

Senior management and executive members of the Board of Directors^{1,2} of OTP Bank



Dr. Sándor Csányi
Chairman & CEO

He graduated from the College of Finance and Accounting in 1974 with a bachelor's degree in business administration and in 1980 from the Karl Marx University of Economic Sciences (now: Corvinus University) with a master in economics and finance, where he also obtained his doctorate in finance between 1981-1983. He is a chartered auditor – certified in 1982 at the Ministry of Finance. After graduation he worked at the Tax Revenue Directorate and then at the Secretariat (Bank Supervision Section) of the Ministry of Finance. Between 1983 and 1986, he was a departmental head at the Ministry of Agriculture and Food Industry. From 1986 to 1989 he worked as a senior head of department at Hungarian Credit Bank (MHB). He was Deputy CEO of K&H Bank from 1989 to 1992. He has been the Chairman & 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. He is one of the largest investors in agriculture and food industry in the CEE region through Bonafarm Group and KITE generating aggregated annual revenue of EUR 2 billion with over 9,000 employees and with 40,000 hectares cultivated land in total. Bonafarm Group is vertically integrated whereby agriculture companies produce the raw materials for food processors. He has significant investments in real estate through his minority holding in Gránit Pólus and Limedale (portfolio of USD 1 bn), in VC (Bonitás Venture Capital Fund) and asset management (CSAM in Singapore).

He has been the President of the Hungarian Football Association (MLSZ) since 2010, and a member of the UEFA Executive Committee since March 2015; and the Vice President of the UEFA Executive Committee since 2019. Since 2017 he has been a member of the FIFA Council and the Vice President of the FIFA Council since 2018. Within UEFA he is also the Chairman of the UEFA National Team Competition Committee, a member of the UEFA Finance Committee and the UEFA Professional Football Strategy Council. He has been the owner of Pick Szeged Handball Club since 2011. He has been the Honorary Vice President of the International Judo Federation since 2008. Since 1995 he has been the Vice President of the Board of Trustees of the International Children's Safety Service, and since 2003 he has been the Chairman of the Board of Trustees of the Prima Primissima Foundation. In 2005, he established the Csányi Foundation for Children from his own assets. 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 Chairman of the Board of Trustees of the Foundation for the Hungarian Agricultural and Life Sciences University (MATE). As of 31 December 2021 he held 293,907 ordinary OTP shares (while the total number of OTP shares held by him directly and indirectly was 4,080,034).



László Bencsik
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 2021 he held 10,038 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 on corporate finance projects for financial institutions. From 2007 to 2011, he worked at Deutsche Bank's London office, first as an analyst and later as an associate in the field of corporate finance (for Central and Eastern European corporate customers). From 2011-2016, he worked for McKinsey & Company Inc. as an associate 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 has been the head of the Daily Banking Tribe. From March 2021, he is the Deputy CEO of OTP Bank, the head of the IT Division (As of 1 May 2021 Digital Division). 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 Kft. Supervisory Board and the head of the Digitization Working Group of the Hungarian Banking Association. He is member of the Mastercard European Advisory Board. He has been a member of OTP Bank's Board of Directors since 16 April 2021. As of 31 December 2021 he held 1 ordinary OTP share.



György Kiss-Haypál
Deputy CEO
Credit Approval and 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 had been appointed head of the bank's risk management department. Between 2002 and 2006 he also 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 was then appointed acting head of the Division. Since 3 May 2017, he has been deputy CEO of the Credit Approval and Risk Management Division. As of 31 December 2021 he held 3,137 ordinary OTP shares.



Antal György Kovács
Member of the BoD
Deputy CEO
Retail Division

He graduated from the Karl Marx University of Economic Sciences 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 Plc. since 1995, first as a county director and from 1998 as the executive director of OTP Bank's South Transdanubian Region. Since 1 July 2007 he has been 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 has been Chairman of the Supervisory Board of OTP Bank Romania S.A. since 12 December 2012. He has been Chairman of the Board of Directors of OTP Mortgage Bank Ltd. and OTP Building Society Ltd. since 24 April 2014. He is Chairman of the Supervisory Board of OTP Fund Management and OTP Home Solutions Ltd. He was a member of OTP Bank's Supervisory Board from 2004 to 14 April 2016. He has been a member of OTP Bank's Board of Directors since 15 April 2016. As of 31 December 2021 he held 79,244 ordinary OTP shares.



