

No. 537431/14.09.2021

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

Ref: Convening of Patria Bank SA Extraordinary General Meeting of Shareholders for October 18, 2021

Report date: 14.09.2021

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 311,533,057.50

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

Important events to be reported:

Convening of Patria Bank SA Extraordinary General Meeting of Shareholders for October 18, 2021

Patria Bank SA informs that by the Board of Directors Decision no. 179 dated 13.09.2021 the following decisions were taken

The Convening of the Extraordinary General Shareholders Meeting ("EGSM") of Patria Bank SA on October 18, 2021, 10:00 hours, at the Bank registered office in Bucharest, District 2, 42 Pipera Road, Globalworth Plaza Building, floor 10, for all the shareholders registered with the Depozitarul Central S.A. as of **October 08, 2021**, set as the **Reference date** for the EGSM, having the following agenda:

1. Election of the secretary of the meeting, with the following proposals: Mr. Georgian Eugen Constantin, shareholder in Patria Bank S.A. and in his absence, Mr. Adrian Cojocar, shareholder in Patria Bank S.A..
2. The share capital increase of the Bank with the amount of maximum RON 19,730,000, from RON 311,533,057.50 to maximum of RON 331,263,057.50 by issuing, without issuance premium, a number of 197,300,000 new, nominative, ordinary, dematerialized shares, each having a nominal value of 0.1 RON/share. The share capital increase is made, according to article 89 of Law no. 24/2017 regarding on issuers of financial instruments and market operations, through: **i)** conversion, up to RON 14,925,000 (representing the RON equivalent of the amount of EUR 3.000.000 at the estimated exchange rate of 4.9750 RON/EUR which will be updated with the NBR exchange rate on the date of subscription) of the subordinated loan granted to the Bank by EFAF Financial Services BV on December 18, 2018 and through **ii)** additional cash contribution, with rendering the preference right for all Bank's shareholders, registered in the register of the Bank's shareholders as of the Record Date ("**Share Capital Increase**").
3. The conversion of the Patria Bank S.A.'s debt towards EFAF Financial Services BV, up to RON 14,925,000 (representing the RON equivalent of the amount of EUR 3,000,000 at the estimated exchange rate of 4.9750 RON/EUR which will be updated with the NBR's rate on the day of subscription), arising from the subordinated loan agreement dated December

18, 2018, as subsequently amended, in the amount of EUR 3,000,000, into nominative shares of Patria Bank S.A. as part of Share Capital Increase.

