

To:
Financial Supervision Commission
Investment Activity Supervision Department
16 Budapest Str.
Sofia

Cc:
Bulgarian Stock Exchange - Sofia AD
6 Tri Ushi Str.
Sofia

CC:
Central Depository AD
6 Tri Ushi Str., floor 4
Sofia

CC:
The Public via Xtri News

18 Feb 2025

Regarding: Notifications, submission of minutes of the extraordinary General Meeting of Shareholders of First Investment Bank AD held on 14 February 2025

Dear Sirs,

Pursuant to Article 117, Para 2 of the Public Offering of Securities Act (POSA) we hereby submit a copy of the minutes of the extraordinary General Meeting of Shareholders of First Investment Bank AD held on 14 February 2025. At the GMS the shareholders who had registered for participation exercised their voting rights through proxies.

Please forward this notification to the “Investment Intermediaries and Security Markets” Department with the “Investment Activities Supervision Directorate”.

Enclosures:

1. Minutes of the extraordinary General Meeting of Shareholders of First Investment Bank AD held on 14 Feb 2025;
2. List of shareholders represented at the meeting

Regards,

(signed)
Nikola Bakalov
Chief Executive Officer

(signed)
Ralitsa Bogoeva
Executive Director

FIRST INVESTMENT BANK AD
MINUTES
of the
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

held on 14 February 2025 in the city of Sofia

unique identification code of the meeting: IIOCA 202502141100
ISIN code of the Company's shares: BG1100106050

The General Meeting of Shareholders was held on 14.02.2025 in the city of Sofia, at Sofia Hotel Balkan, Serdika Hall, 5 Sveta Nedelya Sq. The meeting was opened at 11:00 hours.

Before opening of the General Meeting, a registration of the attending shareholders was performed, and a list of the shareholders present prepared. The list of shareholders was signed by every shareholder attending in person, or by proxy.

The following members of the Management Board of First Investment Bank AD (Fibank, the Bank, the Company) were present at the meeting:

Mr. Nikola Bakalov, Chair of the Management Board and Chief Executive Officer;
Mr. Svetozar Popov, Member of the Management Board and Executive Director;
Mr. Yanko Karakolev, Member of the Management Board and Chief Financial Officer.

Also present at the meeting was Mr. Jordan Skortchev, member of the Supervisory Board.

The following persons were also present who are not shareholders:

Ms. Vasilka Stamatova, Secretary of the Meeting and Investor Relations Director;
Ms. Milena Vassileva, vote counter;
Ms. Stanislava Mitkova, vote counter;
Ms. Velichka Pencheva, vote counter;
Ms. Vyara Aleksova, vote counter;
Ms. Maria Georgieva, vote counter.

As well as:

Mr. Ivaylo Alexandrov, Director of Corporate Communications at Fibank;
Mr. Hristo Hristov, Corporate Communications Manager at Fibank;
Mr. Athanasios Petropoulos, procurator, FORVIS MAZARS OOD audit firm;
Ms. Iva Slavkova, responsible auditor, FORVIS MAZARS OOD audit firm;
Ms. Natalie Marinkova, audit team representative, FORVIS MAZARS OOD audit firm;
Mr. Dimitar Dimitrov, member of the audit committee of Fibank.

Mr. Nikola Bakalov welcomed the participants. He introduced himself to the attending shareholders, also introducing the other persons present at the podium: Mr. Svetozar Popov, Executive Director; Mr. Yanko Karakolev, Chief Financial Officer; and Ms. Vasilka Stamatova, Director, Investor Relations. Then he proposed to verify the quorum by counting the shares of First Investment Bank AD represented at the meeting.

The verification showed that 121,335,872 (one hundred twenty-one million three hundred thirty-five thousand eight hundred seventy-two) shares were represented, or 81.39% (eighty-one point three nine percent) of the total of 149,084,800 (one hundred forty-nine million eighty-four thousand eight hundred) shares of Fibank.

It was found that the quorum for holding the meeting required by law and by the Articles of Association was available and the meeting could take legally valid decisions.

