
THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS

On April 27, 2023, at 11:00 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:

Extraordinary General Meeting of the Shareholders approves the amendment of the Articles of Incorporation of the Bank, according to the Annex, as well as the delegation of power to Mr. Francois BLOCH, CEO of the Bank, to sign the Addendum to the Articles of Incorporation and the updated form of the Articles of Incorporation.

The amendments of the Articles of Incorporation of BRD consist in:

- updating the Bank's shareholding structure as at January 31, 2023 (paragraph 4 of articles 8);
- the Annex to the Articles of Incorporation of BRD - Groupe Société Générale SA, which includes the list of the members of the Board of Directors, is amended accordingly with the Decisions of the Ordinary General Shareholders Meeting called on April 27, 2023.

Annex: The amendments of the Articles of Incorporation of BRD

**Amendment of the Articles of Incorporation
of BRD-Groupe Société Générale S.A.**

1. *Paragraph 4 of article 8 is modified and rephrased and will read as follows:*

“The shareholding structure as at 31.01.2023 is the following:

1. **Société Générale S.A.**, headquartered at 29 Bd. Haussman, Paris, France, French juridical person, registered with the Register of Commerce and Companies in France under no. RCS Paris 55212022215342, holds 419,313,688 shares, i.e. 60.1683% of the share capital, namely RON 419,313,688;
2. **Fondul de Pensii Administrat Privat NN/NN Pensii S.A.F.P.A.P. S.A.**, headquartered in Str. Costache Negri, no. 1-5, Bucharest, Sector 5 Romania, holds 38,774,537 shares, i.e. 5.5638 %, namely RON 38,774,537;
3. **Fondul de Pensii Administrat Privat AZT Viitorul Tau** headquartered in Str. Buzești no. 82-94, Floor 12 (Partial), Cod 011017, Bucharest, Sector 1, holds 27,712,896 shares, i.e. 3.9766 %, namely RON 27,712,896;
4. **Societatea de Investiții Financiare Oltenia S.A.**, Craiova, Str. Tufănele, no.1, Bl. 313, jud. Dolj, a Romanian juridical person, holds 27,533,076 shares, i.e. 3.9508 %, of the share capital, namely RON 27,533,076;
5. **Fond de Pensii Administrat Privat Metropolitan Life** headquartered in Bld. Lascar Catargiu, No. 47-53, Floor 4, Bucharest, Sector 1, Romania, holds 22,530,465 shares, i.e. 3.2329 %, namely RON 22,530,465;
6. **Transilvania Investments Alliance S.A.**, headquartered in Brasov, str. Nicolae Iorga no. 2, jud. Brasov, a Romanian juridical person, holds 14,552,836 shares, i.e. 2.0882 %, of the share capital, namely RON 14,552,836;
7. **Societatea de Investiții Financiare Banat - Crișana S.A.**, headquartered in Arad, str. Calea Victoriei no. 33-35, jud. Arad, a Romanian juridical person, holds 13,615,497 shares, i.e. 1.9537 % of the share capital, namely RON 13,615,497;
8. **Fondul de Pensii Administrat Privat ARIPI**, headquartered in Bucharest, Place Charles De Gaulle No.15, Floor 6, sector 1, holds 9,764,848 shares, i.e. 1.4012 %, namely RON 9,764,848 lei;

9. **Fondul de Pensii Administrat Privat Vital/Aegon SAFPP**, headquartered in Village Floresti , Commune Floresti, Jud Cluj, Str.Avrám Iancu No. 506-508 Et.4, holds 9,611,594 shares, i.e. 1.3792 %, namely RON 9,611,594;
 10. **Fondul de Pensii Administrat Privat BCR**, headquartered in Calea Victoriei nr. 15, Podium,Aripa Sud - Sud Est, Sector 3, holds 7,530,282 shares, i.e., 1.0805%, namely RON 7,530,282;
 11. **Other shareholders juridical persons** own together a number of shares 67,359,547 i.e. 9.6657%, of the share capital, namely RON 67,359,547;
 12. **Other shareholders natural persons** own together a number of shares 38,602,252 i.e. 5.5391 %, of the share capital, namely RON 38,602,252.
2. *The Annex to the Articles of Incorporation of BRD - Groupe Société Générale SA which includes the list of the members of the Board of Directors, is amended accordingly with the Decisions of the Ordinary General Shareholders Meeting, on April 27, 2023.*