

Senior management and executive members of the Board of Directors¹ of OTP Bank



Dr. Sándor Csányi
Chairman of the BoD
Chairman & CEO

He graduated from the College of Finance and Accounting in 1974 with a bachelor's degree in business administration and from the Karl Marx University of Economic (now: Corvinus University) in 1980 with a master's degree in economics and finance, where he also obtained a doctorate in finance between 1981-1983. He is a chartered accountant – certified by the Ministry of Finance in 1982. After graduating he worked at the Tax Revenue Directorate and then at the Secretariat (Banking Supervision Section) of the Ministry of Finance. From 1983 to 1986, he was Head of Department at the Ministry of Agriculture and Food Industry. From 1986 to 1989 he was a senior department head at the Hungarian Credit Bank (MHB). From 1989 to 1992 he was Deputy CEO of K&H Bank. He has been the Chairman and CEO of OTP Bank Plc. since 1992. He is Vice Chairman of the Board of Directors of MOL Plc. and Co-Chairman of the Chinese-Hungarian Business Council. In 2022, through contributing 100% of the shares of Bonitás 2002 Ltd. and Hungerit Ltd. as well as substantial cash, he founded Unity Asset Management Foundation, which acts as his "Family Office" and manages sizable investments. Bonitás 2002 Ltd. is the holding company that oversees his investments in agriculture, the food industry, real estate and asset management, which comprise some 240 directly or indirectly owned companies. Bonitás 2002 Ltd. is one of the largest investors in agriculture and food industry in the CEE region through Bonafarm Group, Hungerit Ltd. and KITE Ltd. generating a total annual revenue of EUR 2.5 billion with more than 9,500 employees and with a total of 40,000 hectares of cultivated farmland. The Bonafarm Group is vertically integrated with agricultural companies producing the raw materials for food processors: Hungary's largest meat processor, Pick Szeged Co and MCS Vágóhid Ltd., the dairy company Sole-Mizo Ltd. and the winery Csányi Pincészet Ltd. It also has signi-

ficant investments in real estate and construction companies as well as in venture capital and real estate funds through the Bonitás Venture Capital and Real Estate Fund. The size of venture capital fund is EUR 20 million and the average VC investment is between EUR 900,000 and EUR 2 million, while the size of the real estate fund is EUR 80 million. Bonitás 2002 Ltd.'s portfolio also includes the largest hungarian private hospital, BEK Ltd. He has been President of the Hungarian Football Federation (MLSZ) since 2010. From 2015 until 2023 he was a member of the UEFA Executive Committee, from 2017 to 2023 Vice President thereof and from 2017 a member of the UEFA Finance Committee. He has been a member of the FIFA Council since 2017, and Vice President of the FIFA Council since 2018. He has been the owner of Pick Szeged Handball Club since 2011. He has been the Honorary President of the International Judo Federation since 2024. He has been the Vice President of the Board of Trustees of the International Children's Safety Service since 1995, and Chairman of the Board of Trustees of the Prima Primiissima Foundation since 2003. In 2005, he established the Csányi Foundation for Children with his own funds, which supports the education of over 523 highly talented underprivileged children from the age of 10 till their graduation through 7 talent centres located throughout in Hungary. Since 2009, he has been a member of the Board of Trustees of the Media Union for Social Awareness Formation Foundations. Since 2020, he has been the Chairman of the Board of Trustees of the Pro Sopron University Foundation. In 2021, he became the Chairman of the Board of Trustees of the Hungarian University of Agriculture and Life Sciences (MATE) Foundation. As of 31 December 2024 he held 76,887 ordinary OTP shares (while the total number of OTP shares held directly and indirectly by him was 5,276,887).



András Becsei
Deputy CEO
Retail Division

In 2001, he graduated with a master's degree in Finance from the Budapest University of Economic Sciences and Public Administration. During his studies he was awarded a scholarship at the University of Southern California in Los Angeles. He went on to get a second master's degree in International Management from the University of Cologne (2002) and an MBA from INSEAD (2005-2006). His career started as a Mergers & Acquisitions analyst at MOL in 2000, before moving to Ruhrgas in Essen (2001-2002). Between 2002-2009, he worked as a Consultant and a Project Manager at McKinsey & Company. Since 2009, he has worked at OTP Bank in various roles including Managing Director of the Retail Subsidiary Management and Business Development Directorate (2009-2012), CEO of OTP Mortgage Bank and OTP Building Society (from 2014), Director of Retail Product Development (2012-2016), and Managing Director of Budapest Region (2017-2022). Alongside his primary role at OTP, he has performed other duties as a member of the Supervisory Board of OTP Bank Ukraine – JSC OTP Bank (2010-2014) and as the Vice President of the Hungarian Banking Association since 2014. He temporary served as President for 9 months since July 2019. Since the beginning of 2023, he has been appointed to Deputy CEO at OTP leading the Retail Banking Division. As of 31 December 2024 he held 11,649 ordinary OTP shares.



