

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

On April 27, 2023, 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 13, 2023 (reference date)

Decision draft:

The Ordinary General Meeting of the Shareholders approves the designation of Mr. Benoit Jean Marie OTTENWAELETER as independent director.

CONTEXT:

- The legal provisions regarding the criteria for establishing the independence of a director.
- Mr. Benoit Jean Marie OTTENWAELETER declared that he fulfills the independence criteria.
- Compliance with the eligibility criteria:
 - ✓ *He is a person with a vast managerial experience within Groupe Société Générale, over 35 years, in areas such as risk management, capital markets and treasury and in interaction with the international banking regulators.*
 - ✓ *Until June 2016, when he retired, Mr. Benoît Jean Marie Ottenwaelter held the position as Chief Risk Officer of the Group, Member of the Executive Committee at Societe Generale Group (2009 – June 2016).*
 - ✓ *During his career, he acquired a significant expertise in top management positions such as: Member of the Board of Directors of SOGECAP (since 2018), Independent Member of the Board of Directors of PJSC ROSBANK RUSSIE (2018 - 2022), Member of the Board of Directors of IEC (2014-2016), Censor of the Board of IEC (2010-2014), Member of the Board of Directors of Newedge (2009 -2010), Member of the Board of SG Foundation (2006-2009), member of the Board of Directors of SGEF (2005-2010), member of the Board of Directors of CGA (2005-2009), Deputy then Co-Head of the Corporates, Institutions and Advisory Division, Member of the Group Management Committee at Société Générale Corporate and Investment Banking Paris (2004 -2009), Head of Fixed Income, Currencies and Commodities Division on Société Générale Corporate and Investment Banking Paris (2001 - 2004), Deputy Head then Head of Treasury and Foreign Exchange on Société Générale Capital Markets Division Paris (1994 -2000), Chief Administrative and Financial Officer then Head of Derivatives Department on Société Générale Strauss Turnbull London (1990 -1994), Back-office manager on Société Générale Paris (1988 -1990).*
 - ✓ *Other positions occupied: Ministry Of Economy And Finance (1979 -1988), Professor of Statistics and Econometrics, Director of Graduate Studies on Ecole Nationale de la Statistique et de l'Administration Economique (1985 – 1988), Economic Forecaster on INSEE - French National Statistical Office (1981 – 1985), Researcher in Econometrics, Research Unit on INSEE - French National Statistical Office (1979 - 1981).*
 - ✓ *Since July 7, 2017, he is member of the BRD's Board of Directors.*
 - ✓ *He proves fully involvement and commitment in fulfilling his responsibilities in the Committees in which he was Chairman/member - Chairman of the Remuneration Committee since December 6, 2019 until May 6, 2020 and then, member until December 8, 2021 (including), Chairman of Risk Management Committee since December 11, 2020. Mr. Benoît Jean Marie OTTENWAELETER activity demonstrates his character and ability to act independently in the process of making the proposals and taking the decisions.*
 - ✓ *His professional experience and acquired expertise in the areas in which he activated such as risk management, capital markets, treasury and in interaction with the international banking regulators will bring an important contribution to the overall competence of Committees set up to support the Board of Directors activity.*

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