

APPROVED

**By decision of the Annual General Meeting of Shareholders
of JOINT STOCK COMPANY**

“FIRST UKRAINIAN INTERNATIONAL BANK”

dated 30.04.2025 (Minutes No. 94)

**REGULATIONS
ON THE GENERAL MEETING OF SHAREHOLDERS**

**of JOINT STOCK COMPANY
“FIRST UKRAINIAN INTERNATIONAL BANK”**

(NEW EDITION)

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Section 1. GENERAL PROVISIONS

1.1. Regulations on the General Meeting of Shareholders of JOINT STOCK COMPANY “FIRST UKRAINIAN INTERNATIONAL BANK” (hereinafter referred to as the “**Regulations**”) has been developed in accordance with the provisions of the Law of Ukraine “On Joint Stock Companies”, the Law of Ukraine “On Banks and Banking Activities”, other acts of Ukrainian legislation and the Articles of Association of JOINT STOCK COMPANY “FIRST UKRAINIAN INTERNATIONAL BANK” (hereinafter referred to as the “**Bank**”).

1.2. The Regulations shall determine the legal status of the General Meeting of Shareholders of the Bank (hereinafter referred to as the “**General Meeting**”), the procedure for convening and holding General Meeting, as well as their decision-making.

1.3. These Regulations shall be approved by the General Meeting and may be amended and/or supplemented by decision of the General Meeting.

Section 2. LEGAL STATUS OF THE GENERAL MEETING

2.1. The General Meeting of the Bank shall be the supreme governing body of the Bank.

2.2. In its activities, the General Meeting of the Bank shall be governed by the legislation, in particular, the regulations of the National Bank of Ukraine (hereinafter referred to as the “**legislation of Ukraine**”), the Bank’s Articles of Association, as well as these Regulations.

2.3. General meeting may be annual or extraordinary. All General Meetings, except for annual ones, shall be considered extraordinary.

2.4. The Supervisory Board shall convene a regular General Meeting every year.

2.5. The Annual General Meeting shall be held no later than April 30 of the year following the reporting year.

2.6. The agenda of the Annual General Meeting shall include issues stipulated by the legislation of Ukraine and the Bank’s Articles of Association.

Section 3. COMPETENCE OF THE GENERAL MEETING

3.1. The competence of the General Meeting shall be determined by the laws of Ukraine and the Bank’s Articles of Association.

3.2. The General Meeting, as the supreme governing body of the Bank, may consider and resolve any issues related to the Bank’s activities, except for those that are within the exclusive competence of the Supervisory Board of the Bank by law or the Articles of Association. At the same time, the Bank’s Management Board shall have the right to make a decision to submit for consideration by the General Meeting any issue that is attributed by law or the Articles of Association to the exclusive competence of the Bank’s Supervisory Board, if the Bank’s Supervisory Board is not formed in the minimum composition required in accordance with the legislation of Ukraine. The General Meeting of the Bank shall have the right to consider such an issue and make a decision on it.

Decisions of the General Meeting shall be binding on all governing bodies, officials, managers and employees of the Bank.

3.3. Powers to resolve issues within the exclusive competence of the General Meeting may not be delegated to other bodies of the Bank.

Section 4. METHODS OF HOLDING THE GENERAL MEETING

4.1. General meeting can be held by:

1) in-person voting (hereinafter referred to as the in-person General Meeting) with the joint presence of shareholders (their representatives) on the day and time of the General Meeting at the place of its holding or by electronic absentee voting using an authorised electronic system in accordance with the procedure established by law, for discussion and decision-making on the agenda;

2) electronic voting (hereinafter referred to as the electronic General Meeting) by means of electronic absentee voting of shareholders using an authorised electronic system in accordance with the procedure established by law and these Regulations;

3) survey (hereinafter referred to as the remote General Meeting) by remotely filling out ballots by shareholders and sending them to the Bank through the depository system of Ukraine in accordance with the procedure established by law and these Regulations.

4.2. The person convening the General Meeting may decide to hold a remote General Meeting if it is impossible to hold an in-person or electronic General Meeting or if the interests of shareholders so require.

4.3. If the General Meeting is attended by shareholders who own 100 percent of the Bank's voting shares, the General Meeting shall be held taking into account the specifics established by law.

Section 5. PROCEDURE FOR CONVENING THE GENERAL MEETING

5.1. The General Meeting shall be convened by the Supervisory Board or the shareholders of the Bank.

5.2. The Annual General Meeting shall be convened by the Supervisory Board exclusively on its own initiative. Extraordinary General Meeting shall be convened by the Supervisory Board on its own initiative or within 10 days from the date of receipt of a request for their convening.

5.3. The procedure for convening the General Meeting shall provide for:

- 1) making a decision to convene the General Meeting and choosing one of the methods of holding it;
- 2) determining the date of compiling the list of shareholders to be notified of the General Meeting and entitled to participate in the General Meeting;
- 3) approving the draft agenda of the General Meeting;
- 4) approving the notice of the General Meeting;
- 5) electing the person convening the General Meeting:
 - the person who will chair the General Meeting and the person who will act as the Secretary of the General Meeting;
 - the personal composition of the registration committee;
 - the personal composition of the temporary counting commission (in the case of holding an in-person General Meeting) and the counting commission (in the case of holding a remote General Meeting);
- 6) notification of shareholders on holding the General Meeting;
- 7) disclosing information on holding the General Meeting on the Bank's website (on the website specified in the notice on holding the General Meeting);
- 8) placing a notice on holding the General Meeting in the database of a person engaged in the publication of regulated information on behalf of capital market participants and professional participants of organised commodity markets;
- 9) submitting proposals by shareholders regarding issues included in the draft agenda of the General Meeting, approving the agenda of the General Meeting;
- 10) in case of changes to the draft agenda of the General Meeting, notifying shareholders of the relevant changes;
- 11) other actions provided for by law.

