

To the Attention of the Shareholders of JSC Liberty Bank

Please be informed that the General Meeting of shareholders of JSC Liberty Bank (the “**Bank**”) is intended to take place on 25 February 2026 (the “**General Meeting**”) at 11:00 AM at the Head Office of the Bank – 74 I. Chavchavadze Avenue, 0179, Tbilisi, Georgia.

- **Amount of outstanding shares**

As of the General Meeting convocation date, the Bank’s total outstanding and paid-up common shares amount to 4,449,046,175 shares and outstanding preferred shares amount to 4,565,384 preferred shares.

- **General Meeting record date**

General Meeting record date is set at 03 February 2026. Only those shareholders who hold shares in the system of the Central Securities Depository of Georgia through an account keeper as of the General Meeting record date will be able to attend the General Meeting and vote for the issues on the Agenda;

- **Appointment of a representative on the General Meeting**

Shareholders may attend the General Meeting and vote for the issues in person or by a duly appointed representative acting on the basis of a power of attorney certified by a notary. The notice on representation and duly certified power of attorney shall be presented by the proxy in the form of a material document on the legal address of the Bank.

- **Voting method on the General Meeting**

Voting on the General Meeting will take place through open ballot. Each issue on the General Meeting Agenda will be voted for separately. Each attending shareholder may vote for or against the issue or abstain from voting.

- **General Meeting Agenda includes the following issues:**

1. **Approval of dividend payout on Common Shares and determination of total distributable dividend amount.**

The Management Board of the Bank recommends to the General Meeting, to approve dividend pay-out on Common Shares subject to the following conditions:

- Provided that no-objection of the National Bank of Georgia is obtained and the requirements set forth under Article 181 of the Georgian Law on Entrepreneurs will be complied with, to approve dividend pay-out on common shares outstanding and fully paid-up as of the General Meeting record date („Common Shares”) and determine total distributable dividend amount at GEL 128,500,000 (one hundred twenty eight million and five hundred thousand). Moreover, the total distributable dividend amount may, based on the Bank’s annual performance results, increase or decrease immaterially as per the recommendations of the Management Board with such dividend amount adjustment margin set at up to 10%.

2. **Determination of 12 March 2026 as Common Share dividend record date;**

In accordance with the applicable securities law and the charter of the Bank, the Management Board recommends to the General Meeting to determine 12 March 2026 as the Common Share dividend record date.

3. **Determination of 27 March 2026 as Common Share dividend pay-out date;**

In accordance with the securities law and the charter of the Bank, the Management Board recommends to the General Meeting to determine 27 March 2026 as the Common Share dividend pay-out date.

4. **Extension of the term of office of the Bank’s independent supervisory board member, Magda Magradze until the date of the general meeting of shareholders of the Bank immediately following the General Meeting;**

Magda Magradze was elected as an independent supervisory board member in 2019. In 2025 the general meeting of shareholders approved the extension of her term of office until the following general meeting. Therefore, to ensure the Bank’s uninterrupted operation and enable the supervisory board to adequately fulfil its duties and powers, the Management Board recommends to the General Meeting to approve the extension of Magda Magradze’s term of office again until the following general meeting of shareholders.

5. **Extension of the term of office of the Bank’s senior independent supervisory board member, Mamuka Tsereteli until the date of the general meeting of shareholders of the Bank immediately following the General Meeting;**

Mamuka Tsereteli was elected as an independent supervisory board member in 2018. In 2022 the general meeting of shareholders approved the extension of his term of office for 3 (three) years which has expired as of the General Meeting convocation date. However, according to the applicable law of Georgia, the term of office for the supervisory board member shall be considered extended until the date of the following general meeting of shareholders. In order to ensure the Bank’s uninterrupted operation and

enable the supervisory board to adequately fulfil its duties and powers, the Management Board recommends to the General Meeting to approve the extension of Mamuka Tsereteli's term of office until the following general meeting of shareholders.

- **Amendments/additions to the issues on the Agenda**

Shareholders/group of shareholders holding at least 5% of voting common shares of the Bank may address the Bank at least 14 (fourteen) days prior to the General Meeting date and:

- Request addition of an issue to the General Meeting Agenda in which case the request shall be supported by respective substantiation or the draft resolution project;
- Provide draft resolution projects for the issues on the Agenda with the respective substantiation.

- **Procedure to receive General Meeting materials**

Full General Meeting materials may be received at the Bank's legal address based on a shareholder's written request submitted to the Bank.

Registration of shareholders intending to attend the General Meeting will start at 10:30 AM and end at 10:50 AM on 25 February 2026.

Right to participate in the General Meeting may be verified with the respective account keeper through which the shareholder holds shares in the system of the Central Securities Depository of Georgia.

Sincerely,

Vakhtang Babunashvili
Chief Financial Officer
JSC Liberty Bank