László Bencsik
Chief Strategic and Financial Officer
Deputy CEO
Strategy and Finance Division

In 1996, he graduated from the Faculty of Business Administration at the Budapest University of Economic Sciences, and in 1999 he obtained a Master's in Business Administration (MBA) from INSEAD Business School in France. Between 1996 and 2000 he worked as a consultant at Andersen Consulting (now Accenture). From 2000 to 2003 he was a project manager at consulting firm McKinsey & Company. He joined OTP Bank in 2003, when he became managing director of the Bank Operations Management Directorate, and the manager with overall responsibility for controlling and planning. He has been deputy CEO of OTP Bank, and head of the Strategy and Finance Division, since August 2009. Since 13 March 2012 he has been Chairman of the Supervisory Board of DSK Bank. As of 31 December 2024 he held 16,003 ordinary OTP shares.



Péter Csányi
member of the BoD
Deputy CEO
Digital Division

He graduated from City University London in 2006 with a bachelor's degree in economics, then in 2007 with a master's degree in finance from the IE Business School in Madrid. In 2015, he received the Master of Business Administration (MBA) diploma from Kellogg School of Management in the USA. He began his career in 2006 at Merrill Lynch's London office as an intern and he was working part-time on corporate finance projects for financial institutions while attending university as well. From 2007 to 2011, he was an analyst in Deutsche Bank's London office and then a financial advisor in the field of corporate finance (for Central and Eastern European corporate customers). From 2011-2016, he worked for McKinsey & Company Inc. as a senior consultant mostly working on banking related projects. He joined OTP Bank in 2016 as managing director of the Digital Sales and Development Directorate. After the agile transformation at the Bank, he became responsible for the management of the Omnichannel Tribe from 2019. In addition, since January 2021, he was the head of the Daily Banking Tribe. Since March 2021, he has been the Deputy CEO of OTP Bank, the head of the IT Division (as of 1 May 2021 Digital Division) and the Member of the Management Committee. Since July 2023 he is the Chairman of the Executive Steering Committee. From 2020 he has been Chairman of the Supervisory Board of OTP banka d.d. in Croatia. He is also a member of the OTP Mobil Ltd. Supervisory Board, the Board of Directors of PortofLion Ltd., and the Supervisory Board of Fizz.hu (Ecosystem Ltd.). He is also the head of the Digitization Working Group of the Hungarian Banking Association and a member of the Mastercard European Advisory Board and the vice president responsible for digital transformation of IVSZ IT Association of Hungary. He has been a member of OTP Bank's Board of Directors since 16 April 2021. As of 31 December 2024 he held 49,429 ordinary OTP share.



György Kiss-Haypál
Deputy CEO
Risk Management Division

He is a qualified economist. He graduated from the Budapest University of Economic Sciences in 1996. He started his career as a project finance analyst for Budapest Bank Plc., and by 2007 he was appointed head of the bank's risk management department. Between 2002 and 2006 he worked in Ireland as corporate credit risk portfolio manager for GE Consumer Finance Europe, and in Austria as GE Money Bank's consumer loans portfolio manager. Between 2008 and 2015 he was member of the Board of Directors of Budapest Bank. From 2015 he was deputy head of the Credit Approval and Risk Management Division of OTP Bank Plc., and then was appointed acting head of the Division. Since 3 May 2017, he has been deputy CEO of OTP Bank Plc., the head of Credit Approval and Risk Management Division. As of 1 January 2024 Risk Management Division. As of 31 December 2024 he held 15,995 ordinary OTP shares.



László Wolf
member of the BoD
Deputy CEO
Commercial Banking Division

He graduated from the Karl Marx University of Economic Sciences (now: Corvinus University) in 1983. After graduation, he worked at the Bank Relations Department of the National Bank of Hungary for 8 years, and then he was head of Treasury at BNP-KH-Dresdner Bank between 1991 and 1993. From April 1993 he was managing director of OTP Bank's Treasury Directorate, and since 1994 he has been the head of Commercial Banking Division as Deputy CEO of OTP Bank Plc. Since 2003 he has been a member of DSK Bank's Supervisory Board. He has been a member of OTP Bank's Board of Directors since 15 April 2016. Since 13 June 2023 he has been the Chairman of Supervisory Board of Ipoteka Bank. As of 31 December 2024 he held 554,412 ordinary OTP shares.

¹ The members of the Board of Directors are elected by the General Meeting for a term of five years.

Non-executive members of the Board of Directors of OTP Bank



Tamás György Erdei
Deputy Chairman of the BoD
BSc Business Administration

He graduated in 1978 with a degree from the College of Finance and Accounting. He began his professional career at OTP, in a variety of administrative roles (his last position was branch manager), before going on to work at the Ministry of Finance in the area of bank supervision. From 1983 he was employed by the Hungarian Foreign Trade Bank, where he gradually worked his way up through the ranks. In 1985 he became managing director, in 1990 he was appointed Deputy CEO, then in 1994 he became CEO, and from 1997 until the end of March 2012 he was Chairman & CEO. Between 1997 and 2008, and between 2009 and 2011, he was the elected president of the Hungarian Banking Association. He is the Chairman of the Supervisory Board of the International Children's Safety Service. He has been a member of OTP Bank's Board of Directors since 27 April 2012. He has been the Chairman of OTP Bank's Risk Assumption and Risk Management Committee, and he was a member of the Nomination Committee between 2014 and 2020. He has been the Deputy Chairman of the Board of Directors of OTP Bank Plc. since April 2019 and the Chairman of the Work-out Committee since October 2019. He has been Chairman of the Board of Directors at OTP Factoring Ltd. since December 2019. As of 31 December 2024 he held 59,685 ordinary OTP shares.