Mr. Bakalov informed the participants that part of the shareholders would exercise their voting rights by authorized representatives, and that verification of the proxies presented by them for this purpose had been carried out.

Shares represented at the meeting – 121,335,872 out of a total of 149,084,800
Shares represented accounted for 81.39% of Fibank's capital
Voting by proxy – a total of 121,335,872 shares of Fibank's capital

After that Mr. Bakalov declared the meeting open and gave the floor to Mr. Svetozar Popov.

Mr. Svetozar Popov, in fulfillment of the requirements of the law and the Articles of Association of the Bank, made a procedural proposal for election of bodies of the meeting: a Chairman of the meeting, a secretary and vote counters, proposing Mr. Nikola Bakalov, Chief Executive Officer of First Investment Bank AD, to be elected as Chairman of the meeting, Ms. Vasilka Stamatova as secretary, and Ms. Milena Vassileva, Ms. Stanislava Mitkova, Ms. Vyara Aleksova, Ms. Velichka Pencheva and Ms. Maria Georgieva – as vote counters. The proposal for the election of bodies of the meeting was put to the vote.

Results of the vote:

Total shares represented – 121,335,872
Total shares represented for which valid votes were cast – 121,335,872, representing 81.39% of the share capital of the Company
Total number of valid votes cast – 121,335,872
Yes votes – 93,520,000
No votes – none
Abstained – 27,815,872

As a result of the vote, the General Meeting of Shareholders adopted by majority of the represented voting shares the following procedural decision: the General Meeting of Shareholders elects Mr. Nikola Bakalov as chairman of the General Meeting of Shareholders, Ms. Vasilka Stamatova as secretary, and Ms. Milena Vassileva, Ms. Stanislava Mitkova, Ms. Vyara Aleksova, Ms. Velichka Pencheva and Ms. Maria Georgieva – as vote counters.

After the vote Mr. Bakalov announced to the attending shareholders that the notice of the meeting and the agenda proposed by the Management Board have been duly disclosed in the Commercial Register and have been made available to the shareholders 30 days before the date of the General Meeting. The notice, together with the materials, were presented and announced through the X3News electronic disclosure system, as well as announced on the Bank's website, in compliance with the law and the Articles of Association of the Bank.

The Chairman of the meeting then noted that due to the fact that not all shareholders are present, the proposed Agenda cannot be amended or supplemented, and a decision to that effect cannot be put to the vote.

Before proceeding to consider the only item of the Agenda, Mr. Bakalov reminded the attending shareholders that they were entitled to ask questions, except for such ones where the law did not allow for disclosure of data representing bank secrecy or inside information.

ON ITEM ONE OF THE AGENDA:

Appointment of a registered auditor to perform the mandatory sustainability assurance engagement for the reporting year 2024

Mr. Nikola Bakalov noted that in compliance with the requirements of the current Accounting Act and the timeframe for implementing the new rules, the Bank is among the companies required to prepare and publish sustainability statements, which are subject to mandatory sustainability assurance engagement. He noted that the proposed auditor FORVIS MAZARS OOD is entered in the public register of registered auditors in Bulgaria as an audit firm performing sustainability assurance engagements, and thereby meets the selection criteria.

As no questions were raised on the item under consideration, the Chairman of the meeting Mr. Bakalov proposed to vote on the draft resolution.

Results of the vote:

Total shares represented – 121,335,872

Total shares represented for which valid votes were cast – 121,335,872, representing 81.39% of the share capital of the Company

Total number of valid votes cast – 121,335,872

Yes votes – 120,850,000

No votes – 485,872

Abstained – none

Based on the voting results, the General Meeting of Shareholders adopted the following

R E S O L U T I O N:

The GMS, on the basis of Art. 48, para 3 of the Independent Financial Audit and Sustainability Assurance Act (IFASAA), and in accordance with Art. 76 para 9 of the Credit Institutions Act, appoints FORVIS MAZARS OOD (previously named MAZARS OOD), UIC 204638408, as an audit company to perform the mandatory sustainability assurance engagement for the reporting year 2024, and to deliver an audit opinion, respectively an audit conclusion, on the sustainability statement, an integral part of the Bank's activity report for 2024 (on an individual and consolidated basis).