4. The Share Capital Increase is made in order to sustain the development plans of the Bank, through offering newly shares, issued within the Share Capital Increase to all shareholders of Patria Bank S.A. registered in the shareholders registry of the Bank on the Record Date. Each shareholder registered in the shareholders registry as of the Record Date holds a number of preference rights equal to the number of shares held as of the Record Date and will be entitled to subscribe new shares based on its preference right, proportionally with the number of the shares owned, respectively 15.7898 preference rights for subscribing a new share. The applicable rounding algorithm is at the lower whole according to the provisions of art. 91 para (4) of the Law no. 24/2017 regarding on issuers of financial instruments and market operations. The issuance price for one newly issued share subscribed as a result of exercising the preference right by the shareholders registered in the shareholders registry of the Bank as of the Record Date will be 0.1 RON/share, respectively will be equal to the nominal value of a share.
5. The period for exercising the preference right will be one month starting from the date set out in the prospectus which shall be prepared for the Share Capital Increase. The preference rights are not tradable.
6. The Board of Directors is empowered to undertake any measure which is necessary for implementing the resolution regarding the Share Capital Increase, including, but not limited to:
 - (i) Selecting an intermediary and signing the related agreement for the intermediation of share capital increase;
 - (ii) Contracting any other services needed for the implementation of the Share Capital Increase, such as drafting up the prospectus drawn up for the exercise of the preference right, signing the prospectus, carrying out the effective increase of Share Capital Increase and any other operation needed for executing the present EGSM Resolution;
 - (iii) a) cancelling the unsubscribed shares or b) offering the unsubscribed shares to the Bank's shareholders who have subscribed all the shares available for subscription, inside the exercise of the right of preference period, followed by the cancelling of the unsubscribed shares in this phase;
 - (iv) Adopting all decisions which are necessary for the implementation of the resolution regarding the Share Capital Increase;
 - (v) Amending art. 4 from the articles of association of the Bank in accordance with the results of the share capital increase.
7. Approval of the use by transfer to the Retained Earnings of the General Reserve for credit risk in the amount of RON 3,425,628.60 and of the Reserve representing the fund for general banking risks in the amount of RON 11,875,181.87 to partially cover historical losses recorded in the balance as at 31.12.2020, for the financial years 2017 and respectively 2018, which include losses from loans and from the balance sheet items that represent risk-bearing assets specific to the banking activity and which exceed the balance of reserves for banking risks amounting to RON 15,300,810.47.
8. Approval of empowering any of the members of the Management Board to undertake all the legal formalities necessary for fulfilling all the publication requirements for the resolutions approved by the EGSM on **October 18, 2021** or **October 19, 2021**, as well as approval of the power of these members to appoint other persons in order to fulfil the formalities mentioned above.
9. According to Article 2, paragraph 2, letter f), h), l) and Article 176 from ASF Regulation no. 5/2018 on issuers of financial instruments and market operations, approving:
 - 9.1. Date of **November 03, 2021** as *Record Date* for the purpose of identifying the shareholders upon which the resolution of the ordinary meeting of shareholders, in accordance with the provisions of article 87 (1) of Law no. 24/2017 regarding on issuers of financial instruments and market operations.
 - 9.2. Date of **November 02, 2021** as *Ex date*.

9.3. Date of **November 04, 2021** as *Payment Date*, according to the provisions of Article 178, paragraph (4) of FSA Regulation no. 5/2018 regarding the issuers of and the operations with securities

Only persons registered as shareholders at the reference date of **October 08, 2021** ("**Reference Date**") in the Bank's shareholders' registry kept with Depozitarul Central S.A. are entitled to participate and vote in the EGSM.

General Manager
Burak Yildiran

Director, Capital Markets and Investor Relations
Razvan Pasol

CONVENING NOTICE

The Board of Directors of PATRIA BANK S.A., a joint stock company managed under a unitary system, incorporated and operating in accordance with Romanian law, registered with the Trade Registry Office attached to the Bucharest Tribunal under number J40/9252/2016, fiscal identification code RO 11447021, having its registered office in Bucharest, District 2, 42 Pipera Road, Globalworth Plaza building, floors 8 and 10, postal code 020112 with a subscribed and paid up share capital of RON 311.533.057,50 and the registered number in the Banking Register PJR-32-045/15.07.1999 (the "**Bank**" or "**Patria Bank**"), in accordance with the provisions of article 117 of Companies Law no. 31/1990, Law no. 24/2017 regarding on issuers of financial instruments and market operations ("**Law 24/2017**"), FSA Regulation no. 5/2018 on issuers of financial instruments and market operations ("**R5/2018**"), and of article 9 of the Bank's Articles of Association,

Convenes:

THE EXTRAORDINARY GENERAL SHAREHOLDERS MEETING ("EGSM")

on **October 18, 2021, 10:00 hours**, at the Bank registered office in Bucharest, District 2, 42 Pipera Road, Globalworth Plaza Building, floor 10, for all the shareholders registered with the Depozitarul Central S.A. as of **October 08, 2021**, set as the **Reference date** for the EGSM, having the following agenda:

10. Election of the secretary of the meeting, with the following proposals: Mr. Georgian Eugen Constantin, shareholder in Patria Bank S.A. and in his absence, Mr. Adrian Cojocar, shareholder in Patria Bank S.A..
11. The share capital increase of the Bank with the amount of maximum RON 19,730,000, from RON 311,533,057.50 to maximum of RON 331,263,057.50 by issuing, without issuance premium, a number of 197,300,000 new, nominative, ordinary, dematerialized shares, each having a nominal value of 0.1 RON/share. The share capital increase is made, according to article 89 of Law no. 24/2017 regarding on issuers of financial instruments and market operations, through: **i)** conversion, up to RON 14,925,000