Gabriella Balogh
Chemical engineer, MSc Economics, specialization in marketing

She graduated as organizing chemical engineer from the University of Veszprém in 1993 and as marketing economist from the University of Economics Budapest in 1997. She worked as a marketing associate between 1993 and 1998, as director of the Marketing Department from 1998 to 2005 and as managing director of the Marketing and Sales Directorate between 2005 and 2008 at OTP Bank Plc. She has been the managing director of GoodStep Consulting Ltd. since 2008. She fulfilled group management tasks as a member of the Board of Directors at the Central European Media and Publishing Company between 2010 and 2017. She has been co-owner and Board of Directors member of Net Media Plc. since 2016. She is Presidium member and Chairwoman of the Marketing and Media Board of the Hungarian Football Federation. She is the Chairwoman of the Supervisory Board of Művészetek Palotája Ltd. Since 2023 she has been the Member of the Board of Directors of Richter Gedeon Plc. She has been a member of OTP Bank's Board of Directors since 16 April 2021. As of 31 December 2024 she held 27,393 ordinary OTP shares.



Mihály Baumstark
BSc Agricultural Business Administration, MSc Economics

He graduated with a degree in agricultural business administration at Gödöllő University of Agriculture (1973), and went on to do a masters in economics at the Karl Marx University of Economic Sciences (now: Corvinus University) (1981). He was employed by the Ministry of Agriculture and Food Industry between 1978 and 1989. When he left the Ministry he was Deputy Head of the Investment Policy Department. Then he was managing director of Hubertus Bt., and from 1999 to 2011 he was deputy CEO and then Chairman & CEO of Villányi Winery Ltd. (now Csányi Winery Ltd.). He is currently retired. He was a member of OTP Bank's Supervisory Board from 1992 to 1999, and has been a non-executive member of OTP Bank's Board of Directors since 1999. He has been Chairman of OTP Bank's Ethics Committee since 2010, as well as a member of its Remuneration Committee since 2011. He was the member of the Nomination Committee between 2014 and 2020. As of 31 December 2024 he held 58,800 ordinary OTP shares.



Dr. István Gresa
PhD Business Administration and Economics

He graduated from the College of Finance and Accountancy in 1974 and received a degree in economics from the Karl Marx University of Economic Sciences (now: Corvinus University) in 1980. He earned a PhD from the University of Economic Sciences in 1983. He has been working in the banking sector since 1989. Between 1989 and 1993 he was branch manager of Budapest Bank's Zalaegerszeg branch. From 1993 he was director of OTP Bank's Zala County Directorate, and from 1998 he was the managing director of the Bank's West Transdanubian Region. From 1 March 2006 until 14 April 2016 – when he retired – he was Deputy CEO of OTP Bank Plc., the Head of the Credit Approval and Risk Management Division. He was Chairman of the Board of Directors at OTP Factoring Ltd. between 2006 and 2017. He has been a member of OTP Bank's Board of Directors since 27 April 2012. As of 31 December 2024 he held 195,058 ordinary OTP shares.



Antal György Kovács
MSc Economics

He graduated from the Karl Marx University of Economic Sciences (now: Corvinus University) with a degree in economics. He began his professional career in 1990 at the Nagyatád branch of K&H Bank, where he worked as a branch manager between 1993 and 1995. He has been working at OTP Bank since 1995, first as a county director and from 1998 as the executive director of OTP Bank's South Transdanubian Region. From 1 July 2007 to 31 December 2022 he was the head of Retail Division as OTP Bank's Deputy CEO. He has received additional training at the International Training Centre for Bankers and on various courses held by the World Trade Institute. Between April 2007 and April 2012 he was Chairman of the Supervisory Board of OTP banka Hrvatska d.d. He was the Chairman of the Supervisory Board of OTP Bank Romania SA from 12 December 2012, until the sale of the Romanian subsidiary bank. He has been Chairman of the Board of Directors of OTP Mortgage Bank Ltd. and OTP Building Society Ltd. since 24 April 2014. He was a member of OTP Bank's Supervisory Board from 2004 to 14 April 2016. Between 15 April 2016 and 27 April 2023 he was a member of OTP Bank's Board of Directors, on 28 April 2023 the General Meeting of OTP Bank elected him as non-executive member of the Board of Directors.. As of 31 December 2024 he held 114,940 ordinary OTP shares (while the total number of OTP shares held by him directly and indirectly was 119,240).



György Nagy
Msc International Economics

He graduated from the Department of International Foreign Economics of University of International Relations (Moscow) in 1989. He was a founding owner of Wallis Holding (founded in 1990) and he managed the Wallis Group as CEO until 2000. He founded Westbay Holding Ltd. in 2004, the company's portfolio includes several successful investments. He has been the Chairman of the Hungarian Shooting Federation since 2012, Presidium member of the European Shooting Confederation (ESC) since 2013 and he was elected the Vice President of ESC in 2021. He has been a member of OTP Bank's Board of Directors since 16 April 2021. As of 31 December 2024 he held 13,000 OTP shares (while the total number of OTP shares held by him directly and indirectly was 980,000).



