

To: Bucharest Stock Exchange (BSE)
The Financial Supervisory Authority (FSA) – Financial Investments and Instruments
Sector

CURRENT REPORT according to FSA Regulation no. 5/2018 on issuers and operations with securities

**DECISION NO. 1
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF RAIFFEISEN BANK S.A.
30.04.2026**

The Ordinary General Meeting of Shareholders of Raiffeisen Bank S.A., statutorily and legally constituted, meeting on 30.04.2026, validly deliberating in the presence of shareholders representing 99.95% of the share capital, taking into discussion items 1, 2, 3, 5 and 6 on the agenda,

With the open vote of the shareholders representing 100% of the total number of voting rights expressed by the attending or represented shareholders at the meeting,

Adopt the hereunder

DECISION

1. Approves the separate and consolidated financial statements of the bank, related to the financial year 2025 and prepared in compliance with the International Financial Reporting Standards, based on the Annual Report of the Management Board and of the Financial Auditor of the bank, as presented.

2. Approves the distribution of the accounting net profit, in amount of **RON 1,744,821,714.03** as resulted subsequent to computing the profit tax, as follows:
 - dividend distribution in total amount of **RON 873,600,000**, which is the equivalent of gross dividend in amount of **RON 72,800 /share**; dividend distribution will be operated according to the methodology proposed by the Management Board in the Report on the proposal of net profit distribution related to the financial year 2025, presented to the Shareholders Ordinary General Meeting;
 - including in the retained earnings of the remaining amount of **RON 871,221,714.03**.
3. Approves the payment of the dividends due, calculated according to the legal provisions in force, starting with 05.05.2026.
4. Approves the Report of the Supervisory Board for the financial year 2025.
5. Approves the activity of the Management Board, as well as the discharge of the members of the Management Board for the financial year 2025.
6. Mandates the following persons:
 - Mr. Zdenek Romanek, President of Raiffeisen Bank S.A. Management Board;
 - Mr. Cristian-Marius Sporis, Vice-president;
 - Mr. Iancu-Mircea Busuioceanu, Vice-president;
 - Mr. Nicolae-Bogdan Popa, Vice-president;
 - Mr. Mihail-Catalin Ion, Vice-president;
 - Mrs. Alina Rus, Vice-president;
 - Mr. Ionut-Octavian Patrahau, Vice-president;

to carry out all the necessary legal formalities, including to empower third parties, in order to fulfill the conditions for publicity of this decision adopted by the Ordinary General Meeting of Shareholders of Raiffeisen Bank S.A. and its implementation.

In order to fulfill the granted mandate, the persons mentioned above will be able to act together or separately.

Mihail Ion
Vicepresident of Raiffeisen Bank S.A. Management Board

DECISION NO. 2
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF RAIFFEISEN BANK S.A.
30.04.2026

The Ordinary General Meeting of Shareholders of Raiffeisen Bank S.A., statutorily and legally constituted, meeting on 30.04.2026, validly deliberating in the presence of shareholders representing 99.95% of the share capital, taking into discussion the Investment Plan of Raiffeisen related to the financial year 2025, mentioned in point 4 of the agenda,

With the open vote of the shareholders representing 100% of the total number of voting rights cast by the shareholders present or represented at the meeting,

Adopt hereunder

DECISION

1. Approves the implementation of the Investment Plan of the bank for the financial year 2025 in the total amount of RON thousands 265,174 in the following structure: strategic investments – RON thousands 127,450, customer and business development – RON thousands 110,732; compliance and legal regulations – RON thousands 26,993.
2. Mandates the following persons:
 - Mr. Zdenek Romanek, President Raiffeisen Bank S.A. Management Board;
 - Mr. Cristian-Marius Sporis, Vice-president of Raiffeisen Bank S.A. Management Board;
 - Mr. Iancu-Mircea Busuioceanu, Vice-president of Raiffeisen Bank S.A. Management Board;

- Mr. Nicolae-Bogdan Popa, Vice-president of Raiffeisen Bank S.A. Management Board;
- Mr. Mihail-Catalin Ion, Vice-president of the Raiffeisen Bank S.A. Management Board;
- Mrs. Alina Rus, Vice-president of Raiffeisen Bank S.A Management Board;
- Mr. Ionut-Octavian Patrahau, Vice-president of Raiffeisen Bank S.A. Management Board;

to carry out all the necessary legal formalities, including to empower third parties, in order to fulfill the conditions for publicity of this decision adopted by the Ordinary General Meeting of Shareholders of Raiffeisen Bank S.A. and its implementation.

