share). The dividends will be paid on May 22, 2025 and the deferred payment date will be November 28, 2025.
- The amount of LEI 737,432,946 to be allocated to retained earnings (50% from 2024 financial result).

Justification of proposal:

Based on the capital position and the results of the capital planning, it is proposed a gross dividend per share of 1.0581 RON, corresponding to a pay-out ratio of 50% from 2024 financial result.

Current capital position of BRD comfortably covers all capital regulatory ratios: as of end of December 2024, CAR standalone stands at 27.3% (including the effect of the incorporation in own funds of 30% of H1 2024 profit, ie 203 MRON) and 26.6% at consolidated level. CAR ratios without the temporary quick fix effect are 22.8% at individual level and 22.4% at consolidated level.

Legal basis

Companies' Law no. 31/1990, republished, as further amended and completed;
Accounting Law no. 82/1991, republished, as further amended and completed.

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