

### Dividend Policy

#### General dispositions

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The BRD - Groupe Société Générale S.A.'s Dividend policy (hereinafter referred to as „The Policy”) defines the principles, terms, conditions and dividends payment modality.

The Policy reconfirms the Board of Directors' commitment to offer the **Shareholders** the opportunity to achieve a return on the money invested and **the Bank** a sustainable development.

The Policy represents the current intention of the Board of Directors, considering the Bank's results, its development strategy and the shareholders' interests. This Policy may be revised in the future. The new Policy will become effective only after the fulfillment of the obligations of informing the stakeholders.

#### Principles

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The bank's shares are indivisible and confer equal rights to their holders.

Each share of the Bank, held by a shareholder at the registration date entitles the shareholder to dividends for the prior financial year, in the quantum and conditions established by the General Meeting of the Shareholders.

The dividends are paid to the Bank's shareholders proportionally to their quota in the share capital.

BRD is committed to maintaining a healthy Group CET1 ratio in excess of prevailing fully-loaded requirements and to returning capital to our shareholders.

#### Competence for approving the dividends payment

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Based on the Board of Directors' proposals, the Ordinary General Shareholders Meeting approves the dividends payment.

#### Percentage of net profit distributed as dividends

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Dividend proposals will reflect considerations including expected future capital requirements, growth opportunities available to the Group, net profit, and regulatory developments.

## **Right to dividends**

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The Decisions of the Ordinary General Shareholders Meeting regarding the dividends payment affect the shareholders registered in the Shareholders Register at the registration date approved by the Ordinary General Shareholders Meeting.

## **Dividends payment**

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The dividends will be paid through the Central Depository S.A. and BRD - Groupe Société Générale S.A. (Payment Agent).

The net dividends will be made in RON.

The Bank shall allow deferred payment of dividends, at some specified date in the future. The deferred payment date is approved by the Ordinary General Shareholders Meeting.

## **Dividends Payment Procedure**

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The Dividends payment procedure is made available to the shareholders, before the payment date, on the institutional website of: BRD, BSE and the Central Depository.

Pursuant to the laws in force, beneficiaries who do not claim their due dividends shall lose the right to do so 3 years after the date of issue of such dividends.

The dividend tax will be withheld at source and paid to the state budget, in accordance with the values provided by the law.

The commissions for the dividends payment shall be covered by BRD.

In order to be able to provide a proper information on request to the shareholders on the dividends payment, a dedicated team responds to the shareholders requests no matter of the communication channel (phone, by mail, electronic).

## **Final Dispositions**

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The Dividend Policy is published on the Bank's institutional website.