The chairman of the meeting then proposed to move on to consideration of item two on the agenda.

ON ITEM TWO OF THE AGENDA

Approval of changes in the statute (the rules of operation) of the Audit Committee of First Investment Bank AD

On the item under consideration, Mr. Bakalov noted that the changes in the statute (the rules of operation) of the Audit Committee covered the performance of sustainability assurance engagements, and

were aimed at bringing the rules in line with the legislative amendments to the Independent Financial Audit and Sustainability Assurance Act.

As no questions were raised on the item under consideration, the Chairman of the meeting Mr. Bakalov proposed to vote on the draft resolution.

Results of the vote:

Total shares represented – 121,335,872

Total shares represented for which valid votes were cast – 121,335,872, representing 81.39% of the share capital of the Company

Total number of valid votes cast – 121,335,872

Yes votes – 121,335,872

No votes – none

Abstained – none

Based on the voting results, the General Meeting of Shareholders adopted the following

R E S O L U T I O N :

The GMS, in accordance with Art. 107, para 7 of IFASAA, approves changes in the statute (the rules of operation) of the Audit Committee of First Investment Bank AD pursuant Art. 108 of IFASAA, as per a proposed draft reflecting the proposed amendments and additions thereto, part of the materials for the meeting.

Upon exhaustion of all items on the Agenda and voting on each one of them, at 11:15 hours the Chairman announced the Extraordinary General Meeting of Shareholders of First Investment Bank AD adjourned.

Chairman of the meeting:

(signed)

Nikola Bakalov

Secretary:

(signed)

Vasilka Stamatova

Vote counters:

(signed)

Milena Vassileva

(signed)

Stanislava Mitkova

(signed)

Vyara Aleksova

(signed)

Maria Georgieva

(signed)

Velichka Pencheva

№	ЕИК/ЕГН	ИМЕ	АДРЕС	БРОЙ АКЦИИ	ПРАВО НА ГЛАС	ПЪЛНОМОЩНИК / ЕГН	ПЪЛНОМОЩНО	ПОДПИС
33	121856059	БЪЛГАРСКА БАНКА ЗА РАЗВИТИЕ ЕАД	ГР.СОФИЯ, УЛ. ДЯКОН ИГНАТИЙ N 1	27350000	27350000	Делимир Тасемиров ЕГН:	рег. № 383/30.01.25 до 30.01.25	
132	00639	BNYMAS AGT / CLTS	UNITED STATES, 240 GREENWICH STREET, NEW YORK 10286, U	20000	20000	Билана Стефанова ЕГН:	рег. № 2674/03.02.25 до 03.02.25	
134	150714	UNICREDIT BANK AUSTRIA AG	AUSTRIA, ROTHSCHILDPLATZ 1, 1020 VIENNA, AUSTRIA	465872	465872	Мадлен Шинера ЕГН:	рег. № 383/30.01.25 до 30.01.25	
138	HRB121537	BAADER BANK AKTIENGESELLSCHAFT	GERMANY, WEIHENSTEPHANER STR. 4, 85716 UNTERSCHLEISS	12000000	12000000	Марина Казева ЕГН:	рег. № 1287/2025 до 30.01.25	
524		ЦЕКО ТОДОРОВ МИНЕВ	ОБЩ.СОФИЯ, ГР.СОФИЯ, ОБЩ.СТОЛИЧНА, ГР.СОФИЯ	40750000	40750000	Марина Казева ЕГН:	рег. № 1287/22.01.25 до 10.01.25	
575		ИВАЙЛО ДИМИТРОВ МУТАФЧИЕВ	ОБЩ.СОФИЯ, ГР.СОФИЯ, ОБЩ.СТОЛИЧНА, ГР. СОФИЯ,	40750000	40750000	Ивайло Мутафчиев ЕГН:	рег. № 15/31.01.25 до 30.01.25	

Председател на съборанието:

Секретар на съборанието: