

RULES OF PROCEDURE OF THE GENERAL MEETING OF MONETA MONEY BANK, A.S.

This document contains the Rules of Procedure of the General Meeting of MONETA Money Bank, a.s. (hereinafter the “**Company**”) as per Article 12 sub. 6 of the Articles of Association of the Company as approved by the General Meeting of the Company held on 20. 12. 2021 to be applicable to this and all future General Meetings unless the General Meeting resolves for particular General Meeting differently:

Article 1

1. These Rules of Procedure of the General Meeting of the Company (hereinafter the “**General Meeting**”) specify, in accordance with Act No. 90/2012 Coll., the Companies and Cooperatives Act, as amended (hereinafter the “**Corporations Act**”), and the Articles of Association of the Company, the registration of the shareholders, the conduct of the General Meeting, the way of exercise of shareholders’ rights and the way of voting.
2. The language of the General Meeting is the Czech language, simultaneous interpreting from and to the English language is procured.
3. Shareholders of the Company are entitled to attend the General Meeting and to exercise their rights at the General Meeting in person or through a proxy or, as the case may be, through a person registered in the registry of the book-entry shares as an administrator or as a person authorised to exercise rights attached to the book-entry shares of the Company. The shareholder were able to cast their votes via correspondence voting before the conduct of the General Meeting (hereinafter the “**correspondence voting**”). Correspondence voting was performed via casting correspondence ballot cards by means stipulated by the Articles of Association and Notice of General Meeting (hereinafter “**correspondence ballot card**”).
4. For the purposes of these Rules of Procedure, unless stated otherwise, the term “shareholder” shall also cover a proxy of a shareholder or, as the case may be, a person registered in the registry of the book-entry shares as an administrator or as a person authorised to exercise rights attached to the book-entry shares of the Company.
5. Each Shareholder may be accompanied by one other person. Such person is not entitled to exercise any of the shareholder’s rights at the General Meeting.

Article 2

1. A registration centre is set up for the registration of the shareholders’ attendance at the place of General Meeting; the centre enters the shareholder into the General Meeting attendance sheet and gives out to the shareholder an identification card with his/her identification number and ballot cards with a matching identification number. Upon registration, the registration centre verifies the identity of the shareholders and their right to attend the General Meeting, and collects from them the relevant documents, as specified in the notice of the General Meeting.
2. All attending shareholders present at the place of the General Meeting and their accompanying persons shall sign an attendance paper, which is part of the General Meeting attendance sheet and signing of which is considered as signing of the General Meeting attendance sheet. The General Meeting attendance sheet contains the company name and seat of a shareholder – legal entity or the name and permanent residence of a shareholder – individual or, as the case may be, the proxy, the amount and the nominal value of the shares entitling him / her to vote or, as the case may be, an indication that the share does not entitle him / her to vote. Proxies must also indicate a title for representation of a shareholder of the Company. If the Company refuses to enter a certain person into the General Meeting attendance sheet, this fact, as well as the reason for this refusal, shall be noted in the General Meeting attendance sheet. Upon registration of every shareholder who arrives after the opening of the General Meeting, the time of his/her arrival shall be noted. By signing the attendance paper the shareholder confirms the receipt of the ballot cards and an identification card with a filled in identification number.

In case of loss of the identification card or of a ballot card, the registration centre can be requested to issue a duplicate. The registration centre shall make a record that a duplicate has been issued.

3. During the entire duration of the General Meeting, those shareholders are considered present that have signed the attendance paper and have not left the place of the General Meeting in the manner described in the last sentence of this article and, further, shareholders, who cast their votes via correspondence ballot cards. If a shareholder attends the place of the General Meeting who cast his or her votes via correspondence ballot cards, the voting of such shareholder via correspondence ballot cards, which are to be voted on after the registration of such shareholder at the place of the General Meeting, are not to be taken into account. Each shareholder who wishes to prematurely leave the place of the General Meeting must express the intention to terminate or, as the case may be, interrupt attendance at the General Meeting to the registration centre by signing the respective form and indicating the time of the leaving and by handing over his/her identification card and the ballot cards to the registration centre, otherwise, the shareholder shall be considered present at the General Meeting. Upon his/her return to the General Meeting, the shareholder shall again confirm the time of arrival with a signature and again take possession of the identification card and the ballot cards.
4. Before the opening of the conduct of the General Meeting, the registration centre shall prepare a protocol about the quorum of the General Meeting.