Dr. Márton Gellért Vági
General Secretary
Hungarian Football Federation

He graduated in 1987 from the department of foreign economics at the Karl Marx University of Economic Sciences (now: Corvinus University). From 1987 to 2000 he was lecturer at University of Economic Science of Budapest (today Corvinus University of Budapest) and from 1994 onwards associate professor and head of department. He has a university doctorate and a PhD in economics. He has authored or co-authored more than 80 studies, essays and books. Between 2000 and 2006 he worked at the State Holding and Privatisation Co. (ÁPV Ltd.) as managing director, Deputy CEO and then CEO. Between 2006 and 2010 he was the Chairman of the National Development Agency. In various periods between 2000 and 2010, he was the Chairman of the Board of Directors of Magyar Villamos Művek, Paks Nuclear Power Plant and the National Textbook Publishing House. Between 2002 and 2010, he was a member of the Board of Directors of Földhitel és Jelzálogbank Plc., and the Chairman of the Board of Directors for 4 years. Since 2010 he has been general secretary of the Hungarian Football Federation. He was a member of UEFA's HatTrick Financial Assistance Committee between 2011 and 2023. He has been a member of FIFA's Financial Committee since 2017 and since 2023 he has been one of the Vice Presidents of the UEFA National Teams Competition Committee. He was a member of OTP Bank's Supervisory Board between 2011–2021. He was a member of OTP Bank's Audit Committee between 2014–2021. He was a member of OTP Bank's Nomination Committee between 2020–2021. He has been a member of OTP Bank's Board of Directors since 16 April 2021. As of 31 December 2024 he held 22,600 OTP shares.



Dr. József Zoltán Vörös
Professor emeritus, academician
University of Pécs

He earned a degree in economics from the Karl Marx University of Economic Sciences (now: Corvinus University) in 1974. In 1984 he earned a PhD in economics from the Hungarian Academy of Sciences, and a Doctor of Science degree in 1993. He has been a member of the Hungarian Academy of Sciences since 2013. Between 1990 and 1993 he was the dean of the Faculty of Business and Economics, Janus Pannonius University (JPTE) in Pécs. In 1993 he attended a course in management for senior executives at Harvard University. From 1994 he was a professor at JPTE, from 2021 he has been professor emeritus. He was the senior Vice Rector of the University from 2004–2007, between 2007 and 2011 he was the Chairman of the Economic Council of the University of Pécs. He has been a non-executive member of OTP Bank's Board of Directors since 1992. He has been the Chairman of OTP Bank's Remuneration Committee since 2009, and member of its Risk Assumption and Risk Management Committee since 2014. As of 31 December 2024 he held 204,914 ordinary OTP shares.

Members of the Supervisory Board² of OTP Bank

Independent members:



Tibor Tolnay
Chairman of the SB

He graduated from Budapest University of Technology as a qualified civil engineering in 1978, and in 1983 he obtained a degree in economic engineering. In 1993 he finished his studies as specialized economist at Budapest University of Economics. From 1989 to 1994, he was the director of State Construction Company No. 21. From 1994 to 2015 he was the Chairman & CEO of the already privatized Magyar Építő Joint Stock Company. He has been the managing director of Érték Ltd. since 1994. From 2018 to 2021 he was the President of the National Association of Entrepreneurs and Employers, since 2021 co-President. Since 1992 he has been a member of OTP Bank's Supervisory Board, and Chairman of the Supervisory Board since 1999. He was a member and Deputy Chairman of OTP Bank's Audit Committee between 2007 and 2011 and has been again since 2014. He has been the Chairman of OTP Bank's Nomination Committee since 2020. As of 31 December 2024 he held 54 ordinary OTP shares.



Dr. József Gábor Horváth
a Felügyelő Bizottság alelnöke
nyugdíjas ügyvéd

He earned a degree in law from Eötvös Loránd University in Budapest in 1980. From 1983 he worked for the Hungarian State Development Bank. He has been a lawyer since 1986, and from 1990 to 2023 he run his own law firm, which was specialised in corporate finance and corporate governance. He has been a member of the Supervisory Board of OTP Bank since 1995 and was a member of MOL Plc.'s Board of Directors between 1999 and 2014. He has been Deputy Chairman of OTP Bank's Supervisory Board since 2007. He was Chairman of OTP Bank's Audit Committee between 2007 and 2011 and has been again since 2014. He has been a member of OTP Bank's Nomination Committee since 2020. He was a member of the Board of Directors of INA Industrija Nafta d.d. from 2014 to 2018. As of 31 December 2024 he held no ordinary OTP shares.



Dr. Tamás Gudra
BSc Business Administration,
Lawyer

He graduated as business administrator in 1993 from the College of Commerce and Catering. He is a Hungarian chartered auditor since 1997. He also obtained a university degree in 2010 as a lawyer at the Faculty of Law of Janus Pannonius University in Pécs. He worked as an auditor from 1993 to 2001 at Deloitte & Touche. Between 2001 and 2003 he was an accounting expert of subsidiaries at the Accounting and Tax Directorate of the Hungarian Oil and Gas Public Limited Company (MOL Rt). Then he was managing director at the Auditor, Financial and Accounting Directorate of the National Privatization and Asset Manager Plc. (ÁPV Ltd.) between 2003 and 2007 and became the director of Controlling Directorate at the Hungarian National Asset Manager Plc. (MNV Ltd.) from 2008 to 2010. Following these assignments, he worked as the CFO of the Hungarian Football Federation from 2011 until June of 2020. Between 2020 and 2024 he was the group-level CFO of Bonafarm Ltd. He has been the strategic advisor of OTP Pension Fund since May 2024. He was a member of the Supervisory Board of OTP Lakástakarék Ltd. between 2012 and 2021 and he is Chairman of the Hungarian Paralympic Committee's Supervisory Board since 2016. Since 2021 he has been property inspector of Hungarian University of Agriculture and Life Sciences. Since 2022, he has been the asset controller of the Unity Asset Management Foundation. He has been a member of the Supervisory Board and Audit Committee of OTP Bank since 16 April 2021. As of 31 December 2024 he held no ordinary OTP shares.



Olivier Péqueux
Groupama International SA

He graduated from Institute of Actuaries of France, Polytechnique School and ENSAE Paris Tech. Started to work in 1998 as an insurance commissioner for the French Insurance Supervisory Authority. In 2003, he joined the French Ministry of Finance to take part in the pension law reform and the setup of a pension fund for French civil servants. Then he became technical adviser to the French Minister of health and pensions. In 2005 he joined Groupama Group, first in charge of the actuary and accounting department of Gan Patrimoine, a life insurance company, and then in 2007 as Chief Financial Officer of Groupama Paris Val de Loire. He moved to China in March 2011 as Deputy General Manager of Groupama China, in charge of finance, actuary and investments in the joint venture between AVIC and Groupama. From 2015 to 2017, he was the General Manager of Groupama AVIC. He was the Chief International Officer of Groupama Assurances Mutuelles between 2018 and 2024. Since May 2024 he is Deputy CEO in charge of Finance, Actuarial, Audit and Risks at Groupama Assurances Mutuelles. He has been a member of OTP Bank's Supervisory Board, and Audit Committee since 2018. As of 31 December 2024 he held no ordinary OTP shares.

Employee delegates:



Klára Bella
Director
Large Corporate Department

She graduated from the College of Finance and Accountancy and later obtained a degree from the Budapest University of Economic Sciences. From 1992 to 1994 she worked as a clerk at the Fertőszentmiklós branch of OTP Bank. From 1994 to 1995 she was a lending consultant at Polgári Bank. From 1995 to 1996 she worked as a risk manager at the Central Branch of OTP Bank. From 1996 to 1997 she was authorizer in the Credit Approval and Risk Management Division. From 1997 to 2010 she was Deputy Managing Director at the Central Branch. From 2010 to 2016 she was Director at the Central Branch. Between 2017 and 2020, she was Director of the Corporate Directorate. Since 1 July 2020, she has been the Director of the Large Corporate Department of the Specialised Finance Directorate. She has been a member of OTP Bank's Supervisory Board, and representative of the Bank's employees since 12 April 2019. As of 31 December 2024 she held 491 ordinary OTP shares.



András Michnai
President of OTP Bank's
Employees' Trade Union

He graduated in 1981 from the College of Finance and Accounting with a degree in business administration. He has been an employee of the Bank since 1974, and until 1981 held a variety of posts in the branch network. Following this he held a management position in the central network coordination department before returning to work in the branch network. From 1994, as deputy managing director, he participated in the central coordination of the branch network. Between 2005 and 2014 he was the managing director of the Bank's Compliance Department. He further expanded his professional skills, obtaining a Master's degree at the Budapest Business School, and is a registered tax advisor. He has been a member of OTP Bank's Supervisory Board, and representative of the Bank's employees since 2008. He has been President of OTP Bank's Employees' Trade Union since December 2011. As of 31 December 2024 he held 1,410 ordinary OTP shares.

² Supervisory Board members are elected by the General Meeting for a term of three years.

Information for Shareholders

General company data

Date of foundation:

31 December 1990, registered by the Metropolitan Court of Budapest as Court of Registration on 28 October 1991 under company registration number 01-10-041585. The latest Article of Association may be requested from the Company or may be downloaded from the Bank's website.

Legal predecessor:

Országos Takarékpénztár, founded 1 March 1949

Registered head office of OTP Bank Plc.

H-1051 Budapest, Nádor utca 16.
Telephone: +36 1 473 5000

Share capital:

OTP Bank's share capital as at 31 December 2024 was HUF 28,000,001,000, consisting of 280,000,010 ordinary shares of nominal value HUF 100 each.

Stock exchange listing

The ordinary shares of OTP Bank Plc. are listed on the Budapest Stock Exchange under category "Premium Equity", and the global depository receipts (GDRs) representing the ordinary shares that are traded abroad are listed on the Luxemburg Stock Exchange and the London Stock Exchange. (2 GDRs represent 1 ordinary share.) The depository bank for OTP GDRs is the Bank of New York Mellon. (Stock exchange symbol for OTP Bank shares: OTP, Reuters: OTPB.BU)

Participation and voting rights at the Annual General Meeting

The General Meeting will be conducted with the personal presence of those entitled to participate. Shareholders may participate in the General Meeting in person or through

a proxy. OTP Bank Plc. is entitled to check the personal identity of the shareholders and their proxies based on documents, prior to their admission to the General Meeting.