In order to fulfill the mandate granted, the persons mentioned above will be able to act together or individually.

Mihail Ion

Vicepresident of Raiffeisen Bank S.A. Management Board

**DECISION NR. 3
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF RAIFFEISEN BANK S.A.
30.04.2026**

The Ordinary General Meeting of Shareholders of Raiffeisen Bank S.A., statutorily and legally constituted, meeting on 30.04.2026, deliberating validly in the presence of shareholders representing 99.95% of the share capital, taking into consideration the Investment Plan of Raiffeisen related to the financial year 2026, mentioned in item 4 of the agenda,

With the open vote of the shareholders representing 100% of the total number of voting rights cast by the shareholders present or represented at the meeting,

Adopt the hereunder

DECISION

1. Approves the Investment Plan of the bank for the financial year 2026 estimated in the total amount of RON thousands 275,412 and having the following structure: strategic investments – RON thousands 128,417, customers and business development – RON thousands 118,427; compliance and legal regulations – RON thousands 28,568.

2. Mandates the following persons:
 - Mr. Zdenek Romanek, President of Raiffeisen Bank S.A. Management Board;
 - Mr. Cristian-Marius Sporis, Vice-president of Raiffeisen Bank S.A. Management Board;
 - Mr. Iancu-Mircea Busuioceanu, Vice-president Raiffeisen Bank S.A. Management Board;
 - Mr. Nicolae-Bogdan Popa, Vice-presiden of Raiffeisen Bank S.A. Management Board;
 - Mr. Mihail-Catalin Ion, Vice-president of Raiffeisen Bank S.A. Management Board;
 - Mrs. Alina Rus, Vice-president of Raiffeisen Bank S.A Management Board;
 - Mr. Ionut-Octavian Patrahau, Vice-president of Raiffeisen Bank S.A. Management Board;

to carry out all the necessary legal formalities, including to empower third parties, in order to fulfill the conditions for publicity of this decision made by the Ordinary General Meeting of Shareholders of Raiffeisen Bank S.A. and its implementation.

In order to fulfill the granted mandate, the persons mentioned above will be able to act together or Individually.

Mihail Ion
Vicepresident of Raiffeisen Bank S.A. Management Board

DECISION NO. 4
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF RAIFFEISEN BANK S.A.
30.04.2026

The Ordinary General Meeting of Shareholders of Raiffeisen Bank S.A., statutory and legally constituted, meeting on 30.04.2026, deliberating validly in the presence of shareholders representing 99.95% of the share capital, taking into consideration point 7 of the agenda,

With the open vote of the shareholders representing 100% of the total number of voting rights expressed by the shareholders present or represented at the meeting,

Adopt this hereunder

DECISION

1. Approves the Revenue and Expenses Budget for the financial year 2026, as it was proposed and presented at the meeting.
2. Mandates the following persons:
 - Mr. Zdenek Romanek, President of Raiffeisen Bank S.A. Management Board;
 - Mr. Cristian-Marius Sporis, Vice-president of Raiffeisen Bank S.A. Management Board;
 - Mr. Iancu-Mircea Busuioceanu, Vice-president of Raiffeisen Bank S.A. Management Board;
 - Mr. Nicolae-Bogdan Popa, Vice-president of Raiffeisen Bank S.A. Management Board;
 - Mr. Mihail-Catalin Ion, Vice-president of Raiffeisen Bank S.A. Management Board;
 - Mrs. Alina Rus, Vice-president of Raiffeisen Bank S.A. Management Board;
 - Mr. Ionut-Octavian Patrahau, Vice-president of Raiffeisen Bank S.A. Management Board;

to carry out all the necessary legal formalities, including to empower third parties, in order to fulfill the conditions for publicity of this decision adopted by the Ordinary General Meeting of Shareholders of Raiffeisen Bank S.A. and its implementation.

In order to fulfill the granted mandate, the persons mentioned above will be able to act together or individually.

Mihail Ion

Vicepresident of Raiffeisen Bank S.A. Management Board

**DECISION NO. 5
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF RAIFFEISEN BANK S.A.
30.04.2026**

The Ordinary General Meeting of Shareholders of Raiffeisen Bank S.A., statutorily and legally constituted, meeting on 30.04.2026, deliberating validly in the presence of shareholders representing 99.95% of the share capital, taking into discussion point 8 of the agenda,

With the open vote of the shareholders representing 100% of the total number of voting rights cast by the shareholders present or represented at the meeting,

Adopt this

DECISION

1. Approves the maximum amount of gross remuneration due to all members of the Supervisory Board of Raiffeisen Bank S.A. for the financial year 2026 and designates the competent bodies to establish the criteria for granting individual remunerations and their value, according to the submitted report.

