Banca Comercială Română S.A.
Societate administrată în sistem dualist
www.bcr.ro

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Înmatriculată la Registrul Comerţului: J40/90/1991
Înmatriculată la Registrul Instituţiilor de Credit: Nr. RB-PJR-40-008/18.02.1999

Cod Unic de Înregistrare: RO 361757
Capital Social: 1.625.341.625,40 lei
SWIFT: RNCB RO BU

No. DLGPA-GS – 59875/30.04.2025

RESOLUTION No. 3/30.04.2025
adopted by the Ordinary General Shareholders Meeting
of Banca Comerciala Romana SA

The Ordinary General Shareholders Meeting of Banca Comerciala Romana SA (BCR SA), convened on 30.04.2025, at 16.00 according to the provisions of art. 111 letter a), letter c), letter d) and art. 117 of Law no. 31/1990, republished, amended and completed, and of art. 11.2 letter a), letter c), letter d), art. 12 and art. 14.1 letter c) of BCR SA Charter, exclusively through correspondence,

being legally constituted with the exercise of the vote through the correspondence of shareholders representing 99,8913% of BCR SA share capital, which secures the validity of the debates, according to art. 112 of Law no. 31/1990, republished, amended and completed and of art. 15.1, letter a) of BCR SA Charter,

decides, by expressing the voting options through correspondence, according to the votes counting minutes, the manner of using the net profit related to the financial year 2024, in amount of RON 2,781,752,492 as follows:

- approves, with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, the distribution of the amount of RON 39,706,150 for "other reserves";

- distribution of the dividends in amount of RON 1,390,876,246 as follows:
  - With the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, the distribution of the ordinary dividends in amount of RON 1,280,845,846 is approved,
  - With the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, is approved the distribution of the AT1 dividends in amount of RON 110,030,400

- approves, with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, the distribution of the amount of RON 1,351,170,096 as "reported result", which will be used in accordance with the bank's business strategy;

- approves, with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, the payment of AT1 dividends in compliance with the provisions of the contract, on 28.05.2025;

- with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, the payment of ordinary dividends for the year 2024 until 28.05.2025 as proposed, is approved,

- approves, with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, to maintain the inclusion in the Basic Tier 1 Own Funds of the retained earnings, other accumulated earnings, other reserves and funds for general banking risks in compliance with the provisions of Regulation 575/2013 up to any other decisions of the GSM;

- approves, with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, to continue in 2025 also to apply for the fiscal facility related to the reinvested profit with the consequence that the investment value from the net profit will have to be mandatorily allocated to "other reserves" category from the total bank's equity.

CEO

SERGIU CRISTIAN MANEA

Secretaries of the Ordinary General Shareholders Meeting

Catalina Voicu

Luminita Tiganas