The authorisations relating to representation as a proxy at the General Meeting must comply with the relevant provisions of Hungarian law. The authorisation must include, clearly and expressly, a statement of authorisation with respect to the proxy, a specification of the authoriser and of the proxy, and any limitations that may apply to the authorisation. The authorisation must be issued in the form of a notarised deed or a private document of full probative force.

One representative may represent several shareholders; however, he/she must possess authorisations from every shareholder represented by him/her, either in the form of a notarised deed or a private document of full probative force. If several proxies are indicated in one authorisation, then it must be specified that, under the authorisation, each proxy may exercise his/her right of representation independently. If one shareholder is represented by several proxies, they may not vote or make statements differently from each other.

The letter of proxy may be issued as valid for one General Meeting, or for a specified period, but for a maximum of twelve months. The letter of proxy – in the absence of a provision to the contrary – shall extend to a General Meeting convened to continue a suspended General Meeting, or a General Meeting that has been reconvened due to lack of quorum.

If a shareholder is represented at the General Meeting by its lawful representative (e.g. chief executive, managing director, mayor etc.), the court or company court document evidencing the right of representation – in its original form, or in the form of a copy certified as authentic by a notary public, issued not more than 30 days previously – or a certificate regarding

the election of the mayor, as the case may be, must be presented at the venue of the General Meeting. When providing evidence of the existence of companies (and other organisations) registered abroad, and of the right to represent the entity issuing the authorisation, it is essential that the foreign document must be issued by a certified public records body or that these facts must be attested by a notary public.

If the authorisation or any document submitted as evidence of the representation right was not issued in Hungary, the form of the document must satisfy the legal regulations pertaining to the certification and/or legalisation of documents issued abroad. According to these regulations, in the absence of a bilateral international agreement to the contrary, (i) the diplomatic certification and/or legalisation of the document is needed, or (ii) – if the given country is a party to the relevant international convention – the furnishing of the document with an apostille is required. According to the Subsection 7 of Section 44 of Act LXXVIII of 2017 on the Activity of attorney at law, diplomatic certification and /or legalisation or apostille certification is not required for full probative force of a document countersigned by an attorney which is under the scope of this Act, but signed by the parties abroad. Detailed information on the applicable rules is provided by the Hungarian foreign representation offices. If the document is written in a language other than English or Hungarian, then a certified Hungarian translation of the document must be presented.

The authorisation and the related documents must be handed over by 14:00 Budapest time on 22 April 2025 (Tuesday) at the very latest, at any of the designated OTP branches listed under section X below, or – if the proxy, based on a foreign document, is representing more than one shareholder – at the Legal Directorate of OTP Bank Plc. (H-1051 Budapest, Nádor utca 16.).

Preconditions for participation in the General Meeting and for the exercising of voting rights are that:

- a) the result of the shareholder identification procedure confirms the shareholding as at the date of the shareholder identification procedure;
- b) the shareholder be registered in the Company's Share Register by the closure of the register as specified in section III of this announcement;
- c) the shareholding and/or the voting rights of the shareholder do not violate the legal regulations or the provisions of the Company's Articles of Association, and the Company shall check this circumstance.

Dividend

On 25 April 2025 OTP Bank Plc.'s Annual General Meeting decided to pay dividend HUF 946.29 dividend per share for for the year 2024, i.e. 946.29% of the share face value. The actual dividend rate paid to shareholders shall be calculated and paid based on the Company's Articles of Association, so the Company distributes the dividends for its own shares among the shareholders entitled for dividends. The dividends shall be paid from 2nd of June 2025 in accordance with the policy determined in the Articles of Association.

Announcements

OTP Bank Plc. fulfils its disclosure obligations related to corporate events and prescribed in Act CXX of 2001 on the website of the OTP Bank Plc. (www.otpbank.hu), on the website of the Budapest Stock Exchange (www.bet.hu), and on the website operated by the National Bank of Hungary (<https://kozzetetelek.mnb.hu>).

Investor relations

Institutional shareholders of OTP Bank Plc. should contact the following address if they require further information:

OTP Bank Plc. Investor Relations & DCM

H-1051 Budapest, Nádor utca 16.

Telephone: +36 1 473 5460

E-mail: investor.relations@otpbank.hu

Anti-money laundering measures

Money laundering is any act or attempted act by criminals or other persons to conceal or disguise the identity of obtained proceeds of criminal offences so that they appear to have originated from legitimate sources, for which they may try using the services of financial institutions.

In order to prevent the use of our bank for money-laundering purposes, we do our best to ascertain the true identities of those who would use our services and the rationale of using the services. OTP Bank establishes business relationship only with those clients who give evidence of their true identities in accordance with the relevant legal provisions.

In keeping with the provisions of Act LIII of 2017 on the Prevention and Combating of Money Laundering and Terrorist Financing OTP Bank has introduced, and applies, the following measures and rules:

- It operates an internal control and information system designed to prevent banking

or financial transactions that might enable, or in themselves constitute, money laundering.