László Wolf
Member of the BoD
Deputy CEO
Commercial Banking Division

He graduated from the Karl Marx University of Economic Sciences 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 Deputy CEO of the Commercial Banking Division. Member of DSK Bank's Supervisory Board. He has been Chairman of the Board of Directors of OTP banka Srbija since 10 December 2010. He has been a member of OTP Bank's Board of Directors since 15 April 2016. As of 31 December 2021 he held 532,143 ordinary OTP shares.

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

² Employment terminated during the year: Tibor Johancsik, Deputy CEO until 12 March 2021 (IT Division)

Non-executive members of the Board of Directors³ 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 (today MKB), 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 2021 he held 32,285 ordinary OTP shares.



Gabriella Balogh
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 managing director of GoodStep Consulting Kft. since 2008. She fulfilled group management tasks as a Board of Directors member 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 Association. She has been a member of OTP Bank's Board of Directors since 16 April 2021. As of 31 December 2021 she held 1,393 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 Science (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 2021 he held 44,000 ordinary OTP shares.



Dr. István Gresz
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 in 1980. He earned a PhD from the University of Economic Sciences in 1983. He has worked 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 the Credit Approval and Risk Management Division. He was Chairman of the Board of Directors of 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 2020 he held 173,258 ordinary OTP shares.



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 Kft. 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 Council member of the International Shooting Sport Federation (ISSF) since 2019 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 2021 he held no ordinary OTP shares (while the total number of OTP shares held by him directly and indirectly was 600,000).



Dr. Márton Gellért Vági
General Secretary
Hungarian Football Association

He graduated in 1987 from the department of foreign economics at the Karl Marx University of Economic Science. 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 Zrt.), as managing director, Deputy CEO and then CEO. Between 2006 and 2010 he was Chairman of the National Development Agency. Since 2010 he has been general secretary of the Hungarian Football Association. 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 Nyrt., and the Chairman of the Board of Directors for 4 years. He has been a member of UEFA's HatTrick Financial Assistance Committee since 2011. He has been a member of FIFA's Financial Committee since 2017. 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 2021 he held no ordinary 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 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 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 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 2021 he held 171,114 ordinary OTP shares.

³ On 16 April 2021 membership of the Board of Directors terminated: Dr. Tibor Biró, Dr. Antal Pongrácz and Dr. László Utassy.

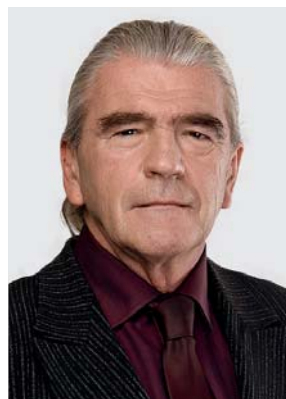
Members of the Supervisory Board^{4,5} of OTP Bank

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 Director of State Construction Company No. 21. From 1994 to 2015 he was Chairman & CEO of the already privatized Magyar Építő Joint Stock Company. He has been the managing director of Érték Ltd. since 1994. Since 2020 he has been the managing director of Fenyves Garden Ltd. From 2018 to 2021 he was 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 2021 he held 54 ordinary OTP shares.



Dr. József Gábor Horváth
Deputy Chairman of the SB
Lawyer

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 since 1990 has run his own law firm, which specialises 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 2021 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 Zrt.) between 2003 and 2007 and became the director of Controlling Directorate at the Hungarian National Asset Manager Plc. (MNV Zrt.) from 2008 to 2010. Following these assignments, he worked as the CFO of the Hungarian Football Association from 2011 until June of 2020. As of July 2020, he became the group-level CFO of Bonafarm Zrt. He was a member of the Supervisory Board of OTP Lakás-takarék Zrt. 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, member of the Executive Committee of Pick Szeged Zrt., SOLE-Mizo Zrt. and MCS Vágóhid Zrt. He has been a member of the Supervisory Board and Audit Committee of OTP Bank since 16 April 2021. As of 31 December 2021 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 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 has been the Chief International Officer of Groupama Assurances Mutuelles since March 2018. He has been Groupama Assurances Mutuelles Deputy CEO since September 2020. He has been a member of OTP Bank's Supervisory Board, and Audit Committee since 2018. As of 31 December 2021 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 2021 she held 344 ordinary OTP shares.