Article 3

1. The General Meeting elects its Chairman, the Minutes Clerk, two Minutes Verifiers and persons authorized to count votes (hereinafter the "**Scrutineers**"), unless the General Meeting decides otherwise. The General Meeting may decide that the Chairman of the General Meeting and a Minutes Verifier shall be a single person.
2. A person designated by the Management Board shall open and chair the General Meeting until the Chairman of the General Meeting is elected. This designated person shall have the same status as the elected Chairman of the General Meeting. The same applies if the Chairman of the General Meeting is not elected.
3. The General Meeting shall be conducted in accordance with the agenda indicated in the notice of the General Meeting. Matters not included in the proposed agenda of the General Meeting may only be discussed at the General Meeting in the presence and with the consent of all shareholders of the Company.
4. Shareholders may exercise their rights at the General Meeting under the conditions set forth in applicable laws, the Articles of Association of the Company and these Rules of Procedure, in particular, they may:
 - a. vote on items on the agenda of the General Meeting,
 - b. make proposals and counter-proposals in relation to items on the agenda of the General Meeting at the General Meeting,
 - c. request and receive an explanation of issues relating to the Company or entities controlled thereby, if such explanation is necessary to review items on the agenda of the General Meeting or to exercise the shareholder's rights at the General Meeting, unless, however, it follows from applicable laws that the provision of the explanation may be denied,
 - d. lodge a protest concerning a resolution of the General Meeting and demand that it is included in the minutes of the General Meeting (this applies similarly to the members of the Management Board and of the Supervisory Board).
5. Any proposals or counter-proposals, requests for explanation and protests regarding the decisions of the General Meeting that may be made at the conduct of the General Meeting, requests for explanation and protests concerning resolutions of the General Meeting made at the General Meeting must be made in writing and handed over to the information centre, or orally upon invitation by the Chairman of the General Meeting. If made in writing, the information as to whether a proposal, counter-proposal, request for explanation or a protest is being made, needs to be indicated in the header. Also, the submitting person

shall indicate his/her shareholder identification number (as shown on the shareholder's identification card), the name and surname for shareholders – individuals, the company name and identification number for shareholders – legal entities and in case of a proxy, the name and surname of the proxy; the submitting person shall also attach his / her signature. Upon submitting the written proposal, counter-proposal, request for explanation or protest, the submitting person shall prove his / her identity with the identification card. The information centre shall mark these submissions according to the order of their receipt and hand them over to the Chairman of the General Meeting.

6. All requests for explanation regarding items of the agenda of the General Meeting shall be made (if made orally) and answered only after the presentation of the relevant item of the agenda of the General Meeting. All requests for explanation regarding the report of the Management Board on business and assets of the Company, the summary explanatory report of the Management Board pursuant to Section 118 sub. 9 of Act No. 256/2004 Coll., on pursuing business activities on capital market, as amended, the report of the Supervisory Board on results of its activities, opinion of the Supervisory Board on the Annual Consolidated Financial Statements, the Annual Separate Financial Statements and the proposal for distribution of profit, the report of the Audit Committee on results of its activities, in case such reports or opinions are on the agenda of the General Meeting, shall be made (if made orally) and answered only after the presentation of all of these reports and opinions.
7. If shareholders present at the place of the General Meeting are making a proposal or a counter-proposal, requesting an explanation, or lodging a protest orally, they shall announce their intention to speak by raising their hand. As soon as the course of the General Meeting allows it, the Chairman of the General Meeting shall invite them to speak, in the order, in which they raised their hands. The shareholder shall always indicate, whether he/she is making a proposal or a counter-proposal, requesting an explanation, or lodging a protest, the shareholder identification number (as shown on the shareholder's identification card), the name and surname for shareholders – individuals, the company name and identification number for shareholders – legal entities and in case of a proxy, the name and surname of the proxy.
8. The Chairman of the General Meeting shall present all written requests for explanation regarding the item of the agenda of the General Meeting currently being discussed, or, as the case may be, shall invite the shareholder to orally present the request for explanation and then shall ensure their answering.
9. The Chairman of the General Meeting shall inform the shareholders of the Company about all submitted proposals and counter-proposals regarding the currently discussed item on the agenda of the General Meeting, before the start of the discussion and the approval of the resolution regarding this item. The General Meeting must always discuss and decide on the proposals submitted by the Management Board first and, only consequently, discuss and decide on other proposals and counter-proposals, in the order in which they were submitted. If any of the submitted proposals or, as the case may be, counter-proposals is approved, the General Meeting shall not vote on the remaining proposals and counter-proposals.
10. Before the start of each voting, the Chairman of the General Meeting shall verify that the quorum of the General Meeting is met, read, or ensure the reading of the respective proposal or counter-proposal of the resolution being voted on, announce the majority necessary for its approval, announce the sequence number of the voting indicated on the ballot card to be used for the voting, announce the start and subsequently the end of the voting.
11. Shareholders present at the place of the General Meeting shall vote using the ballot cards they receive upon registration or, as the case may be, during the course of the General Meeting, based on the instruction of the Chairman of the General Meeting. Each share carries one (1) vote. The shareholder is responsible for unauthorised use of the ballot cards. For each voting, the shareholder shall receive a ballot card "IN FAVOR" and a ballot card "AGAINST". Voting is conducted based on the instruction of the Chairman of the General Meeting in such a way that the shareholder expresses his / her will by submitting one ballot card with the sequence number corresponding to the given voting, as announced by the Chairman of the General Meeting, and with the printed text "IN FAVOR" or with the printed text "AGAINST". If the shareholder does not wish to vote on a given resolution and thus wishes to abstain from voting, he / she shall not submit any ballot card, thereby abstaining from voting. Every submitted ballot card must contain the shareholder identification number (as shown on the shareholder's identification card) and must be signed by the shareholder.