- It has internal regulations, in accordance with the Anti-money Laundering Act, MNB Decree 30/2024. (VI. 24.) and NGM Decree 21/2017. (VIII. 3.)
- The employees of the bank must fulfil their customer due diligence and reporting obligations.
- Compliance with the reporting obligations is not construed as a breach of bank, securities, insurance or business secrets.
- Failure to fulfil the reporting obligation may result in prosecution under criminal law.
- OTP Bank cooperates with the criminal investigation authorities in the investigation of all circumstances suggestive of money laundering.

OTP Bank discloses the customer identification procedure applied by the bank and the related data processing in an Announcement posted in all rooms open for serving customers.



Sustainability reporting annex

Responsible banking progress statement for PRB signatories – OTP Bank 2024³:

Principle 1 Alignment	Principle 2 Impact & Target Setting	Principle 3 Clients & Customers
<p>OTP Group's commitment to sustainability OTP Group is dedicated to enabling the transition to a sustainable future and contributing to the positive development of society. The Group aspires to take a leading regional role in financing a fair and gradual transition to a low-carbon economy, offering responsible solutions to build a sustainable future.</p> <p>Stability and sustainability are fundamental pillars of OTP Group's corporate strategy. Our corporate responsibility strategy outlines the Bank's principles, goals, and priorities concerning sustainability and social responsibility.</p> <p>The Group's long-term commitment to sustainability, transparency, and ethical operations is reflected through stable management, responsible governance, and a commitment to being a responsible employer and active societal participant. Our objective is to provide responsible and fair financial services that are tailored to customer needs while fostering open, trust-based cooperation with stakeholders and minimizing negative environmental impacts. The sustainability strategy of OTP Group is built on three pillars: responsible service provider, responsible employer, and responsible social actor.</p> <p>Alignment with frameworks and goals OTP Group strives to be a regional leader in financing the fair and gradual transition to a low-carbon economy. Our sustainability efforts are aligned with key international frameworks, including the UNEP FI Principles for Responsible Banking (PRB), the United Nations Sustainable Development Goals (SDGs), and the European Union's Green Deal.</p> <p>The Group regularly evaluates its activities to ensure alignment with the climate targets set by the Paris Agreement, reaffirming its commitment to a low-carbon economy. We are committed to sustainable growth and social improvement, gradually aligning our activities transparently and responsibly.</p>	<p>OTP Group's sustainability initiatives OTP Bank's PRB impact analysis identified climate change mitigation and financial health & inclusion as target setting areas under PRB. In 2024, OTP Group conducted the first Double Materiality Assessment (DMA) aligned with the requirements in the European Sustainability Reporting Standards (ESRS). This assessment utilized the UNEP FI Portfolio Impact Analysis Tool.</p> <p>The DMA identified climate change (mitigation and adaptation) and access to quality information and access to financial products and services as material. Therefore, climate change mitigation and financial health&inclusion remain priority areas for target setting under PRB, due to the 2024 assessment.</p> <p>In pursuit of our climate change mitigation actions, we have disclosed the current scope and status of OTP Group's climate-target setting plan per ESRS E1 in the 2024 OTP Group Sustainability Statement.</p> <p><i>Climate Change</i> OTP Group has set two primary goals related to climate change:</p> <p>1. portfolio-specific GHG emission reduction target:</p> <ul style="list-style-type: none">OTP Group aims to reduce its financed GHG emissions (Scope 3) by 2030, based on the IEA's Net Zero 2050 scenarios and national decarbonization plans.The target includes relative reduction goals for financed Scope 1-2 emissions, aiming for a 29.8% decrease from the 2023 base year, and absolute reduction targets derived from these relative goals. <p>2. Green Lending Goal</p> <ul style="list-style-type: none">OTP Group plans to build a green loan portfolio worth HUF 1,500 billion by 2025. <p><i>Financial Health&Inclusion</i> OTP Group prioritizes responsible marketing and financial education, ensuring that customers receive clear and accurate information about products and services.</p> <p><i>Key initiatives include:</i></p> <ul style="list-style-type: none">Expanding digital accessibility to financial productsImproving customer financial literacySupporting disadvantaged groups through initiatives such as the Social Lab, which focuses on Financial Health & Inclusion	<p>Safety, Security, and Ethical Operations At OTP Group, safe and secure operations are of utmost importance. We continuously assess and manage risks that could impact our operations and implement robust protections against fraud attempts. When developing products and ensuring service accessibility, we strictly adhere to ethical standards and consumer protection regulations. Our goal is to provide modern, high-quality, and fair services that meet customer needs. We are dedicated to our customers' financial well-being by offering products that align with their real needs and financial capabilities. Given the complexity of financial products and services, clear and effective communication is essential. OTP Group is committed to maintaining transparent and understandable communication practices to help customers make informed decisions.</p> <p>Green Lending OTP Group actively integrates green lending into its business strategy, aiming to ensure that any client from any sector can access loans under green conditions, provided they have a green or sustainable goal. The development and maturity of this approach vary based on the country, industry, and customer segment. The key sectors targeted by the Group's green portfolio include:</p> <ul style="list-style-type: none">Energy: financing renewable energy production, distribution, storage, and related loan purposes,Real estate: supporting the construction and purchase of green properties, as well as financing building renovations that lead to significant energy improvements,Transportation: promoting electro-mobility initiatives. <p>By focusing on these sectors, OTP Group aims to support the transition to a low-carbon economy while fostering sustainable development through responsible financing.</p>
References and other relevant links: https://www.otpgroup.info/sustainability/strategy https://www.otpgroup.info/static/sw/file/OTPGroup_ESG_approach.pdf Integrated Annual Report 2024 (page 156, 159, 160, 165)	References and other relevant links: https://www.otpgroup.info/sustainability/strategy https://www.otpgroup.info/static/sw/file/OTPGroup_ESG_approach.pdf https://www.otpbank.hu/static/portal/sw/file/Group_remuneration_guidelines_20210416.pdf https://www.otpgroup.info/static/sw/file/OTP_Group_Environmental_and_Social_Risk_Management_Framework.pdf Integrated Annual Report 2024 (page 167, 243, 248)	References and other relevant links: https://www.otpgroup.info/sustainability/responsible-service-provider Integrated Annual Report 2024 (page 285)

