



Notice
of convening the Extraordinary Meeting of Shareholders of
CB "Victoriabank" JSC

Dear shareholders!

We inform you that, in accordance with art. 48-54 of the Law on Joint Stock Companies No. 1134 / 02.04.1997, art. 54 of the Law on the activity of banks No. 202/ 06.10.2017 and provisions of the Charter of CB "Victoriabank" JSC, pursuant to the Decision of the Board of Directors of the Bank from January 18, 2023, the Extraordinary General Meeting of Shareholders of CB "Victoriabank" JSC is convened, which will take place on February 26, 2024, at 16:00, the way of holding the Meeting - **by mail**.

The place where the General Meeting will be held (accumulation and examination of the Ballot Papers) – the headquarters of the CB "Victoriabank" JSC, located in Chişinău, str. 31 August 1989, No. 141.

Agenda of the meeting:

1. *Review and approval of the decision on the reorganization of CB "Victoriabank" JSC by merger (absorption) with "Banca Comercială Română Chişinău" JSC*
2. *Approval of the draft contract for the merger of CB "Victoriabank" JSC and "Banca Comercială Română Chişinău" JSC*
3. *Approval of the consolidated balance sheet*
4. *Approval of the acts of transfer of assets and liabilities following the reorganization of CB "Victoriabank" JSC by merger (absorption)*
5. *Approval of amendments to the Articles of Association of CB "Victoriabank" JSC in connection with the reorganization of the company by merger (absorption)*

The list of the Bank's shareholders, who have the right to participate in the General Meeting, is completed according to the situation on January 22, 2024. The changes in the list of shareholders will be made in accordance with the legislation in force after the date of drawing up the list, but no later than 3 days until on the date of the General Meeting of the Bank's shareholders (on February 23, 2024). If the person entered in the list of shareholders who have the right to participate in the General Meeting will dispose of the shares owned in whole or in part by April 23, 2024 inclusive, the person will send the buyer of these shares the ballot or a copy of it, or inform both the Bank and the buyer for the new buyer to receive his Ballot.

Shareholders can get acquainted with the materials regarding the agenda of the annual ordinary General Meeting of shareholders starting on **February 16, 2024** (on working days) between the hours of 09.00 -13.00 and 14.00-16.00 at the Bank's headquarters (municipality of Chişinău, str. 31 August, 141).

The reception of the ballots takes place no later than **February 26, 2024, at 16:00**.

The result of the vote by mail will be brought to the attention of the shareholders by publishing an information release on the Bank's web page www.victoriabank.md and in the periodical edition "Monitorul Oficial al Republicii Moldova", within the deadline set by the legislation.

Relations by phone: 0 303 031 81

The Executive Committee of CB "Victoriabank" JSC