Approves the general principles and limits regarding the granting of the individual remuneration of the members of the Directorate and designates the competent bodies to establish the value, criteria and the way of granting it, according to the presented report.

2. Mandates the following persons:

- Mr. Zdenek Romanek, President of Raiffeisen Bank S.A. Management Board;
- Mr. Cristian-Marius Sporis, Vice-president of Raiffeisen Bank S.A. Management Board;
- Mr. Iancu-Mircea Busuioceanu, Vice-president Raiffeisen Bank S.A. Management Board;
- Mr. Nicolae-Bogdan Popa, Vice-president of Raiffeisen Bank S.A. Management Board;
- Mr. Mihail-Catalin Ion, Vice-president of Raiffeisen Bank S.A. Management Board;
- Mrs. Alina Rus, Vice-president of Raiffeisen Bank S.A Management Board;
- Mr. Ionut-Octavian Patrahaeu, Vice-president of Raiffeisen Bank S.A. Management Board;

to carry out all the necessary legal formalities, including to empower third parties, in order to fulfill the conditions for publicity of this decision adopted by the Ordinary General Meeting of Shareholders of Raiffeisen Bank S.A. and its implementation.

In order to fulfill the granted mandate, the persons mentioned above will be able to act together or individually.

Mihail Ion
Vicepresident of Raiffeisen Bank S.A. Management Board

**DECISION NO. 6
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF RAIFFEISEN BANK S.A.
30.04.2026**

The Ordinary General Meeting of Shareholders of Raiffeisen Bank S.A., statutorily and legally constituted, meeting on 30.04.2026, deliberating validly in the presence of shareholders representing 99.95% of the share capital, taking into discussion point 9 of the agenda,

Adopt this hereunder

DECISION

1. Takes note of the termination of Mr. Johann Strobl's mandate as Chairman of the Supervisory Board as of 01.05.2026 and of the fact that it will not be renewed;
2. Takes note of the termination of Mr. Andrii Stepanenko's mandate as member of the Supervisory Board as of 01.05.2026 and of the fact that it will not be renewed;
3. Elects Mr. Michael Höllerer, an Austrian citizen, having his domicile in Vienna, Austria as a member of the Supervisory Board, for a 4-years mandate, starting with the date of approval of the National Bank of Romania, with the secret vote of the shareholders representing 100% of the total number of voting rights expressed by the attending or represented shareholders in the meeting;
4. Elects Mr. Rainer Rudolf Schnabl, an Austrian citizen, having his domicile in Leonding, Austria as a member of the Supervisory Board, for a 4-years mandate, starting with the date of approval of the National Bank of Romania, with the secret vote of the shareholders representing 100% of the total number of voting rights expressed by the attending or represented shareholders in the meeting;

5. Mandates the following persons:

- Mr. Zdenek Romanek, President of Raiffeisen Bank S.A. Management Board;
- Mr. Cristian-Marius Sporis, Vice-president of Raiffeisen Bank S.A. Management Board;
- Mr. Iancu-Mircea Busuioceanu, Vice-president of Raiffeisen Bank S.A. Management Board;
- Mr. Nicolae-Bogdan Popa, Vice-president of Raiffeisen Bank S.A. Management Board;
- Mr. Mihail-Catalin Ion, Vice-president of Raiffeisen Bank S.A. Management Board;
- Mrs. Alina Rus, Vice-president of Raiffeisen Bank S.A. Management Board;
- Mr. Ionut-Octavian Patrahau, Vice-president of Raiffeisen Bank S.A. Management Board;

to carry out all the necessary legal formalities, including to empower third parties, in order to fulfill the conditions for publicity of this decision adopted by the Ordinary General Meeting of Shareholders of Raiffeisen Bank S.A. and its implementation.

In order to fulfill the granted mandate granted, the persons mentioned above will be able to act together or individually.