5.4. When approving the agenda of the General Meeting, the person convening the General Meeting shall determine the presence or absence of a relationship between the issues included in the agenda. The existence of an interrelationship between the issues included in the agenda of the General Meeting shall mean the impossibility of counting votes and making a decision on one issue of the agenda in the event of failure to make a decision or making a mutually exclusive decision on the previous (one of the previous) issues of the agenda. When holding an in-person General Meeting, an agenda item with a defined relationship shall not be put to a vote if a decision is not made or a mutually exclusive decision is made on the previous (one of the previous) agenda items of the General Meeting.

In the event of an in-person or electronic General Meeting, the person convening the General Meeting, after approving the agenda, shall determine the person(s) authorised to interact with the authorised electronic system in connection with the General Meeting.

5.5. A written notice of the General Meeting and a draft agenda shall be sent to each shareholder listed in the list of shareholders, or shall be delivered to the shareholder personally in any manner that allows confirmation of the fact of sending/delivery of such notice.

If the person convening the General Meeting is the Supervisory Board, the notice of the General Meeting and the draft agenda shall be sent to the shareholders in the manner determined by the Supervisory Board. When convening a General Meeting by shareholders (shareholder), a notice of the General Meeting and a draft agenda shall be sent to shareholders through the depository system of Ukraine.

The joint stock company shall post on its website, and the shareholders convening the General Meeting shall post on the website specified in the notice of the General Meeting, the information required by law.

The notice of the General Meeting shall additionally be placed in the database of a person engaged in the publication of regulated information on behalf of capital market participants and professional participants of organised commodity markets.

The notice of the General Meeting shall be sent and published not later than 30 days before the date of its holding (in the case provided for in clause 12.7 hereof – not later than 15 days before the date of the General Meeting).

5.6. The notice of the General Meeting shall state:

- 1) identification code, full name and location of the Bank;

2) the date and time of the beginning of the General Meeting, and in the case of an in-person General Meeting – also the place of its holding (indicating the number of the room, office or hall where the shareholders should arrive, etc.);

3) method of holding the General Meeting;

4) the start and end time of shareholder registration to participate in the General Meeting;

5) date of compilation of the list of shareholders entitled to participate in the General Meeting;

6) the draft agenda and draft decisions (except for cumulative voting) on each issue included in the draft agenda;

7) the address of the Bank's website, on which the information required by law is posted;

8) the procedure for familiarising shareholders with the materials that they can review during the preparation for the General Meeting (in particular, the designated place for familiarisation (room number, office, etc.) and the Bank's official (in the case of convening the General Meeting by shareholders – a person designated by such shareholders) responsible for the procedure for familiarising shareholders with the documents are indicated);

9) information about the rights granted to shareholders in accordance with the legislation, which they may exercise after receiving the notice of the General Meeting, as well as the period during which such rights may be exercised;

10) the procedure for shareholders to submit proposals to the draft agenda of the Extraordinary General Meeting;

11) procedure for participation and voting at the General Meeting by proxy.

5.7. When holding an electronic General Meeting, the notification shall additionally indicate the date and time of the start and end of voting using an authorised electronic system.

When holding a remote General Meeting, the notification shall additionally indicate the date and time of the start and end of sending ballots to the depository institution.

5.8. Each shareholder shall have the right to make proposals on issues included in the draft agenda of the General Meeting, as well as on new candidates for the Supervisory Board, the number of which cannot exceed its quantitative composition.

The Supervisory Board shall have the right to make proposals on issues included in the draft agenda of the General Meeting.

Proposals shall be submitted no later than 20 days before the date of the General Meeting, and for candidates for the Supervisory Board – no later than 7 days before the date of the General Meeting. Proposals to include new issues in the draft agenda of the General Meeting shall contain relevant draft resolutions on these issues (except for cumulative voting). Proposals regarding candidates for members of the Bank's Council shall contain information on whether the proposed candidate is a representative of a shareholder(s), or that the candidate is proposed for the position of a member of the Bank's Council – an independent director. Such information shall be included on the cumulative voting ballot opposite the name of the relevant candidate.

The proposal shall be signed by the shareholder (shareholder representative) submitting it. If the proposal is signed by a shareholder's representative, a document confirming the representative's authority shall be attached to the proposal.

A proposal for the draft agenda of the General Meeting of the Bank shall be submitted in writing, indicating the details of the shareholder submitting it, the number, type and/or class of shares held by him/her, the content of the proposal, which may include new items on the draft agenda and/or new draft resolutions, as well as the number, type and/or class of shares owned by the candidate proposed by such shareholder to the Supervisory Board of the Bank.

The person convening the General Meeting, shall decide on the inclusion of proposals in the draft agenda (new agenda items and/or new draft decisions on agenda items) and approve the agenda no later than 15 days before the date of the General Meeting, and regarding candidates for the Supervisory Board – no later than 4 days before the date of the General Meeting.

5.9. Proposals of shareholders (shareholder) who collectively own (own) 5 or more percent of the voting shares, as well as proposals of the Supervisory Board, shall be subject to mandatory inclusion in the draft agenda of the General Meeting. In this case, the decision of the person convening the General Meeting to include the issue in the draft agenda shall not be accepted, and the proposal shall be considered included in the draft agenda if it is submitted in compliance with the requirements of clause 5.8. of these Regulations.

Shareholders' proposals to the draft agenda of the General Meeting shall be submitted only by submitting new draft resolutions on issues included in the draft agenda and new issues together with draft resolutions on these issues, as well as by including the candidates proposed by shareholders to the Supervisory Board in the list of candidates put to a vote at the General Meeting. The Bank shall not have the right to make changes to the issues or draft resolutions proposed by shareholders or information about candidates for the Supervisory Board of the Bank.

