

No. 965943/25.04.2024

**To:** FINANCIAL SUPERVISORY AUTHORITY (FSA)  
Financial instruments and investments sector  
BUCHAREST STOCK EXCHANGE

**Ref:** Resolutions of OGSM held on 25 April 2024

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**Report date:** 25.04.2024

**Name of the issuer:** PATRIA BANK SA

**Headquarters:** Bucharest, 42, Pipera Road, Globalworth Plaza Building, Floors 8 and 10

**Phone / Fax No:** 0800 410 310 / +40 372 007 732

**Unique Registration Code with the Trade Register:** RO 11447021

**Order number in the Trade Register:** J40/9252/2016

**Subscribed and paid-in share capital:** RON 327,881,437.60 lei

**The regulated market where the instruments are traded:** Bucharest Stock Exchange

### **Important events to be reported:**

#### **Ordinary General Shareholders Meeting held on 25 April 2024**

Patria Bank SA („**the Bank**”) informs investors that on 25.04.2024 took place the Ordinary General Shareholders Meeting („**the Meeting**”), during which with a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position, with regards to the following points on the Meeting's agenda:

1. Approval of the secretary of the meeting, Mrs Daniela Arcadia Hinescu, shareholder of Patria Bank S.A., and in her absence Mr Georgian Eugen Constantin, shareholder of Patria Bank S.A.
2. Approval of Individual and consolidated annual financial statements as of 31.12.2023, prepared in accordance with the International Financial Reporting Standards, accompanied by the Annual Reports of the Board of Directors and the Report of the financial auditor.
3. Approval of the proposal for the distribution of the net profit realised in 2023, in the amount of LEI 23,153,732.69, as follows: the allocation of the amount of LEI 1,507,189.54 for legal reserves and LEI 21,646,543.15 in retained earnings.
4. Approval of the discharge of the Bank's Directors for the financial year 2023.
5. Approval of the Incomes and Expenditures Budget for 2023 and the Activity Programme for the financial year 2024.
6. Approval of the individual remuneration due to the members of the Board of Directors for the financial year 2024, respectively maintaining it at the level set in 2023.
7. Approval of the Remuneration report for the financial year 2023.

8. Approval of the Remuneration Policy for Management April 2024 edition.
9. Approval of the renewal of the mandate of Mrs. Iliescu Daniela Elena as Director for a period of 4 years starting from 27.04.2024.
10. Approval of the renewal of the mandate of Mr Manda Dragoș-Horia as Director for a period of 4 years starting from 27.04.2024.
11. Approval of the renewal of the mandate of Mr Merfea Bogdan as Director for a period of 4 years starting from 27.04.2024.
12. Approval of empowering any of the members of the Management Committee to carry out the legal formalities required to fulfil the conditions for the publicity of the resolutions adopted by the OGSM on April 25, 2024, as well as granting them the right to appoint another person to carry out the aforementioned formalities.
13. Approval of Date of May 16, 2024 as *Record Date* for identification of the shareholders whom the effects of the resolution of the OGSM will be passed, in accordance with the provisions of article 87(1) of Law No. 24/2017 regarding on issuers of financial instruments and market operations.
14. Approval of Date of May 15, 2024 as *Ex date*.

The Resolution of Patria Bank's Ordinary General Shareholders Meeting held on 25.04.2024 is available below.

General Manager  
Valentin Vancea

Director, Capital Markets and Investor Relations Division  
Razvan Pasol

**RESOLUTION OF THE ORDINARY GENERAL SHAREHOLDERS MEETING OF****PATRIA BANK S.A.****No. 1 / 25.04.2024**

The Ordinary General Shareholders Meeting of Patria Bank S.A. (the "**Assembly**"), company managed under unitary system, incorporated and operating under Romanian law with registered office in Bucharest, District 2, 42 Pipera Road, Globalworth Plaza building, floors 8 and 10, registered at the Trade Registry Office before Bucharest Court under no. J40/9252/2016, European Unique Identifier (EUID) ROONRC.J40/9252/2016, sole registration number 11447021, fiscal attribute RO, registered with Banking Register under no. PJR-32-045/15.07.1999, with a subscribed and paid up share capital of RON 327,881,437.60, (the "**Bank**"),

legally and statutory convened, in accordance with art. 111 și art. 117 from the Companies Law no. 31/1990, Law no. 24/2017 regarding on issuers of financial instruments and market operations, FSA Regulation no. 5/2018 on issuers of financial instruments and market operations and with art. 9 from the Bank's Articles of Association, by publishing the convening notice in the Official Gazette of Romania, Part IV no. 1468/25.03.2024 and in the newspaper "Adevărul" from 25.03.2024, as well as by submitting the convening notice to the Bucharest Stock Exchange and to the Financial Supervisory Authority through the current report no 952231 dated 21.03.2024,