12. The shareholders present at the place of the General Meeting shall submit their ballot cards to the persons designated for collection of the ballot cards who shall subsequently hand them over to the Scrutineers for evaluation. After receipt of the ballot cards, the Scrutineers shall immediately verify their validity and commence the counting of the votes. Ballot cards from which it is impossible to ascertain the will of the shareholder shall be considered invalid. Ballot cards not containing the shareholder identification number or the sequence number of the voting, or those that are not signed, shall also be considered invalid. Also, the fact that the shareholder submits more than one valid ballot card with the same sequence number of the voting or a ballot card with a sequence number of the voting different from the announced sequence number of the voting, shall constitute an invalid act of voting of the shareholder.
13. Once it is determined that a sufficient number of votes has been reached to adopt the proposed resolution, or that the sufficient number of votes to adopt the proposed resolution will not be reached, the Chairman of the General Meeting shall be notified by the Scrutineers of this preliminary voting result, which he shall then announce to the General Meeting and the General Meeting shall continue with its proceedings. The evaluating of the remaining votes shall continue and the complete results of the voting shall be announced later during the course of the General Meeting or, as the case may be, stated in the minutes of the General Meeting. The preliminary voting results and complete results include also votes cast by correspondence voting via correspondence ballot cards pursuant to the conditions of the correspondence voting. If a sufficient number of votes to adopt the given proposal or counter-proposal is not reached during the voting, the Chairman of the General Meeting shall communicate to the participants of the General Meeting the next proposal or counter-proposal and invite them to a new vote. In case that none of the submitted proposals or counter-proposals in relation to any given item on the agenda the General Meeting is adopted, the Chairman of the General Meeting shall end the discussion regarding this item.

Article 4

1. No resolution may be adopted at the General Meeting, unless shareholders holding at least 50 % of the Company's registered capital plus one share are present.
2. The Chairman of the General Meeting shall decide on procedural matters of the General Meeting (including interrupting the proceedings of the General Meeting, announcing breaks, giving the floor etc.), unless the specific decision falls within the competence of the General Meeting. The Chairman of the General Meeting shall ensure a dignified and undisturbed conduct of the General Meeting. The Company or persons designated to fulfil tasks related to the organization and arranging of the conduct of the General Meeting may, in accordance with applicable laws, prevent certain persons from attending the General Meeting, if a risk exists that the attendance of these persons would be detrimental to the dignified and undisturbed conduct of the General Meeting.
3. Matters relating to the conduct of the General Meeting not regulated in these Rules of Procedure shall be governed by the Articles of Association of the Company and the relevant provisions of the Corporations Act or, as the case may be, Act No. 89/2012 Sb., the Civil Code, as amended. If, in any specific case, no rules applicable to the conduct of the General Meeting are contained in these Rules of Procedure, the Articles of Association of the Company or the applicable laws, the Chairman of the General Meeting shall decide on how to further conduct the General Meeting. The Chairman of the General Meeting shall also decide on all questions in dispute relating to the conduct of the General Meeting, unless the decision falls within the competence of another body of the Company.
4. After the exhaustion of the agenda of the General Meeting, the Chairman of the General Meeting shall close the General Meeting.

Management Board of MONETA Money Bank, a.s.