³ This Progress Statement has been prepared following the guidance provided by the Principles for Responsible Banking (PRB)

Principle 4 Stakeholders	Principle 5 Governance & Culture	Principle 6 Transparency & Accountability
<p>We continually engage with a wide range of stakeholders, including shareholders, customers, employees, regulatory authorities, business partners, NGOs, employee representatives, and external ESG expert groups. These engagements serve commercial, informational, and policy-related purposes, allowing us to gather insights and address material issues such as climate stability, biodiversity, circularity, financial inclusion, health, and human rights.</p> <p>As part of our double materiality assessment, we consult affected stakeholders or their representatives to understand the impact of our business activities. Insights from these consultations, along with due diligence processes, ongoing stakeholder engagement, and regulatory guidelines, inform our methodology, assessment updates, sustainability reporting, strategic planning, and operational practices.</p> <p>We view stakeholders as groups and individuals who directly or indirectly influence, or are influenced by, our business operations. We maintain an ongoing dialogue about our societal role, products and services, business performance, and other relevant matters.</p>	<p>Transparent Operations and Ethical Business Conduct</p> <p>At OTP Group, transparent operations and ethical business conduct are of the highest priority. Our key objectives include ensuring legal compliance, mitigating risks, and effectively enforcing business, ethical, and internal controls. Adhering to ethical norms and principles not only guarantees legal compliance but also fosters trust, cooperation, and fairness within the organization.</p> <p>The corporate culture at OTP Group is defined by long-term thinking, a responsible mindset, and a commitment to sustainability. At the same time, OTP Bank remains conscious of its legal obligation to maintain the profitable operation of OTP Bank and OTP Group for the benefit of depositors, shareholders, and investors. Balancing responsibility and profitability is essential, and these aspects must interact harmoniously. Through the operation of the corporate group, OTP Bank pays special attention to transparency, regulation and the definition of internal responsibilities to meet a wide range of environmental, social, and regulatory expectations.</p> <p>ESG Governance</p> <p>OTP Bank's ESG organization was established by the decision of the Board of Directors in 2021. The ESG Committee and ESG Sub-Committee were incorporated as standing committees in the Organizational and Operational Regulation. Responsibilities, tasks, and reporting obligations for the relevant organizational units and departments have been clearly defined. Sustainability-related incentives for members covered by the Remuneration Policy are linked to the achievement of institutional and individual objectives within a two-tier performance measurement system, evaluated separately on a scale of 0-100%.</p> <p>In 2023, targeted ESG training was provided to the executive and strategic-level leaders of the Banking Group, whereby nearly 360 leaders of OTP Group received the e-learning tailored for the target group. The training covered the general basics of ESG, legal and regulatory requirements, business aspects, risk management, human resources topics, and the necessity of avoiding greenwashing.</p>	<p>OTP Group publishes its consolidated Sustainability statement, aligned with the Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS) in the 2024 OTP Group Integrated Annual Report. To ensure reliability, the contents of the report have been independently assured by E&Y, confirming adherence to established regulatory standards and the accuracy of the reported sustainability data. In addition, detailed and segmented ESG data is presented in supplemental background materials, in Analyst table.</p>
References and other relevant links: https://www.otpgroup.info/sustainability/strategy https://www.otpgroup.info/static/sw/file/OTPGroup_ESG_approach.pdf Integrated Annual Report 2024 (page 166)	References and other relevant links: https://www.otpgroup.info/sustainability/strategy https://www.otpgroup.info/static/sw/file/OTPGroup_ESG_approach.pdf https://www.otpbank.hu/static/portal/sw/file/Group_remuneration_guidelines_20210416.pdf https://www.otpgroup.info/static/sw/file/OTP_Group_Environmental_and_Social_Risk_Management_Framework.pdf Integrated Annual Report 2024 (page 306)	References and other relevant links: https://www.otpgroup.info/sustainability/responsible-service-provider https://www.otpgroup.info/investor-relations/reports Integrated Annual Report 2024 (page 356)