Legally and statutory met on **25.04.2024, at 10:00 hours**, within the first convening at Bank's registered office in **Bucharest, District 2, 42 Pipera Road, Globalworth Plaza building, 10<sup>th</sup> Floor** by personal presence or by proxy representation or correspondence voting of a number of 2 shareholders who own a number of 2,755,937,215 shares having voting rights attached, representing 90.85537 % of the total voting rights, respectively 84.05286 % from the Bank's share capital,

**DECIDED**

- 1** With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present,

representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

APPROVAL OF

**The secretary of the meeting, Mrs Daniela Arcadia Hinescu, shareholder of Patria Bank S.A., and in her absence Mr Georgian Eugen Constantin, shareholder of Patria Bank S.A.**

- 2 With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

APPROVAL OF

**Individual and consolidated annual financial statements as of 31.12.2023, prepared in accordance with the International Financial Reporting Standards, accompanied by the Annual Reports of the Board of Directors and the Report of the financial auditor.**

- 3 With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

APPROVAL OF

**The proposal for the distribution of the net profit realised in 2023, in the amount of LEI 23,153,732.69, as follows: the allocation of the amount of LEI 1,507,189.54 for legal reserves and LEI 21,646,543.15 in retained earnings.**

- 4 With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present,

representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

APPROVAL OF

**The discharge of the Bank's Directors for the financial year 2023.**

- 5 With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

APPROVAL OF

**The Incomes and Expenditures Budget for 2023 and the Activity Programme for the financial year 2024.**

- 6 With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

APPROVAL OF

**The individual remuneration due to the members of the Board of Directors for the financial year 2024, respectively maintaining it at the level set in 2023.**

- 7 With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position.

## APPROVAL OF

**The remuneration report for the financial year 2023.**

- 8 With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

## APPROVAL OF

**The Remuneration Policy for Management April 2024 edition.**

- 9 With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

## APPROVAL OF

**The renewal of the mandate of Mrs. Iliescu Daniela Elena as Director for a period of 4 years starting from 27.04.2024.**

- 10 With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

## APPROVAL OF

**The renewal of the mandate of Mr Manda Dragoş-Horia as Director for a period of 4 years starting from 27.04.2024.**

- 11 With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

APPROVAL OF

**The renewal of the mandate of Mr Merfea Bogdan as Director for a period of 4 years starting from 27.04.2024.**

- 12 With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

APPROVAL OF

**Empowering any of the members of the Management Committee to carry out the legal formalities required to fulfil the conditions for the publicity of the resolutions adopted by the OGSM on April 25, 2024, as well as granting them the right to appoint another person to carry out the aforementioned formalities.**

- 13 With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

APPROVAL OF

**Date of May 16, 2024 as *Record Date* for identification of the shareholders whom the effects of the resolution of the OGSM will be passed, in accordance with the provisions of article 87(1) of Law No. 24/2017 regarding on issuers of financial instruments and market operations.**

- 14** With a total number of 2,755,937,215 shares for which there have been expressed valid votes, respectively 2,755,937,215 voting rights validly expressed, representing 84.05286 % of the share capital of the Bank and 90.85537 % of the voting rights attached to the shares representing the share capital of the Bank, of which 2,755,937,215 votes "for" representing 100 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly, 0 votes "against" representing 0 % of the total number of votes expressed by the shareholders present, representatives or persons who have voted by correspondence in the Assembly and a number of 0 votes were recorded as not expressed by the adoption of the "abstain" position

APPROVAL OF

**Date of May 15, 2024 as *Ex date*.**

This Resolution has been drawn up and signed in Bucharest, in 2 original copies, each having a number of 6 pages, today **25.04.2024**.

**Chairman of the Meeting**

**Daniela-Elena Iliescu**

**Secretary of the Meeting**

**Daniela Arcadia Hinescu**