



Appendix no. 2
to NCFM Regulation no. 7/1 of 18.02.2019 regarding
disclosure of information by securities issuers

Continuous Information Order
regarding the events that influence the issuer
(in accordance with the stipulations of art. 123 of Law no. 171/2012,
Section 5 of Chapter II, points 40-41 of Chapter III of the Regulation)

I. General data regarding the securities issuer

1. Full and abbreviated name of the securities issuer **Banca Comercială "Victoriabank" SA**

2. The securities issuer represents:

- ✓ **a bank,**
- ✓ **an issuer, whose securities are admitted to trading on a regulated market,**

3. Headquarters, telephone number, fax number, web page, e-mail address of the securities issuer

Headquarters: **MD-2004, Chisinau municipality, str. 31 August 1989, no. 141, Republic of Moldova, phone: 030 30 3186, www.victoriabank.md , office@vb.md ;**

4. The information regarding the public disclosure of important information about the issuer, with the indication of the sources and, as the case may be, the indication of the name of the periodical edition(s), provided in the entity's statutes, in which the announcements are published and/or the corresponding information is publicly disclosed

The disclosure of information regarding the events that influence the securities issuer was carried out by:

- Official Information Storage Mechanism;
- Publication on the issuer's website;
- Periodical publication of the notice in the "Capital Market" periodical.

II. Events that influence the activity of the issuer

6. Decisions adopted by the general meeting of shareholders (point 28 subpoint 6) of the Regulation):

On **April 28, 2023**, the Ordinary General Meeting of BC "Victoriabank" SA Shareholders took place, held by correspondence.

Shareholders who hold 24,456,560 voting shares (votes), participated in the Meeting by presenting completed and valid ballots which constitutes **97.83%** of the number of shares with voting shares issued by the Bank.

The General Shareholders' Meeting approved the following resolutions:

1.1. To take note of the report of the Bank's Management Committee for the year 2022 and the Financial Statements of BC "Victoriabank" SA prepared in accordance with the International Financial Reporting Standards and audited by the ÎCS audit entity KPMG Moldova SRL for the financial year ended on 31 December 2022, with explanatory notes.

Voted: "for" - 24,459,743 votes, which is 100% of the votes represented at the Meeting;

"against" - 0 votes, which constitutes 0% of the votes represented at the Meeting.

2.1. To approve the report of the Bank's Board of Directors for the year 2022.

Voted: "for" - 24,459,743 votes, which is 100% of the votes represented at the Meeting;

"against" - 0 votes, which constitutes 0% of the votes represented at the Meeting.

3.1. To approve the election of the Bank's Board of Directors based on the results of the cumulative vote (according to the minutes of the vote counting committee), in the following composition:

- Turcan Roman;
- Costin Ludmila;
- Grasse Thomas;
- Mancinskis Maris;
- Franklin Peter;
- Sabaz Mehmet Murat;
- Moisa Tiberiu;

Voted: "for" - 24,459,743 votes, which is 100% of the votes represented at the Meeting;

"against" - 0 votes, which constitutes 0% of the votes represented at the Meeting.

3.2. The current composition of the Board of Directors (including the current members of the Board of Directors who were not elected in the new composition) will continue to exercise their mandate until the National Bank of Moldova approves at least one new member of the Board of Directors.

Voted: "for" - 22,441,769 votes, which constitutes 91.75% of the votes represented at the Meeting;

"against" - 2,017,974 votes, which is 8.25% of the votes represented at the Meeting.

3.3. The newly elected members of the Board of Directors will begin exercising their mandate after approval by the National Bank of Moldova.

Voted: "for" - 22,441,769 votes, which constitutes 91.75% of the votes represented at the Meeting;

"against" - 2,017,974 votes, which is 8.25% of the votes represented at the Meeting.

4.1. To approve the Regulation on the remuneration of the members of the Board of Directors in new wording.

Voted: "for" - 24,398,769 votes, which is 99.75% of the votes represented at the Meeting;

"against" - 61,290 votes, which is 0.25% of the votes represented at the Meeting.

5.1. To confirm the audit entity Deloitte Audit SRL for the performance of audit and review services for the years 2023-2026.

Voted: "for" - 24,458,615 votes, which constitutes 99.99% of the votes represented at the Meeting;

"against" - 1128 votes, which is 0.01% of the votes represented at the Meeting.

5.2. To establish the remuneration of the audit company's services as follows:

- for the year 2023 - EUR 188,400, including VAT;
- for the years 2024 - 2026 will be determined later.

Voted: "for" - 24,455,920 votes, which is 99.99% of the votes represented at the Meeting;

"against" - 3823 votes, which is 0.01% of the votes represented at the Meeting.

6.1. To direct all the profit of BC "Victoriabank" SA for the year 2022, to the capitalization of the Bank and its reflection in the composition of the retained earnings.

Voted: "for" - 24,455,920 votes, which is 99.99% of the votes represented at the Meeting;

"against" - 3823 votes, which is 0.01% of the votes represented at the Meeting.

III. Signatures

Levon Khanikyan

Chairman of the Executive Committee