BRD

GROUPE SOCIETE GENERALE

THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS

On December 10, 2026, at 10:00 A.M.,at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (10 floor, 213-215 Room) for all the shareholders registered with the Shareholders' Register by the end of November 24, 2026 (reference date)

Decision draft:

The Extraordinary General Meeting of the Shareholders approves to authorise the Board of Directors, with the possibility of sub-delegation, as the case may be, without any fixed term or expiry date for the exercise of the powers delegated under this resolution:

(a) to issue any decision and to fulfil any necessary, useful and/or appropriate legal acts and facts for the fulfilment of this resolution, including, without limitation, negotiating, establishing and approving the type of Notes (including, to determine, in respect of each series of Notes, whether such series qualifies and is issued as green notes, having regard to market conditions and the Bank's funding and sustainability strategy at the relevant time), aggregate amount, tranches, currency, maturity, interest rate, and other final terms and conditions of the Notes, the contractual terms, drawing terms, early repayment terms, taxes and charges, guarantees, and ensuring the drafting and publication of the base prospectus and final terms, as well as negotiating, approving and signing any acts related to the Programme, the Offering, the Listing and each Issuance;

(b) to select and appoint any other financial institutions and other service providers involved in the Programme and in each issuance made thereunder, including, without limitation, other arrangers, dealers, the fiscal agent, paying agents, listing agents, process agents, auditors, legal counsels and other advisers;

(c) to negotiate, approve and sign the programme documents, including, but without being limited to, the fiscal agency agreement, any dealer agreements, subscription agreements and any other contracts and/or arrangements relating to the Programme, the Notes, the Offering, the Listing and/or each Issuance, including with dealers, the fiscal agent, auditors, legal counsel and other advisers, and any prospectuses, certificates, declarations, registers, notifications, addenda and any other necessary documents;

(d) to represent the Bank before any relevant third parties and authorities, including the Trade Registry, the National Bank of Romania, the Financial Supervisory Authority, the Luxembourg Stock Exchange, the Bucharest Stock Exchange, the Commission de Surveillance du Secteur Financier, Euroclear Bank SA/NV, Clearstream Banking S.A., the fiscal agent, notaries public and/or other relevant third parties, in connection with the Programme, the Offering, the Listing and each Issuance;

(e) to carry out or determine the completion of any actions and operations that the Board of Directors, in its discretion, considers necessary or desirable to implement and give full effect to the Programme, the Offering, the Listing and each Issuance, and the rights of the Bank thereunder and/or any related aspects; and

(f) to sign any documents, in the name and on behalf of the Bank, with full power and authority, to submit and request the publication of this resolution in the Official Gazette of Romania, Part IV, to collect any documents, and to perform any necessary formalities before the Trade Registry Office and any other authority, public institution, or legal or natural person, and to carry out any operations necessary to implement and ensure the enforceability of this resolution.

Context:

The terms of each issuance under the MTN Programme will be approved by the Board of Directors with the possibility of sub-delegation, as the case may be.

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