Mihail Ion
Vicepresident of Raiffeisen Bank S.A. Management Board

**DECISION NO. 1
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
OF RAIFFEISEN BANK S.A.
30.04.2026**

The Extraordinary General Meeting of Shareholders of Raiffeisen Bank S.A., statutory and legally constituted, meeting on 30.04.2026, validly deliberating in the presence of shareholders representing 99.95% of the share capital, taking into consideration points no. 1 and no. 2 on the agenda,

With the open vote of the shareholders representing 100% of the total number of voting rights expressed by the attending or represented shareholders at the meeting,

Adopted the hereunder

DECISION

1. Approves supplementing **Article 11.2.2** of the Articles of Incorporation of Raiffeisen Bank S.A. as follows:
"11.2.2 to elect the members of the Supervisory Board and the financial auditor and to set the minimum duration of the financial audit contract".
2. Approves supplementing **Article 14.2** of the Articles of Incorporation of Raiffeisen Bank S.A. as follows:
"14.2 The resolutions of the General Meeting of Shareholders shall be adopted by open vote, except for resolutions regarding the election of the members of the Supervisory Board, their revocation and the establishment of the liability of the members of the Supervisory Board and of the Management Board, as well as for the appointment, revocation or dismissal of the financial auditor."
3. Approves the amendment of the introductory paragraph of **CHAPTER V – BANK MANAGEMENT** of the Articles of Incorporation of Raiffeisen Bank S.A. as follows:
"The management and representation of the Bank are ensured through a dualistic management system by:
 - *the Supervisory Board and*
 - *the Management Board*

The members of the Supervisory Board and of the Management Board are identified as the beneficial owners of the Bank in accordance with the provisions of Article 4 of Law no. 129/2019 for the prevention and combating of money laundering and terrorist financing, as well as for the amendment and supplementation of certain normative acts."

4. Approves the amendment of **Article 15.10** of the Articles of Incorporation of Raiffeisen Bank S.A. as follows:
"15.10 The meetings of the SB may also be held by teleconference, provided that all participants in such teleconference have the possibility to listen and speak equally. All resolutions adopted shall comply with the quorum requirements provided by the Articles of Association and shall be valid and binding only provided that they are recorded, through the care of the SB members, in the form of minutes. All minutes shall be signed by the SB members present or represented and shall be kept together with all other minutes of the Supervisory Board."
5. Approves the deletion of Article 15.12.: *"15.12 The Supervisory Board shall be composed of the persons specified in Annex 2."*
6. Approves the deletion of Article 16.12.: *"16.12 The Management Board shall be composed of the persons specified in Annex 3."*
7. Approves the amendment of **Article 26** of the Articles of Incorporation of Raiffeisen Bank S.A. as follows:
"26. The provisions of these Articles of Association shall be supplemented by the provisions of the Companies Law and by the applicable banking legislation."
8. Approves the deletion of **Annex 2** to the Articles of Association of Raiffeisen Bank S.A. – *"Structure of the Supervisory Board of Raiffeisen Bank S.A."*
9. Approves the deletion of **Annex 3** to the Articles of Association of Raiffeisen Bank S.A. – *"Structure of the Management Board of Raiffeisen Bank S.A."*
10. Approves renumbering of **Annex 4**, which becomes Annex 2 to the Articles of Association of Raiffeisen Bank S.A. – *"Graphic representation of the Raiffeisen Bank S.A. Emblem."*

Consequently approves the amendment of the article 3.2 of the Articles of Incorporation of Raiffeisen Bank S.A. as follows:

"3.2 The Bank's emblem is presented in graphic form in Annex 2 to these Articles of Association."

11. Mandates the following persons:

- Mr. Zdenek Romanek, President of Raiffeisen Bank S.A. Management Board;
- Mr. Cristian-Marius Sporis, Vicepresident of Raiffeisen Bank S.A. Management Board;
- Mr. Iancu-Mircea Busuioceanu, Vicepresident of Raiffeisen Bank S.A. Management Board;
- Mr. Nicolae-Bogdan Popa, Vicepresident of Raiffeisen Bank S.A. Management Board;
- Mr. Mihail-Catalin Ion, Vicepresident of Raiffeisen Bank S.A. Management Board;
- Mrs. Alina Rus, Vicepresident of Raiffeisen Bank S.A. Management Board;
- Mr. Ionut-Octavian Patrahau, Vicepresident of Raiffeisen Bank S.A. Management Board;

to proceed to all necessary legal formalities, including the empowerment of third parties in order to fulfill the publicity conditions of the hereby decision made by the Extraordinary General Meeting of Shareholders of Raiffeisen Bank S.A and to implement it.

For the purpose of accomplishing the granted mandate, the above-mentioned persons may act together or individually.

Mihail Ion

Vicepresident of Raiffeisen Bank S.A. Management Board