(representing the RON equivalent of the amount of EUR 3.000.000 at the estimated exchange rate of 4.9750 RON/EUR which will be updated with the NBR exchange rate on the date of subscription) of the subordinated loan granted to the Bank by EEAF Financial Services BV on December 18, 2018 and through **ii)** additional cash contribution, with rendering the preference right for all Bank's shareholders, registered in the register of the Bank's shareholders as of the Record Date ("**Share Capital Increase**").

12. The conversion of the Patria Bank S.A.'s debt towards EEAF Financial Services BV, up to RON 14,925,000 (representing the RON equivalent of the amount of EUR 3,000,000 at the estimated exchange rate of 4.9750 RON/EUR which will be updated with the NBR's rate on the day of subscription), arising from the subordinated loan agreement dated December 18, 2018, as subsequently amended, in the amount of EUR 3,000,000, into nominative shares of Patria Bank S.A. as part of Share Capital Increase.
13. The Share Capital Increase is made in order to sustain the development plans of the Bank, through offering newly shares, issued within the Share Capital Increase to all shareholders of Patria Bank S.A. registered in the shareholders registry of the Bank on the Record Date. Each shareholder registered in the shareholders registry as of the Record Date holds a number of preference rights equal to the number of shares held as of the Record Date and will be entitled to subscribe new shares based on its preference right, proportionally with the number of the shares owned, respectively 15.7898 preference rights for subscribing a new share. The applicable rounding algorithm is at the lower whole according to the provisions of art. 91 para (4) of the Law no. 24/2017 regarding on issuers of financial instruments and market operations. The issuance price for one newly issued share subscribed as a result of exercising the preference right by the shareholders registered in the shareholders registry of the Bank as of the Record Date will be 0.1 RON/share, respectively will be equal to the nominal value of a share.
14. The period for exercising the preference right will be one month starting from the date set out in the prospectus which shall be prepared for the Share Capital Increase. The preference rights are not tradable.
15. The Board of Directors is empowered to undertake any measure which is necessary for implementing the resolution regarding the Share Capital Increase, including, but not limited to:

(vi) Selecting an intermediary and signing the related agreement for the intermediation of share capital increase;

- (vii) Contracting any other services needed for the implementation of the Share Capital Increase, such as drafting up the prospectus drawn up for the exercise of the preference right, signing the prospectus, carrying out the effective increase of Share Capital Increase and any other operation needed for executing the present EGSM Resolution;
 - (viii) a) cancelling the unsubscribed shares or b) offering the unsubscribed shares to the Bank's shareholders who have subscribed all the shares available for subscription, inside the exercise of the right of preference period, followed by the cancelling of the unsubscribed shares in this phase;
 - (ix) Adopting all decisions which are necessary for the implementation of the resolution regarding the Share Capital Increase;
 - (x) Amending art. 4 from the articles of association of the Bank in accordance with the results of the share capital increase.
16. Approval of the use by transfer to the Retained Earnings of the General Reserve for credit risk in the amount of RON 3,425,628.60 and of the Reserve representing the fund for general banking risks in the amount of RON 11,875,181.87 to partially cover historical losses recorded in the balance as at 31.12.2020, for the financial years 2017 and respectively 2018, which include losses from loans and from the balance sheet items that represent risk-bearing assets specific to the banking activity and which exceed the balance of reserves for banking risks amounting to RON 15,300,810.47.
17. Approval of empowering any of the members of the Management Board to undertake all the legal formalities necessary for fulfilling all the publication requirements for the resolutions approved by the EGSM on **October 18, 2021** or **October 19, 2021**, as well as approval of the power of these members to appoint other persons in order to fulfil the formalities mentioned above.
18. According to Article 2, paragraph 2, letter f), h), l) and Article 176 from ASF Regulation no. 5/2018 on issuers of financial instruments and market operations, approving:
- 18.1. Date of **November 03, 2021** as *Record Date* for the purpose of identifying the shareholders upon which the resolution of the ordinary meeting of shareholders, in accordance with the provisions of article 87 (1) of Law no. 24/2017 regarding on issuers of financial instruments and market operations.
 - 18.2. Date of **November 02, 2021** as *Ex date*.