5.10. A decision to refuse to include in the draft agenda of the General Meeting a proposal from shareholders (shareholder) who collectively own (own) 5 percent or more of the voting shares may be made only in the following cases:

1) failure by shareholders to comply with the deadline established by clause 5.8. of these Regulations;

2) incompleteness of data provided for in clause 5.8. of these Regulations.

A decision to refuse to include in the draft agenda of the General Meeting proposals of shareholders (shareholder) who own less than 5 percent of the voting shares may be made on the grounds provided for in sub-clauses 1 and 2 of this clause, as well as in the event that shareholders do not submit any draft decisions on the agenda items proposed by them and on other grounds specified by the legislation of Ukraine or the Bank's Articles of Association.

5.11. A reasoned decision to refuse to include the proposal on the agenda of the General Meeting shall be sent by the Supervisory Board to the shareholder who submitted the proposal in writing within 3 days from the date of its acceptance.

A shareholder's appeal to the court of the Bank's decision to refuse to include his/her proposal in the draft agenda shall not suspend the holding of the General Meeting.

5.12. In the event of changes to the draft agenda of the General Meeting, the person convening the General Meeting shall, no later than 10 days before the date of its holding, notify the shareholders of the relevant changes in the same manner and to the same persons to whom the notice of the General Meeting was sent.

5.13. From the date of sending the notice of the General Meeting until the date of its holding, the Bank, or the shareholders convening the General Meeting, shall provide shareholders with the opportunity to familiarise themselves with the documents necessary for making decisions on the issues included in the draft agenda and the agenda, at the Bank's location on business days, during business hours and in an accessible place specified in the notice of the General Meeting, and on the day of the General Meeting – also at the place of its holding. Such documents may be provided in electronic form or in another manner specified by the shareholder in the request for access to documents.

In the absence of the documents specified in this paragraph on the day of the General Meeting at the place of its holding, the General Meeting shall not have the right to make decisions on the relevant issue.

5.14. After sending the shareholders a notice of the General Meeting, the Bank shall not have the right to make changes to the documents sent to the shareholders or with which they had the opportunity to familiarise themselves, except for making changes to the specified documents in connection with changes to the agenda or in connection with the correction of errors. In this case, changes shall be made no later than 10 days before the date of the General Meeting, and with regard to candidates for the Supervisory Board – no later than 4 days before the date of the General Meeting.

5.15. Before the start of the General Meeting, the Bank shall provide written answers to shareholders' written questions regarding issues included in the draft agenda of the General Meeting and the agenda of the General Meeting received by the Bank no later than 1 business day before the date of their holding. Responses shall be sent to the shareholder at the address specified by him/her in the request to the Bank. The bank may provide one general answer to all questions of the same content.

Section 6. WORKING BODIES OF THE GENERAL MEETING

6.1. The working bodies of the General Meeting shall be:

- Registration Committee;
- Temporary Counting Commission and Counting Commission;
- Chairman of the General Meeting;
- Secretary of the General Meeting.

6.2. A registration commission shall be created to register shareholders (their representatives) and determine the presence or absence of a quorum required to recognise the General Meeting as valid.

Members of the registration committee shall be appointed by the person who convenes the General Meeting.

The chairman of the registration commission shall be elected by a simple majority of its members before the start of registration.

The registration commission, within the limits of its powers, shall:

- 1) identify shareholders (their representatives);
- 1) check the powers and register persons who arrived to participate in the in-person General Meeting;
- 2) keep records of powers of attorney with the details of the powers of attorney reflected in the List of Shareholders who registered to participate in the in-person General Meeting;
- 3) issue ballots for voting at the in-person General Meeting, certified by the Chairman of the registration commission;
- 4) determine the total number of votes of shareholders present at the in-person General Meeting;
- 5) prepare conclusions on the presence or absence of a quorum at the General Meeting;
- 6) compile a list of shareholders who have registered to participate in the in-person General Meeting.
- 7) draw up a report on the results of the registration of participants in the General Meeting.

6.3. To organise the voting procedure, provide clarifications on the voting procedure and other issues related to ensuring the conduct of voting at the in-person General Meeting, as well as for counting votes a counting commission shall be elected. Until the counting commission is elected, the counting of votes at the in-person General Meeting shall be carried out by a temporary counting commission, which is formed by the person convening the General Meeting. The chairman of the temporary counting commission shall be elected by a simple majority of votes of the members of the temporary counting commission before the beginning of the General Meeting.

The counting commission, within its competence, shall:

- 1) count the votes and summarise the voting results;
- 2) draw up Protocols on the voting results;
- 3) seal the ballots for voting during in-person General Meeting

(The ballots shall be stitched, numbered, and certified by the signatures of the members of the counting commission).

The temporary counting commission, within the limits of its powers, shall:

- 1) count the votes and summarise the results of the vote on the issue of electing a counting commission;
- 2) draw up Minutes on the voting results on the election of the counting commission.

The person convening the General Meeting shall determine the election of the counting commission as the first item on the agenda of the General Meeting.

The powers of the counting commission may be transferred under the agreement to the Central Securities Depository or a depository institution that provides the Bank with additional services, in particular regarding the performance of the counting commission functions.

The counting commission may not include persons who are members or candidates for membership in the Bank's bodies.

In the event of an electronic General Meeting, the vote counting shall be carried out by an authorised electronic system.

6.4. The General Meeting shall be chaired by the Chairman of the Supervisory Board, a member of the Supervisory Board, or another person authorised by the Supervisory Board.