András Michnai
Managing Director

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 co-ordination 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 Secretary of OTP Bank's Employees' Trade Union since December 2011. As of 31 December 2021 he held 100 ordinary OTP shares.

⁴ Supervisory Board members are elected by the General Meeting for a term of three years.

⁵ His position on the Supervisory Board was terminated on 16 April 2021, and since that date he has been a member of the Board of Directors of OTP.

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 Bylaws 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
Fax: +36 1 473 5955

Share capital:

OTP Bank's share capital as at 31 December 2021 was HUF 28,000,001,000, consisting of 280,000,010 ordinary shares of nominal value HUF 100 each.

Ownership structure of OTP Bank Plc. as at 31 December 2021:

Description of owner	Total equity					
	1 January 2021		Quantity	31 December 2021		Quantity
Ownership share	Voting rights ¹	Ownership share		Voting rights ¹		
Domestic institution/company	20.93%	21.26%	58,605,628	26.66%	26.97%	74,637,180
Foreign institution/company	71.60%	72.73%	200,480,153	66.69%	67.47%	186,733,858
Domestic individual	4.79%	4.87%	13,424,090	4.57%	4.63%	12,805,389
Foreign individual	0.11%	0.12%	319,346	0.11%	0.12%	319,712
Employees, senior officers	0.85%	0.87%	2,393,390	0.69%	0.70%	1,941,018
Treasury shares ²	1.55%	0.00%	4,334,140	1.16%	0.00%	3,251,484
Government held owner	0.08%	0.08%	219,800	0.07%	0.07%	188,326
International Development Institutions	0.04%	0.04%	108,981	0.04%	0.04%	120,871
Other ³	0.04%	0.04%	114,482	0.00%	0.00%	2,172
Total	100.00%	100.00%	280,000,010	100.00%	100.00%	280,000,010

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

¹ Voting rights in the General Meeting of the Issuer for participation in decision-making.

² Treasury shares do not include the OTP shares held by ESOP (OTP Bank Employee Stock Ownership Plan Organization). Pursuant to Act V of 2013 on the Civil Code, OTP shares held by the ESOP are not classified as treasury shares, but the ESOP must be consolidated in accordance with IFRS 10 Consolidated Financial Statements standard. On 31 December 2021 ESOP owned 7.656.897 OTP shares.

³ Non-identified shareholders according to the shareholders' registry.

a proxy. OTP Bank Plc. is entitled to check the personal identity of the shareholders and their proxies on the basis of 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 has to be issued by a certified public records body or that these facts have to 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 Subparagraph (7) of Paragraph 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 8 April 2022 (Friday) 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 13 April 2022 OTP Bank Plc.'s Annual General Meeting decided to pay dividend per share is HUF 425.89 for the 2019 and 2020 and HUF 3.57 for 2021, in total HUF 429.46, compared to the face value of shares it's 429.46%.

The exact amount of dividend payable to the shareholders will be calculated and paid in pursuance of the Articles of Association

of the Bank, the Company will distribute the amount of dividend calculated on treasury shares to shareholders entitled to receive dividend.

Dividend payment will start on 30 May 2022 in pursuance of the procedure defined in the Company's 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 (www.kozzetetelek.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

Fax: +36 1 473 5951

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 26/2020. (VIII.25.) 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.

With trust and responsibility for each other

Corporate social responsibility

OTP is one of the most generous charitable donors in Hungary, giving a total of HUF 2.3 billion in charitable donations, almost half of which was for educational purposes, primarily the development of financial culture.

We aim to provide genuine and effective help by supporting programmes and causes that serve the interests of society. We cooperate with a number of local non-governmental organisations, concentrating our donated funds and monitoring their usage and the results achieved.

Our efforts were focused on the following areas:

- developing financial literacy: attitude shaping;
- sponsoring culture and the arts: creating and preserving values;
- equal opportunities: helping the disadvantaged and those in need; and
- sport.

We consider donation habits a part of financial literacy; therefore, in 2021 we took a significant step forward in encouraging our customers to support the social initiatives that they consider important financially. Under the digital donation programme we enabled them to make donations simply and easily while taking care of their day-to-day finances. Donation has become possible on our digital platforms, including our website, the internetbank, the mobile application, the Simple application, as well as through 750 ATMs and the digital points of 80 branches. Our Bank assumes all extra costs of the donation, including both the transaction tax of customers and the costs of NGOs. Our Bank also cooperates with the

supported organisations and we supplement the donations of our customers. In addition, in our experience, our customers view the Bank's participation as a guarantee that their donations will truly go to the right beneficiary. In 2021 we supported the initiatives of 6 foundations through customer donations in the amount of HUF 250 million.