18.3. Date of **November 04, 2021** as *Payment Date*, according to the provisions of Article 178, paragraph (4) of FSA Regulation no. 5/2018 regarding the issuers of and the operations with securities

Only persons registered as shareholders at the reference date of **October 08, 2021** ("**Reference Date**") in the Bank's shareholders' registry kept with Depozitarul Central S.A. are entitled to participate and vote in the EGSM.

Important information about the situation caused by COVID-19 pandemic

Given the current situation caused by COVID-19 pandemic, the preventive measures taken by Romanian authorities such as gatherings of persons restrictions and any other preventive measures that may be taken by them, in order to protect its shareholders and other participants at EGSM, the Bank expressly recommends to its shareholders to use electronic means/remote interactions regarding EGSM, in compliance with the terms and conditions provided in the Convener, such as:

- (a) Accessing the materials related to EGSM, in electronic format, avoiding, as far as it is possible, their transmission on paper support by mail, courier services or personal pick-up from the Bank's premises. All materials related to the points on the EGSM agenda will be available on the website of the Bank (www.patriabank.ro, About Patria/Investors/ General Shareholders Meetings//Convening notice and decisions of general shareholders meetings section), according to those mentioned in Convener;
- (b) Transmission by shareholders by e-mail, using the qualified electronic signature, according to Regulation (EU) no. 910/2014 on electronic identification and trust services for electronic transactions in the internal market and repealing Directive 1999/93/EC ("**eIDAS**"), to the address capital@patriabank.ro, according to those mentioned in Convener, insofar as it is possible, as an alternative to sending by mail, courier services or personal to the Bank's premises, proposals for the introduction of new items on the agenda or, as the case, draft of the resolution for the items included or proposed to be included on the agenda and the questions related to EGSM;
- (c) Transmission by shareholders by e-mail, using the qualified electronic signature, as per eIDAS, according to those described in the present Convener, of general proxy or, as the case may be, of special proxy, avoiding, insofar as it is possible, of their transmission

on paper support by mail, courier services or personal submitting at the Bank's premises;

- (d) Voting by correspondence and, preferably, by e-mail, using the qualified electronic signature, as per eIDAS, according to those mentioned in the present Convener, avoiding, insofar as it is possible, of their transmission on paper support by mail, courier services or personal submitting at the Bank's premises;

Also, the Bank informs the shareholders, related to EGSM, the following:

- (a) The Bank will have the possibility to apply the measures and restrictions in force at the date of EGSM, regarding the limitation of the number of participants to events held indoor, depending to the express decisions taken by the authorities;
- (b) **We draw attention that participation in public events/meetings held indoor, under the conditions imposed by the authorities at the time, exposes participants to possible contamination with COVID-19, and the Bank and or its management and or directors of the Bank cannot be held liable for such risk.**

Shareholders' proposals in respect to the general shareholders meeting

One or several shareholders, individually or jointly representing at least 5% of the Bank's share capital (hereinafter referred to as the "**Initiators**") are entitled:

- (a) to add new items on the agenda of the EGSM, provided that each item is accompanied by a justification or by a draft of resolution proposed to be adopted by the EGSM; and
- (b) to present drafts of resolutions for items included or proposed to be included in the agenda of the EGSM.