The Chairman of the General Meeting shall:

- 1) manage the work of the in-person General Meeting;
- 2) announce the opening of the in-person General Meeting and the completion of its work;
- 3) be responsible for compliance with the approved regulations for holding in-person General Meeting;
- 4) announce the agenda items and provide the floor for speaking at the in-person General Meeting;
- 5) announce the non-voting of an agenda item due to the non-acceptance or acceptance of a mutually exclusive decision on the previous item (one of the previous items);
- 6) provide explanations on issues related to the holding of the General Meeting;
- 7) put draft decisions on the agenda of the in-person General Meeting to a vote and announce the results of the vote;
- 8) declare a break during the in-person General Meeting (if the participants of the Meeting decide to declare a break);
- 9) sign the Regulations approved by the decision of the General Meeting, unless another person is authorised by the General Meeting;
- 10) sign the Minutes of the General Meeting.

6.5. The Secretary of the General Meeting shall be elected by decision of the Supervisory Board. The secretary's responsibilities shall include ensuring that the proceedings of the in-person General Meeting and the decisions made by them are reflected in the Minutes of the General Meeting, and signing the Minutes of the General Meeting. The Bank's Corporate Secretary shall be usually elected as the Secretary of the General Meeting. The Corporate Secretary shall ensure the storage of the materials of the General Meeting.

Section 7. RIGHT TO PARTICIPATION IN THE GENERAL MEETING

7.1. Persons included in the list of shareholders entitled to such participation, or their representatives, may participate in the General Meeting.

Other persons may also participate in the in-person General Meeting at the invitation of the person (body) convening the General Meeting.

7.2. The list of shareholders entitled to participate in the General Meeting is compiled as of 11 p.m. on a business day 2 business days prior to the date of such General Meeting in accordance with the procedure established by the legislation on the depository system of Ukraine.

Making changes to the list of shareholders entitled to participate in the General Meeting after its compilation shall be prohibited.

7.3. A shareholder shall have the right to issue a power of attorney for the right to participate and vote at the General Meeting to his/her representative(s).

The shareholder's representative at the General Meeting, in the event of participation in the General Meeting through an authorised electronic system, may be a depository institution that maintains the securities account of such shareholder, in which the Bank's shares belonging to the shareholder are recorded, if this is provided for by the agreement concluded between them.

The representative of a shareholder – an individual or legal entity – at the General Meeting may be another individual or an authorised person of a legal entity. A shareholder shall have the right to appoint his/her representative permanently or for a certain period of time.

Before the expiration of the period allotted for registration of participants in the General Meeting, a shareholder shall have the right to withdraw or replace his/her representative at any time, by notifying the Registration Commission, or to participate in the General Meeting in person. The person whom the shareholder intends to authorise to participate in the General Meeting shall notify such shareholder in advance of the existence of a conflict of interest related to the exercise of voting rights and provide information required by law.

7.4. A power of attorney for the right to participate and vote at the General Meeting, issued by an individual, shall be certified by a notary or other officials performing notarial acts, and may also be certified by a depository institution in accordance with the procedure established by the National Securities and Stock Market Commission.

A power of attorney for the right to participate and vote at the General Meeting on behalf of a legal entity shall be issued by its body or another person authorised to do so by its constituent documents.

Powers of attorney issued by shareholders abroad shall be accepted subject to their legalisation in accordance with the procedure established by the legislation and international treaties of Ukraine.

7.5. A power of attorney for the right to participate and vote at the General Meeting may contain voting instructions, i.e. a list of issues on the agenda of the General Meeting, indicating how and for which (against which) decision to vote. When voting at the General Meeting, the representative shall vote exactly as provided for in the voting instructions. If the power of attorney does not contain a voting assignment, the representative shall decide all voting issues at the General Meeting of Shareholders at his or her discretion.

Section 8. REGISTRATION OF PARTICIPANTS OF THE GENERAL MEETING

8.1. The registration of shareholders (their representatives) shall be carried out by the registration commission. Before registration, shareholders (their representatives) shall be identified. At the time of completion of registration, the registration committee determines the presence of a quorum for the General Meeting based on the list of shareholders (their representatives) who registered to participate in the General Meeting.

8.2. Registration of participants in the General Meeting shall be carried out on the basis of the list of shareholders who have the right to participate in the General Meeting, compiled in accordance with the procedure established by the legislation on the depository system of Ukraine);

8.3. The Registration Commission shall refuse to register a shareholder only in case of failure to submit documents identifying his/her identity, and a shareholder's representative – in case of failure to submit documents identifying his/her identity and/or documents confirming his/her authority to participate in the General Meeting.

Registration of shareholders (their representatives) shall be carried out through an authorised electronic system in accordance with the procedure established by the National Securities and Stock Market Commission.

In the event that there is no information about a shareholder in the list of shareholders who have registered to participate in the General Meeting, the authorised electronic system shall refuse to register such a shareholder (his/her representative) to participate in the General Meeting and provide a supporting document.

The motivated decision of the registration commission to refuse to register a shareholder or his/her representative to participate in the General Meeting shall be signed by the Chairman of the registration commission, attached to the Minutes of the General Meeting and issued to the person who was refused registration.

8.4. The powers of the registration commission for the period of the General Meeting may be transferred by agreement to the Central Securities Depository or a depository institution. In this case, the chairman of the registration commission shall be a representative of the Central Securities Depository or the relevant depository institution.

8.5. Based on the results of the registration of shareholders (their representatives), a protocol on the results of the registration shall be drawn up.

8.6. Each shareholder (shareholder representative) of the in-person General Meeting shall be issued ballots for voting on each agenda item during registration, in accordance with the number of votes he or she holds.

8.7. A shareholder (his/her representative) who has not registered to participate in the General Meeting shall have no right to participate in the General Meeting.

8.8. Shareholders (shareholder) who, as of the date of compilation of the list of shareholders entitled to participate in the General Meeting, collectively own 5 percent or more of the voting shares, the National Securities and Stock Market Commission, as well as the National Bank of Ukraine, may appoint their representatives to supervise the registration of shareholders, the holding of the General Meeting, voting and summing up its results. The

Bank shall be notified in writing of the appointment of such representatives prior to the commencement of shareholder registration.

