

Bucharest, 22.03.2023

## COMPLEMENTING THE AGENDA OF

## THE SUMMONING OF THE EXTRAORDINARY GENERAL

**SHAREHOLDERS' MEETING** of First Bank S.A for 07.04.2023 and 08.04.2023, published in the Official Gazette no. 1059/06.03.2023 and Adevarul paper of 08.03.2023

The Board of Directors of First Bank S.A., with its registered office in Bucharest, 29-31Nicolae Titulescu Road, 1<sup>st</sup> District, registered with the Trade Register under no. J40/1441/1995, sole registration code 7025592 ("The Bank"),

Considering the request made by the majority shareholder JCF IV Tiger Holdings S.à r.l., representing 99.980513% of the share capital, pursuant to art. 117¹ of the Companies Law no. 31/1990 republished, with subsequent amendments and complements, regarding the introduction of new items on the Agenda of Extraordinary General Shareholders' Meeting of the Bank of 07.04.2023 at 12.00 p.m., at the aforementioned Bank's registered office, and reconvened for 08.04.2023, at 12.00 p.m, the same place, for all shareholders registered with the Shareholders' Register at the reference date of 29.03.2023.

Complements the agenda of the Extraordinary General Shareholders' Meeting with the following points:

- 1. The amendment of the composition of the Board of Directors, by reducing the number of the members of the Board of Directors from 9 to 7, following the termination of the mandates of two members of the Board of Directors, by resignation.
- 2. Amendment of the composition of the First Bank S.A.'s Board of Directors Audit Committee, due to termination of the mandate of one of the members.
- 3. The amendment of the Articles of Association of First Bank S.A., as follows:

Article 16.1. shall be modified and shall have the following content:

"Article 16 - Management body

16.1. The administration of the Bank is carried out by a BoD consisting of a total of seven persons (the members)."

Thus, the complemented agenda will be:



## The Extraordinary General Shareholders' Meeting Agenda

- **1.** Amendment of the Composition of the Board of Directors, by reducing the number of the members of the Board of Directors from 9 to 7, following the termination of the mandates of two members of the Board of Directors, by resignation.
- **2**. Amendment of the Composition of the Audit Committee of First Bank S.A.'s Board of Directors due to termination of the mandate of one of the members.
- **3.** The amendment of the Articles of Association of First Bank S.A., as follows:

Article 16.1. shall be modified and shall have the following content:

"Article 16 - Management body

16.1. The administration of the Bank is carried out by a BoD consisting of a total of seven persons (the members)."

Article 19.1. shall be modified and shall have the following content:

Art.19– The senior management

- 19.1. Current management of the Bank is undertaken by **five** Executive Managers, organized as the Executive Committee (ExCo), according to the responsibilities set by the law, the empowerments set by the present Articles of Association and the decisions and the delegation of authority set forth by the GMS and the BoD. The Executive Managers are:
- The President
- Four Vice-Presidents

The activity of the ExCo is coordinated by the President who is the Chairman of the ExCo and informs the BoD on the ExCo significant activities and decisions. The Executive Committee can nominate any of the Vice-Presidents to replace the Chairman during his absence."

All other provisions of the Articles of Association, remain unchanged.

**4**. The empowerment of Mr. Hendricus Charles Hubertus Paardekooper, President of First Bank S.A., to sign the Resolutions of the Extraordinary General Shareholders' Meeting, as well as any other documents necessary to secure the implementation of the Resolutions adopted.

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The documents subject to the approval of the Extraordinary General Shareholders' Meeting will be made available beginning with the date of publication of the present summoning and may be consulted at the headquarters, located at 29-31 Nicolae Titulescu Road, District 1, Bucharest,

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Romania, telephone + 4021.303.69.69, e-mail <u>office@firstbank.ro</u> between 9:00 am -5:30 p.m. Commencing with 29.03.2023, the special proxy forms shall also be made available, accessible in the same manner.

Additional information can be obtained at the headquarters of First Bank S.A. phone + 4021.303.69.69, or by e-mail office@firstbank.ro, between 9:00 a.m. and 5:30 p.m.

President of First Bank S.A. and member of the Board of Directors
Hendricus Charles Hubertus Paardekooper