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## THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

On February 24, 2022, at 10:00 A.M., at BRD Tower, 1-7 Bd. Ion Mihalache, 1<sup>st</sup> district, Bucharest (1st floor, Auditorium Room) for all the shareholders registered with the Shareholders' Register by the end of February 10, 2022 (reference date)

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### **Decision draft:**

The Ordinary General Meeting of the Shareholders approves the distribution as dividends of the amount of LEI 1,683,992,828 from the retained profits of 2019 and 2020 (the gross dividend proposed is of 2.4164 lei /share), as an extraordinary payment. The dividends will be paid on April 4, 2022 and the deferred payment date will be November 29th, 2022.

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 as dividends of the amount of LEI 1,683,992,828 from the retained profits of 2019 and 2020, as an extraordinary payment.

The gross dividend proposed is of 2.4164 lei /share. The payout ratio proposed is of 70% of 2019 and 2020 profits (including the already distributed amount of LEI 52,197,924).

#### ***Legal basis***

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