8.9. By decision of the person convening the General Meeting or the General Meeting itself, the course of the General Meeting or consideration of a separate issue may be recorded using technical means. The relevant records shall be attached to the minutes of the General Meeting.

Section 9. PROCEDURE FOR HOLDING THE GENERAL MEETING

9.1. In-person General Meeting shall be held on the territory of Ukraine, within the settlement at the location of the Bank (registered as of the date of posting the notice of the General Meeting), except for cases where, on the date of the decision to convene the General Meeting, 100 percent of the Bank's shares are owned by foreigners, stateless persons, foreign legal entities and/or international organisations.

The General Meeting may not begin earlier than specified in the notice of the General Meeting. Shareholders (shareholder representatives) who have registered to participate in the General Meeting shall have the right to participate in the General Meeting.

A shareholder shall also have the right to participate in the in-person General Meeting remotely through an authorised electronic system. In this case, the shareholder shall be provided with the opportunity to participate in the discussion of the agenda items.

9.2. In-person General Meeting shall begin with a report by the Chairman of the Registration Committee on the results of the registration of participants in the General Meeting and the presence of a quorum.

The general meeting shall be recognised as valid if shareholders (representatives of shareholders) who collectively own more than 50 percent of the voting shares have registered to participate in it.

If a quorum is not reached at the time of registration, the General Meeting shall be deemed not to have taken place. If there is a quorum, the Chairman of the General Meeting shall open the in-person General Meeting.

9.3. At the beginning of the in-person General Meeting, the Chairman of the General Meeting shall also inform the shareholders about:

- presence at the General Meeting of members of the Supervisory Board and the Management Board;
- presence at the General Meeting of persons who are not shareholders or representatives of shareholders;
- presence at the General Meeting of an authorised employee of the National Bank of Ukraine and/or the National Securities and Stock Market Commission;
- procedure for holding the General Meeting.

9.4. The in-person General Meeting shall continue until all agenda items have been considered.

9.5. At the in-person General Meeting, voting shall be held on all agenda items put to a vote.

9.6. The in-person General Meeting may not make decisions on issues not included in the agenda, except for issues of changing the order of consideration of agenda items and announcing a break until the next day.

9.7. After every 3 hours of continuous work, the Chairman of the in-person General Meeting shall announce a break lasting no less than 15 and no more than 60 minutes. General Meeting may not continue after 10 p.m. local time. If it is impossible to consider all issues included in the agenda within one day, a break may be declared until the next day. The decision to adjourn until the next day shall be made by not less than three-quarters of the votes of the shareholders who have registered to participate in the in-person Meeting and are owners of shares voting on at least one issue to be considered the next day.

The work of the in-person General Meeting after the break until the next day shall be carried out without additional registration of shareholders (their representatives) and based on the registration data of the first day.

The number of votes of shareholders who registered to participate in the in-person General Meeting shall be determined based on the registration data of the first day. After the break, the in-person General Meeting shall be held at the same location as specified in the notice of the General Meeting.

In the event that the shareholders who were present before the break are absent the next day, after the break, their votes in the vote are counted as "Did not participate in the vote", which the Chairman of the in-person General Meeting shall notify all shareholders of before the break.

The number of breaks during the Meeting may not exceed three.

9.8. The General Meeting may change the order of consideration of agenda items during its holding, provided that such a decision is supported by at least three-quarters of the votes of shareholders who registered to participate in the General Meeting.

9.9. The chairman of the in-person General Meeting shall submit the agenda items for consideration. Consideration of each agenda item, except for the election of the Bank's Supervisory Board, shall begin with the announcement of draft decisions.

The Chairman of the General Meeting, in the case provided for by law, shall announce that a vote on the agenda item will not be held due to the non-acceptance or adoption of a mutually exclusive decision on the previous issue

(one of the previous issues). Information about the fact and reasons for not holding a vote shall be reported by the Chairman of the General Meeting during its holding and shall be reflected in the minutes of the General Meeting.

9.10. Consideration of agenda items of the in-person General Meeting shall be carried out in accordance with the following regulations:

- main report – up to 15 minutes;
- co-report – up to 10 minutes;
- answering questions – up to 30 minutes.

Questions shall be asked to the speakers and co-speakers orally or in writing (by submitting notes to the Chairman of the General Meeting). Questions shall be formulated briefly and clearly.

Each speaker shall strictly adhere to the established regulations.

9.11. After discussion, the Chairman of the General Meeting shall sequentially put to a vote all draft decisions on the agenda item under consideration. Before the start of voting, the Chairman of the Counting Commission or the Chairman of the Temporary Counting Commission (until the Counting Commission is elected) shall explain the voting procedure to the shareholders.

9.12. The General Meeting may determine other rules of procedure for its work.

9.13. Interruption of the voting process shall be prohibited. No one shall be allowed to speak during the vote.

9.14. The voting results on each agenda item that took place during the General Meeting shall be tallied by members of the counting commission or members of the temporary counting commission (prior to the election of the counting commission) and shall be announced immediately after they are tallied.

After the end of the work of the General Meeting, the Chairman of the General Meeting shall announce its closure.

9.15. The procedure for conducting remote and electronic General Meeting shall be established by the National Securities and Stock Market Commission.

Section 10. DECISION-MAKING PROCEDURE BY THE GENERAL MEETING

10.1. One voting share shall entitle the shareholder to one vote for each of the issues put to a vote at the General Meeting, except for cumulative voting.

A shareholder may not be deprived of the right to vote, except in cases established by law.