Initiators' proposals regarding the inclusion of new items on the agenda, as well as the draft resolutions for the items proposed to be included on the agenda of the EGSM, accompanied by copy of the valid identification documents of the **Initiator** (in case of natural persons – identity bulletin/card and in case of legal persons - identity bulletin/card of the legal representative registered in the Bank's shareholders' list issued by Depozitarul Central S.A.), may be transmitted as follows:

- a) submitted at the registered office of the Bank in Bucharest, district 2, 42 Pipera Road, Globalworth Plaza building, floor 10, by **October 01, 2021**, until the Bank's closing **hour 17:30**, in sealed envelope, being clearly inscribed with upper case letters **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"**.
- b) sent to the registered office of the Bank in Bucharest, district 2, 42 Pipera Road, Globalworth Plaza building, floor 10, through any courier with recorded delivery, so that to be registered to the Bank registered office until **October 01, 2021**, until the Bank's closing, **hour 17:30**, in sealed envelope, being clearly inscribed with upper case letters **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"**.
- c) sent by e-mail having attached an qualified electronic signature, as per eIDAS, by **October 01, 2021**, until the Bank's closing **hour 17:30**, at capital@patriabank.ro, having **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"** in the subject line.

The agenda completed with the items proposed by the above-mentioned shareholders will be published in compliance with the requirements provided by law and by the articles of association for the convening of the OGMS/EGMS, no later than **October 05, 2021**.

Questions related to the general shareholders meeting

The Bank's shareholders, regardless of their participation to the share capital, may address questions in writing in relation to the items included in the agenda of the EGSM, accompanied by a copy of the valid identification document of the shareholder (in case of natural persons, identity bulletin/card and in case of legal persons, identity bulletin/card of the legal representative registered in the list of Bank's shareholders issued by Depozitarul Central S.A.) to the registered office of the Bank in Bucharest, district 2, 42 Pipera Road, Globalworth Plaza building, floor 10, by **October 12, 2021**, until the Bank's closing **hour 17:30**, in sealed envelope, being clearly inscribed with upper case letters **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"**.

The shareholders may sent questions to the registered office of the Bank in Bucharest, district 2, 42 Pipera Road, Globalworth Plaza building, floor 10, through any courier with recorded delivery, so that to be registered to the Bank registered office by **October 12, 2021**, until the Bank's closing **hour 17:30**, in sealed envelope, being clearly inscribed with upper case letters **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"**.

The shareholders may address such questions also by e-mail with qualified electronic signature, as per eIDAS, accompanied by a copy of the valid identification document of the shareholder (in case of natural persons, identity bulletin/card and, in case of legal persons, identity bulletin/card of the legal representative registered in the list of Bank's shareholders issued by Depozitarul Central S.A.) by **October 12, 2021**, until the Bank's closing **hour 17:30**, at capital@patriabank.ro, having "**FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021**" in the subject line.

The right to ask questions and the Bank's obligation to respond may be made conditional on the protection of the confidentiality and interests of the Bank.

Attending the general shareholders meeting

The access of the shareholders registered in the shareholders registry as at the Reference Date and entitled to attend the GSM is permitted based on simple proof of their identity, made, (i) in case of natural persons, with the identity document or, (ii) in case of legal persons, with the identity document of the legal representative, and (iii) in case of legal person and natural person attending the meeting by means of a representative, with the proxy given to the natural person representing such shareholders, in compliance with the relevant applicable legislation.

Shareholders who, as at the *Reference Date*, are registered in the shareholders registry of the Bank, kept by Depozitarul Central S.A. may attend the EGSM in person or by proxy, each shareholder having the right to appoint another natural or legal person as representative for participating and voting on his behalf in the EGSM, in accordance with the provisions of art. 105 alin. (11) - (16) of Law no. 24/2017.

When participating by proxy, shareholders shall appoint representatives by special proxies, prepared in accordance with the sample of special proxy provided to the shareholders by the Bank, both in Romanian and in English, or by a general proxy granted under the conditions presented below.

General and special proxy

The general proxy is valid only if: (i) it is granted for a period not exceeding 3 years, unless the parties have expressly provided for a longer period, (ii) it expressly enables the representative of the shareholder who granted such proxy to vote on all issues under debate in the general meetings of Bank's shareholders, including acts of disposal and (iii) it is given by the

shareholder, acting in capacity of customer, to an intermediary, as defined by art. 2 par. (1) point 19 of Law 24/2017, or to a lawyer. Shareholders of the Bank shall not be represented in the EGSM based on a general proxy given to a person who is subject to a conflict of interest that may arise in particular in the following cases:

- a) is a majority shareholder of Bank, or other entity controlled by such shareholder;
- b) is a member of an administrative, management or supervisory body of the Bank, of a majority shareholder or of a controlled entity as provided in section a) above;
- c) is an employee or an auditor of the Bank or of a majority shareholder or of a controlled entity as provided in section a) above;
- d) is a spouse or relative up to the fourth degree inclusively of one of the natural persons referred to in sections a) to c) above.