The Humanitas Social Foundation supports vulnerable communities and individuals with a focus on healthcare and education; donation recipients are selected through an application process. Its most important activity in 2020 involved priority support to hospitals. We supported 30 hospitals, 18 educational institutions and one foundation through the Foundation in 2021. In order to provide more effective assistance, we provided targeted, tailored asset support to institutions.

Developing financial literacy

The OTP Fáy András Foundation provides financial and economic education services, a key element of which is operating the OK Educational and Innovation Centre. The Foundation provides youth, adult and vocational training. The activities of the Foundation in 2021 were determined mostly by the coronavirus pandemic and several planned activities could not be organised as a result. However, the Foundation developed 30 curricula in 2021.

Digital education continued to be the focus of the year, with more than 17,000 students attending online and nearly 2,500 classroom training. Roma youth also participated in

financial and economic training through the Roma Education Fund. Significant progress has been made in the development and testing of the Financial Basic Education Programme in adult education. During the training, in which participation is free of charge and without prior knowledge, users acquire essential personal money management and general economic knowledge and improve their financial literacy. The Foundation also continued its previous programmes, so the teacher training programme of Eötvös Loránd University (ELTE), the regular Teachers' Club and the summer camps took place. The Foundation's national awareness-raising programme also continued, with screenings of short films on national commercial television channels around 400 times, covering topics such as housing renovation, business start-ups and data security.

Empowerment

In addition to improving public financial literacy, empowerment continues to be a focal point of OTP Bank's CSR endeavours. As part of its socially responsible activities, OTP Bank supports valuable initiatives, encourages its employees to volunteer, and is ready to stand by private individuals who strive to serve noble causes, thus highlighting social issues.

Volunteering – OTP Local Value

Volunteering has been a tradition at our bank for over ten years. Our employees work with local communities to help those in need; they can apply for funding to the programme twice a year. In addition to the programmes implemented through application funding, they have also organised volunteering events, nearly 2,000 employees taking part.



In addition to local employee initiatives, our Bank also joined the **Jóttett Bank** sector-wide joint volunteer program announced by the Hungarian Banking Association, in the framework of which the members of the organization cooperate in various socially beneficial activities. Employees of OTP Bank took part in **Blood Donors Week**, a joint initiative of the Hungarian Banking Association, member organizations, the **National Blood Supply Service** and the Hungarian Red Cross. At the initiative of the Banking Association's Green Week, our bank has helped to plant 1000 trees in the Pilisi Park Forest.

Humanitás Social Foundation

The Foundation's main objective is to support those in need due to social conditions or health problems, by providing funding for the purchase of medicines, medical aids and treatments. In accordance with the principle of equal opportunity, the Foundation - in cooperation with its founder OTP Bank - regularly publishes calls for applications on its website, where private individuals can apply for the Foundation's grants.

By concentrating on healthcare and education, the Humanitás Social Foundation provides support for disadvantaged communities and persons, in a tender system. In 2021, focused donations to hospitals were its most significant activity.

The Foundation's traditional programmes and activities continued last year. With the Bank's financial support, the Foundation was able to donate 265 PCs and computer screens in 2010 to schools, hospitals, children's homes, institutions serving the disabled, and hospitals.

Play for Prevention

OTP Bank has been a sponsor of the **"Play for Prevention" programme of the Hungarian Charity Service of the Order of Malta** since 2011. Over the past years, the programme reached out to almost 25,000 children in 825 of Hungary's "most disadvantaged" small communities. In the Christmas seasons over the last 10 years, our bank donated a total of HUF 275 million to support this initiative, using the five mobile playgrounds (minibuses) received from OTP Bank to bring the experience of play to children. This is important because most children from an underprivileged background are unable to bridge the gap on their own.

Through the Charity Service, we offered additional donations and computers to disadvantaged families' children to enable their participation in remote schooling.

For more information about OTP Bank's CSR principles, objectives and current events, please visit www.otpfenntarthatosag.hu