By decision of the National Bank of Ukraine or in other cases established by the legislation of Ukraine, a temporary ban may be imposed on the exercise of voting rights by a shareholder – the owner of a direct significant stake in the Bank – in respect of the shares of the Bank owned by him/her, and by an owner of an indirect stake in the Bank – in respect of shares owned by a shareholder of the Bank through whom such a person owns an indirect significant stake in the Bank, as a result of which he/she shall be deprived of the right to participate in voting on issues on the agenda of the General Meeting.

10.2. The decision of the General Meeting on the issue put to the vote shall be adopted by a simple majority of votes of shareholders who registered to participate in the General Meeting and are owners of shares voting on the specified issue, unless the legislation of Ukraine and/or the Bank's Articles of Association establishes a greater number of votes required for the adoption of a decision by the General Meeting.

10.3. Voting shall be held immediately after consideration of each agenda item.

10.4. The election of members of the Supervisory Board shall be carried out by cumulative voting.

When electing members of the Supervisory Board by cumulative voting, voting shall be held on all candidates simultaneously.

Candidates who receive the largest number of shareholder votes compared to other candidates shall be considered elected. If two and/or more candidates received the same number of shareholder votes, which made it impossible to determine the final composition of the Supervisory Board in accordance with the quantitative limit of Supervisory Board members, the Supervisory Board shall be considered unformed.

The members of the Supervisory Board of the Bank shall be elected, and the Supervisory Board of the Bank shall be formed exclusively upon election of the full quantitative composition of the Supervisory Board of the Bank by cumulative voting.

10.5. Voting at the General Meeting on agenda items shall be conducted exclusively using ballots.

A ballot paper (except for cumulative voting) shall contain:

- 1) full name of the Bank and code according to the Unified State Register of Legal Entities, Individual Entrepreneurs and Public Organizations;
- 2) date of the General Meeting;
- 3) date and time of the start and end of voting (in the case of electronic and remote General Meeting);
- 4) the issue put to the vote and the draft decision(s) on this issue;
- 5) voting options for each draft decision (inscriptions “for” and “against”);

- 6) a reservation that the ballot shall be signed by the shareholder (representative of the shareholder), and the name of the legal entity (if it is a shareholder). In the absence of a signature, the ballot shall be considered invalid;
 - 7) details of the shareholder or his/her representative (if any) and the number of votes he/she holds.
- A cumulative voting ballot shall contain:
- 1) full name of the Bank and code according to the Unified State Register of Legal Entities, Individual Entrepreneurs and Public Organizations;
 - 2) date of the General Meeting;
 - 3) date and time of the start and end of voting (in the case of electronic and remote General Meeting);
 - 4) a list of candidates for members of the Bank's body, indicating information about them in accordance with the requirements established by the National Securities and Stock Market Commission;
 - 5) a place for the shareholder (shareholder's representative) to indicate the number of votes he/she casts for each candidate;
 - 6) a reservation that the ballot shall be signed by the shareholder (shareholder's representative). In the absence of a signature, the ballot shall be considered invalid;
 - 7) details of the shareholder and his/her representative (if any), indication of the number of votes belonging to the shareholder.
- The ballot for voting at the in-person General Meeting (including for cumulative voting), issued by the Registration Commission, shall be certified by the signature of the Chairman of the Registration Commission after the shareholder (shareholder's representative) registers to participate in the General Meeting.
- The ballot for voting at the in-person General Meeting (including for cumulative voting) of a shareholder participating remotely through an authorised electronic system is certified by the shareholder's qualified electronic signature and/or other means of electronic identification that meets the requirements specified by the National Securities and Stock Market Commission.
- The ballot for voting at an electronic or remote General Meeting is certified by a qualified electronic signature of the shareholder (his/her representative) and/or another means of electronic identification that meets the requirements specified by the National Securities and Stock Market Commission.
- If the ballot consists of several sheets, the pages of the ballot shall be numbered. In this case, each sheet of the ballot shall be signed by the shareholder (shareholder's representative).
- 10.6. The form and text of the ballot paper shall be approved by the person convening the General Meeting no later than 15 days before the date of the General Meeting, and in the case of cumulative voting – no later than 4 days before the date of the General Meeting. Shareholders shall have the right to review the voting ballot form after its approval prior to the start of the General Meeting.
- 10.7. The ballot paper shall be declared invalid on the grounds provided for by the legislation of Ukraine. Ballots declared invalid shall not be taken into account when counting votes.
- The specifics of voting at electronic General Meeting shall be determined by the National Securities and Stock Market Commission.
- 10.8. The General Meeting may not make decisions on issues not included in the agenda, except for issues of changing the order of consideration of agenda items and announcing a break in the General Meeting until the next day.
- 10.9. Minutes shall be drawn up based on the results of each vote, which shall be signed by all members of the counting commission who participated in the vote counting.
- In the event of transfer of powers of the counting commission to the Central Securities Depository or depository institution with which a contract for the provision of services has been concluded, in particular, for the performance of the functions of the counting commission, the Minutes on the voting results shall be signed by a representative of the Central Securities Depository or the relevant depository institution.
- In the event of an electronic General Meeting, based on information on the voting results, an authorised electronic system forms Minutes on the voting results, which is certified by the Central Securities Depository in accordance with the procedure established by the National Securities and Stock Market Commission, and signed by a person authorised to interact with the authorised electronic system in connection with the General Meeting. The decision of the General Meeting of Shareholders of the Bank shall be considered adopted from the moment of drawing up the Minutes on the voting results. The Minutes on the voting results shall be drawn up for each item on the agenda of the General Meeting separately.
- 10.10. The Minutes on the voting results (except for the cumulative one) shall indicate:
- 1) date of voting;
 - 2) the item put to the vote;
 - 3) the decision and the number of votes "for" and "against" on each draft decision on each agenda item put to the vote;
 - 4) the number of votes of shareholders who did not participate in the vote;