The general proxy shall contain at least the following information:

- 1. the name of the shareholder;
- 2. name of the representative (to whom the proxy is granted);
- 3. date of proxy and its period of validity, in compliance with the law; proxies bearing a later date have the effect of revoking previously dated proxies;
- 4. indication that the shareholder empowers the representative to attend and vote on his behalf by general proxy in the general shareholders meeting for the entire holding of the shareholder at the Reference Date, expressly specifying the company/companies for which the general proxy is to be used. The validity of general proxy ceases in accordance with par. 2 of article 202 of FSA Regulation no. 5/2018.

According to par. (4) of article 200 of FSA Regulation no. 5/2018 a shareholder may appoint a single person to represent him in the EGSM. However, if a shareholder holds shares of the Bank in several securities accounts, this restriction shall not prevent that shareholder to appoint a distinctive representative for shares held in each securities account with respect to a specific general meeting. Nonetheless, the shareholder is forbidden to express different votes in respect of the shares held by him in the share capital of the Bank.

The special proxies shall contain specific voting instructions for each item on the agenda of the EGSM and the representative shall have the obligation to vote in accordance with the instructions of the shareholder who appointed him. If there are discussions during EGSM, according to the legal provisions, on items not included on the agenda, the representative may

cast the ballot regarding these items in accordance with the interest of the represented shareholder.

A special proxy is valid exclusively for the meeting for which it was requested.

Moreover, according to article 200, par. 5 of FSA Regulation no. 5/2018 a shareholder may appoint one or several alternate representatives by special proxy to ensure that shareholder's representation in the EGSM in case the representative appointed by special proxy is unable to fulfill its mandate. If several alternate representatives are appointed by proxy, the order in which they are to exercise their mandate shall be set.

In accordance with the provisions of article 105, para (11) of Law no. 24/2017, in case a shareholder is represented by a credit institution that provides custody services, he may vote in EGSM based on the voting instructions received by means of electronic communication, without being necessary the drafting of a special or general proxy by the shareholder. The custodian votes in EGSM exclusively according to and within the limits of the instructions received by the

shareholder clients on the *Reference Date*. To this end, the representative of the custodian will provide evidence that the shareholder is the customer of the custodian and that the representative was appointed by the custodian to represent the shareholder in EGSM.

In case of the special proxy, an original copy, filled in English or Romanian language and signed by the shareholder, accompanied by a copy of the identity document of that shareholder (in case of natural persons – bulletin/identity card, and respectively for legal persons – bulletin/identity card of the legal representative registered in the list of Bank shareholders issued by Depozitarul Central S.A.), shall be submitted to the Bank's registered office in Bucharest, district 2, 42 Pipera Road, Globalworth Plaza building, floors 10, according to article 11.2. of the Articles of Association - 2 working days before the general meeting - respectively by **October 13, 2021**, until the Bank's closing **hour 17:30**, in sealed envelope, clearly inscribed with upper case letters "**FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021**" and the representative shall carry with him an original copy of his special proxy in the EGSM.

The special proxy may be sent to the registered office of the Bank in Bucharest, district 2, 42 Pipera Road, Globalworth Plaza building, floors 10, through any courier with recorded delivery, so that to be registered to the Bank registered office, according to article 11.2 of the Articles of Association – 2 working days before the general meeting - respectively until **October 13, 2021**, until the Bank's closing **hour 17:30**, in sealed envelope, clearly inscribed

with upper case letters **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"**.