- 5) the number of votes of shareholders who participated in the General Meeting remotely through an authorised electronic system;
 - 6) the number of votes of shareholders on ballots declared invalid.
- The Minutes on the results of the cumulative vote shall indicate:
- 1) date of voting;
 - 2) the number of votes received by each candidate for members of the Bank's body;
 - 3) number of votes of shareholders who did not participate in the vote;
 - 4) the number of votes of shareholders who participated in the General Meeting remotely through an authorised electronic system;
 - 5) the number of votes of shareholders on ballots declared invalid.
- 10.11. The results of the vote shall be announced at the General Meeting during which the vote was held. The Protocols on the voting results shall be attached to the Minutes of the General Meeting.
- 10.12. The decisions of the General Meeting shall be binding on all shareholders of the Bank, including those who did not participate in the General Meeting and voted against the adoption of this decision, as well as on all bodies, officials of the Bank and employees of the Bank.
- 10.13. The decision of the General Meeting of the Bank shall have no legal force if it is adopted:
- 1) using the voting rights by persons to whom the National Bank of Ukraine has temporarily prohibited the exercise of voting rights at the General Meeting of the Bank and/or has made a demand for the alienation of the Bank's shares;
 - 2) using the voting rights for shares acquired as a result of a transaction that is void.

Section 11. MINUTES OF THE GENERAL MEETING

11.1. Decisions made at the General Meeting, including the results of voting on each item on the agenda, shall be recorded in minutes, the compilation of which is ensured by the Secretary of the General Meeting during in-person and remote General Meeting.

11.2. The minutes of the General Meeting held by electronic voting shall be generated by an authorised electronic system and certified by the Central Securities Depository in accordance with the procedure established by the National Securities and Stock Market Commission.

11.3. The minutes of the General Meeting shall be drawn up within 10 days from the date of closure of the General Meeting.

11.4. The Minutes of the General Meeting of the Bank shall include information on:

- 1) date of the General Meeting;
- 2) method of holding the General Meeting;
- 3) date and time of the start and end of voting (in the case of electronic and remote General Meeting);
- 4) the date of compilation of the list of shareholders entitled to participate in the General Meeting and the number of votes they are entitled to;
- 5) the total number of persons included in the list of shareholders entitled to participate in the General Meeting;
- 6) the total number of votes of shareholders – owners of voting shares of the Bank, who registered to participate in the General Meeting (if certain shares are not voting on all issues of the agenda – the number of voting shares on each issue is indicated);
- 7) the total number of votes of shareholders – owners of voting shares of the Bank, who participated in the General Meeting remotely through an automated electronic system (in the case of an in-person General Meeting);
- 8) quorum of the General Meeting (if certain shares are not voting on all issues of the agenda – the quorum of the General Meeting on each issue is indicated);
- 9) Chairman and Secretary of the General Meeting;
- 10) composition of the counting commission (in the case of holding the General Meeting by in-person voting);
- 11) person(s) authorised to interact with the authorised electronic system in connection with the holding of the General Meeting;
- 12) agenda of the General Meeting;
- 13) voting results indicating the voting results on each issue on the agenda of the General Meeting and the decisions adopted by the General Meeting.
- 14) other information provided for by the legislation of Ukraine.

11.5. The minutes of the General Meeting shall be signed by the Chairman and the Secretary of the General Meeting on each page of the minutes and stitched. Minutes of the General Meeting shall be numbered continuously through numbering in chronological order.

The Chairman and Secretary of the General Meeting shall be personally responsible for the accuracy of the information (compliance of the information with the decisions adopted by the General Meeting) reflected in the Minutes.

11.6. The Minutes of the General Meeting shall be posted on the Bank's website within 5 business days from the date of its preparation, but no later than 10 days from the date of the General Meeting.

11.7. The Corporate Secretary shall ensure the storage of original copies of the minutes of the General Meeting. The Minutes of the General Meeting shall be kept throughout the Bank's operation. The Minutes of the General Meeting shall be attached to the Minutes of the voting results.

After the Minutes on the voting results are drawn up, the ballot papers issued by the Registration Commission shall be sealed by the Counting Commission (or a person to whom the powers of the Counting Commission have been transferred) and stored at the Bank for the duration of its activity, but not less than four years.

11.8. Excerpts from the Minutes of the General Meeting shall be signed by the Chairman and the Secretary of the General Meeting. If the extract from the Minutes of the General Meeting consists of several sheets, it shall be stitched, affixed with the Bank's seal and signed by the Chairman or Secretary of the General Meeting.

Copies of the Minutes of the General Meeting shall be certified by the signature of the Chairman of the Board and the seal of the Bank.

Copies of the Minutes of the General Meeting and/or extracts from them, duly certified, shall be provided upon written request of any shareholder in accordance with the procedure provided for by the legislation of Ukraine.

Copies of the Minutes of the General Meeting and/or extracts from them, duly certified, shall be issued to the Bank's employees solely on the basis of an official memorandum justifying such necessity.

Originals or copies of the Minutes of the General Meeting and/or extracts from them, duly certified, shall be provided to authorised state authorities, other bodies, enterprises, institutions and in accordance with the legislation of Ukraine.

In cases provided for by the legislation of Ukraine, the signatures of the Chairman and Secretary of the Meeting on the Minutes of the General Meeting are notarised.

Section 12. EXTRAORDINARY GENERAL MEETING

12.1. Extraordinary General Meeting of Shareholders of the Bank shall be convened by the Supervisory Board:

- 1) on their own initiative;
- 2) at the request of the Management Board – in the event of initiation of proceedings to declare the Bank bankrupt or the need to make a significant transaction;
- 3) at the request of shareholders (shareholder) who on the date of filing the request collectively own 5 percent or more of the Bank's voting shares;
- 4) at the request of the National Bank of Ukraine;
- 5) in other cases established by the legislation of Ukraine or the Bank's Articles of Association.

12.2. The request to hold an extraordinary General Meeting shall be submitted in writing to the Bank's Management Board at the address of the Bank's location, indicating the Bank's body or the details of the shareholders who request the holding of an extraordinary General Meeting, the grounds for holding it, the draft agenda and draft decisions on the issues included in the draft agenda (except for cumulative voting). In the event of a request being submitted by shareholders, such a request shall contain information on the number, type and class of shares owned by the shareholders and, if submitted in paper form at the Bank's location, be signed by all shareholders submitting it.

12.3. The Supervisory Board shall decide to convene an extraordinary General Meeting or to refuse to convene such a meeting within 10 days from the date of receipt of the request for its convening.

12.4. A decision to refuse to convene an extraordinary General Meeting may be made only in the following cases:

- if the shareholders (shareholder) do not own (own) 5 percent or more of the Bank's voting shares on the date of filing the claim;
- if the shareholders' (shareholder's) claim does not contain the information specified in clause 12.2. of these Regulations.

12.5. The decision of the Supervisory Board to convene an extraordinary General Meeting or a reasoned decision to refuse to convene it shall be sent to the Bank's Management Board or to the shareholders who request its convening within 3 days from the date of its adoption.

The Supervisory Board shall not have the right to make changes to the draft agenda of the General Meeting contained in the request to hold an extraordinary General Meeting, except for including new issues or draft decisions in the draft agenda.

12.6. Extraordinary General Meeting of the Bank shall be held within 45 days from the date of receipt of the request for their convening.

12.7. If the interests of the Bank so require, the person convening the General Meeting, when making a decision to convene an extraordinary General Meeting, may establish that shareholders will be notified of the holding of an extraordinary General Meeting no later than 15 days prior to the date of its holding in accordance with the procedure established by the legislation of Ukraine. In this case, the person convening the General Meeting approves its agenda.

The person convening the General Meeting may not make the decision specified in the first paragraph of this clause of the Regulations if the agenda of the Extraordinary General Meeting includes the issue of electing members of the Supervisory Board.

12.8. If the Supervisory Board does not make a decision to convene an extraordinary General Meeting at the request of shareholders (shareholder) who, on the date of submission of the request, collectively own 5 (five) or more percent of the Bank's voting shares, within 10 days from the date of receipt of such a request or the decision to refuse such a call, an extraordinary General Meeting may be held by shareholders (shareholder) who (who) submitted such a request in accordance with the legislation of Ukraine, within 90 days from the date of sending such shareholders (shareholder) a request to convene them to the Bank.

The decision of the Supervisory Board to refuse to convene an extraordinary General Meeting of Shareholders may be appealed by the shareholders to court.

12.9. Shareholders who convene an extraordinary General Meeting shall ensure the implementation of actions to organise and hold the relevant extraordinary General Meeting as provided for by the legislation of Ukraine and these Regulations.

Section 13. HOLDING GENERAL MEETING IN WHICH SHAREHOLDERS HOLDING 100 PER CENT OF THE VOTING SHARES PARTICIPATE

13.1. If shareholders who own 100 percent of the Bank's voting shares gather in one place, they have the right to make any decision on issues within the competence of the General Meeting in accordance with the legislation and/or the Bank's Articles of Association.

Decisions made at such General Meeting shall be considered valid, provided that all established legal requirements are met, and shall be drawn up in the form of minutes of the General Meeting, which are signed by all shareholders of the Bank who own 100 percent of the voting shares.

13.2. The requirements of these Regulations regarding the procedure for convening and holding General Meeting do not apply to General Meeting held in accordance with the requirements of this section.

13.3. Shareholders who own 100 percent of the Bank's voting shares may hold a joint meeting by means of telecommunications.

Section 14. CONTROL OVER THE IMPLEMENTATION OF DECISIONS ADOPTED BY THE GENERAL MEETING

14.1. The Bank's Management Board shall organise the implementation of the decisions of the General Meeting and regularly report to the Supervisory Board and the General Meeting in accordance with the procedure established by the legislation of Ukraine, the Articles of Association and internal regulatory documents of the Bank. The Supervisory Board of the Bank shall, including through the permanent Supervisory Board Committees, exercise control over the activities of the Management Board in implementing the decisions of the General Meeting.

14.2. The heads of the Bank's structural divisions that directly implement the decisions of the General Meeting shall be personally responsible for the high-quality and timely implementation of the decisions made, as well as for the complete and timely provision of information on the status of implementation of the instructions/decisions of the General Meeting to the Chairman of the Bank's Management Board.

14.3. Information on the implementation of the decisions of the General Meeting shall be brought to the attention of the General Meeting by the responsible person in the annual report of the Management Board, unless a different procedure and terms are established by the decision of the General Meeting.

Section 15. FINAL PROVISIONS

15.1. These Regulations shall enter into force on the date of their approval by a decision of the General Meeting, unless otherwise established by such decision.

15.2. From the date of entry into force of this version of the Regulations, the "REGULATIONS ON THE GENERAL MEETING OF SHAREHOLDERS OF THE JOINT STOCK COMPANY "FIRST UKRAINIAN INTERNATIONAL BANK", approved by the decision of the General Meeting of Shareholders of the Bank (Minutes No. 89 dated 28/04/2023), shall cease to be valid.

15.3. The Regulations shall be reviewed on a regular basis, but not less than once every three years.

15.4. In the event of any part of these Regulations not complying with the legislation of Ukraine, regulations of the National Bank of Ukraine or the current version of the Bank's Articles of Association, including in connection with the adoption of new acts of Ukrainian legislation or regulations of the National Bank of Ukraine, these

Regulations shall apply only to the extent that they do not contradict the legislation of Ukraine, regulations of the National Bank of Ukraine or the current version of the Bank's Articles of Association.

Chairman of the General Meeting

Anna DUGADKO