The special proxy may be sent also by e-mail with qualified electronic signature, as per eIDAS, accompanied by valid identification documents, within the dead line provided by article. 11.2 of article of association of the Bank, namely by **October 13, 2021**, until the Bank's closing **hour 17:30**, to the e-mail address capital@patriabank.ro, with the following text **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"** mentioned in the subject line.

In case of the general proxy, before it is first used, a copy of the general proxy certified under signature by the representative as true copy of the original, accompanied by a copy of the identity document of the shareholder (in case of natural persons – bulletin/identity card, and respectively for legal persons – bulletin/identity card of the legal representative recorded on the list of Bank shareholders issued by Depozitarul Central S.A.) and a written sworn statement of the intermediary or the attorney as set out below, shall be submitted to the Bank's registered office in Bucharest, district 2, 42 Pipera Road, Globalworth Plaza building, floors 10, within the dead line provided by article. 11.2 of article of association of the Bank - at least 2 working days before the general meeting, namely by **October 13, 2021**, until the Bank's closing **hour 17:30**, in sealed envelope, clearly inscribed with upper case letters **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"** and the representative shall carry with him an original copy of the general proxy in the EGSM.

The general proxy may be delivered to the registered office in Bucharest, district 2, 42 Pipera Road, Globalworth Plaza building, floor 10, in sealed envelope, using any form of delivery with acknowledgement of receipt, clearly inscribed and upper case letters **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"**, so that its receipt may be recorded by the Bank's registry within the dead line provided by article. 11.2 of Article of Association of the Bank - at least 2 working days before the general meeting- namely by **October 13, 2021**, until the Bank's closing **hour 17:30**.

The general proxy may be sent also by e-mail having an qualified electronic signature, as per eIDAS, accompanied by valid identification documents, within the dead line provided by article. 11.2 of article of association of the Bank, namely by **October 13, 2021**, until the Bank's closing **hour 17:30**, to the e-mail address capital@patriabank.ro, with the following text **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"** mentioned in the subject line.

Certified copies of the general proxies shall be kept by the Bank, this being mentioned in the minutes of the EGSM.

The person who was given a general or a special proxy may not be substituted by another person unless this right was expressly given by the shareholder in the proxy. In case the proxy is a legal person, it can exercise its mandate through any person who is a member of its management or executive body or through its employees.

Shareholders may appoint and revoke their representative by electronic means of data transmission, the revocation being effective and binding to the Bank if it is received by the Bank until the time limit for submitting/sending proxies.

If the person representing in person the shareholder in the EGSM is different from the person who voted by correspondence, then for the former's vote to be valid, the representative shall present the EGSM with a written revocation of the vote by correspondence, signed by the shareholder or by the representative who expressed the vote by correspondence. This is not necessary if the shareholder or his legal representative is present at the EGSM.

Special provisions regarding the general proxy

The Bank shall accept a general proxy to participate and vote in the EGSM given by a shareholder, in capacity of customer, to an intermediary as defined in art. 2 par. (1) pt. 19 of Law no. 24/2017, as amended and supplemented, or to a lawyer, without requesting additional documents relating to such shareholder, if the general proxy complies with FSA Regulation no. 5/2018, is signed by the relevant shareholder and accompanied by an affidavit given by the legal representative of the intermediary or by the lawyer who received a general proxy, affidavit affirming that:

- (i) authorization is granted by such shareholder, in capacity of customer, to his intermediary or, where appropriate, to his lawyer;
- (ii) general proxy is signed by the shareholder, including the attachment of extended electronic signature, if necessary.

The affidavit referred to above shall be submitted to the issuer in original, signed and, without further formalities related to its form. The affidavit is submitted to the Bank together with the general proxy, in the terms and conditions set out above.

Vote by correspondence

The Bank's shareholders registered, as at the *Reference Date*, in the registry of shareholders of the Bank kept by Depozitarul Central S.A. have the opportunity to vote by correspondence using the ballot papers for vote by correspondence made available to shareholders by the Bank, both in Romanian and in English language.

The vote by correspondence may be cast by a representative only if that representative has received from the shareholder whom he represents a special/general proxy, which shall be submitted with the Bank in accordance with the provisions above mentioned.

When voting by correspondence, the ballot paper, filled in Romanian or English language and signed, together with a copy of the identity document of the shareholder (in case of natural persons – bulletin/identity card, and respectively for legal persons – bulletin/identity card of the legal representative, registered in the list of Bank shareholders issued by Depozitarul Central S.A.), can be delivered as follows:

- a) delivered to the registered office in Bucharest, district 2, 42 Pipera Road, Globalworth Plaza building, floor 10, in sealed envelope, clearly inscribed and upper case letters **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"**, by **October 13, 2021**, until the Bank's closing **hour 17:30**, at the latest.
- b) send to the registered office in Bucharest, district 2, 42 Pipera Road, Globalworth Plaza building, floor 10, using any form of delivery with acknowledgement of receipt, so that its receipt may be recorded by the Bank's registry, in sealed envelope, clearly inscribed and upper case letters **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"**, by **October 13, 2021**, until the Bank's closing hour 17:30.
- c) sent via e-mail with qualified electronic signature, as per eIDAS, by **October 13, 2021**, until the Bank's closing hour 17:30, to the e-mail address capital@patriabank.ro, with the following text **"FOR THE GENERAL MEETING OF SHAREHOLDERS OF October 18/19, 2021"** mentioned in the subject line.

Other provisions regarding EGSM

In case of shareholders who are legal persons or entities without legal personality, the capacity of legal representative is established based on the list of shareholders valid as at the Reference Date, received from Depozitarul Central. Documents certifying the capacity of legal representative, drafted in any foreign language other than the English language, shall be accompanied by a translation made by a sworn translator into Romanian or English language.

The issuer shall not require legalization or apostille for documents certifying the capacity of legal representative of a shareholder.

In all above described cases when a reference is made to a shareholder's representative registered in the list of shareholders issued by Depozitarul Central, if that respective representative is not registered as such in the records of Depozitarul Central, a confirmation of company details issued by the Trade Register, or any other equivalent document, in original or copy certified for conformity with the original, issued by any qualified authority of the state in which the shareholder is legally registered and which certifies the capacity of legal representative, shall be sent for the identification of the representative of the shareholder who is a legal person, and shall not be older than 3 months before the date when the convening notice for the EGSM is published.

Any failure to send the special proxies/ballots for correspondence voting by the above mentioned dates is sanctioned by loss of the right to vote by proxy/by correspondence in the EGSM. The special proxies/ballots for correspondence voting which do not contain at least the details enclosed in the sample forms made available by the Bank, shall not be binding to the Bank, and the general proxies which do not contain the minimum information required by legal provisions shall not be binding to the Bank either.

If on **October 18, 2021** (date of the first convening of EGSM) the legal and statutory requirements of validity for holding the EGSM are not met, the respective EGSM is convened on **October 19, 2021 (date of the second convening)** in the same location, at the same time, and having the same agenda.

The documents concerning the points included on the agenda of the EGSM, this convening notice, the total number of shares and the voting rights existing at the date of the call, as well as the drafts of the EGSM decisions, the special proxies and the ballots for correspondence voting in the EGSM shall be made available to the shareholders, in Romanian and in English language, **starting with September 17, 2021**, at the Bank's registered office, and shall be also made available on the website of the Bank (www.patriabank.ro, **About Patria/Investors/General Shareholders Meetings/ Convening notice and decisions of general shareholders meetings** section).

As at the date of the convening, the registered share capital of the Bank is represented by 3,115,330,575 nominative shares, each share giving the right to one vote, except for a number of 245,490,909 shares for which the voting rights have been suspended by the National Bank

of Romania; thus, the total number of voting rights at the date of the convening is of 2,869,839,666 voting rights.

The draft resolutions proposed by shareholders shall be posted on the website of the Bank as soon as possible, after being received by the Bank.

Additional information can be obtained from the email address capital@patriabank.ro and from the website of the Bank www.patriabank.ro.

President of the Board of Directors

Dragos Horia Manda

PATRIA BANK S.A.