

EQUITY BANQUE COMMERCIALE DU CONGO
(IDENTIFICATION NUMBER: CD/KIN/RCCM/14-B-3364)
MINUTES OF THE ANNUAL ORDINARY GENERAL MEETING OF EQUITY
BANQUE COMMERCIALE DU CONGO S.A. (THE COMPANY) DULY CONVENED,
CONSTITUTED, AND HELD AT THE COMPANY'S HEAD OFFICE AND
VIRTUALLY VIA MICROSOFT TEAMS ON TUESDAY, 28th APRIL, 2026 AT 12:00
PM.

The meeting opened at p.m. at the Head office, situated at 15 Boulevard du 30 Juin, Kinshasa, under the chairmanship of M. Ignace MABANZA METI, Chairman.

The Chairperson appointed M. Jean Marc OPENGE OKITOSOMBA as Secretary.

The meeting elected Mr.and Mr. both shareholders, as Scrutineers, who accepted.

The Directors present, Ms..... and Mr., completed the office of the Board.

1. CONFIRMATION OF QUORUM

The Chairman called upon the Secretary to report on the registration and attendance of shareholders, to confirm the presence of a quorum or otherwise and to read the notice convening the meeting.

The attendance list shows that the Meeting was composed of Shareholders present or represented, together holdingshares.

After clarifying that the Shareholders present by videoconference were deemed present, the Chairman deposited the attendance list on the desk and invited the Secretary and Scrutineers to sign it with him. The list of shareholders who attended the meeting in person and by proxy is annexed to and forms part of these minutes.

The Secretary confirmed that a quorum was present.

The Secretary read the notice convening the meeting.

1. Confirmation of quorum;
2. Confirmation of convening of the meeting as per statute;
3. To approve the Audited Financial Statements of the Company for the financial year ended 31 December 2025 together with the Directors' and Auditors' reports;
4. To propose and allocate the net income;

5. To approve the discharge to be issued to the Executive Management, Board of Directors and the statutory auditor for the financial year 2025;
6. To approve the appointment of the directors as listed below, who being newly appointed by the Board, are presented for approval of their appointment by shareholders:
 - a) Mrs. Julie Kasa-Kanga Tshilombo
 - b) Mr. Antoine Kayembe Nzongola (*subject to regulatory approval*)
7. To note the retirement of Dr. James Mwangi in accordance with Article 17 of the Company's By Laws and being eligible, offers himself for re-election;
8. To note the retirement of Mr. Brent Malahay in accordance with Article 17 of the Company's By Laws and being eligible, offers himself for re-election
9. To note the retirement of Mr. John Wilson in accordance with Article 17 of the Company's By Laws and being eligible, offers himself for re-election;
10. To approve the remuneration of the Directors for the year 2026;
11. To approve the appointment of the alternate statutory auditors for the financial year 2026 and to authorize the directors to fix their remuneration;
12. To note the retirement of Mr. Ignace Mabanza Meti whose second term on the Board comes to an end on 30th April 2026 in accordance with Article 16 of the Company's By Laws;
13. To authorize the Company Secretary and/or Managing Director of EQUITY BCDC to execute such other documents and effect such other filings as may be required to give effect to the above resolution.;

Following the Secretary's reading of the agenda, the Chairman urged the shareholders to approve it.

The agenda was approved by a majority of voters.

2. CONFIRMATION THAT THE MEETING WAS CONVENED IN ACCORDANCE WITH STATUTORY PROVISIONS

The Chairman confirmed that the Ordinary General Meeting was carried out in accordance with statutory provisions, particularly regarding deadlines, notification procedures, and communication of the agenda.

Specifically, the meeting was convened, in accordance with Article 29 of the bylaws, by notices published in the Official Journal, Special Issue of April 10, 2026, pages 5, 6 and 7, as well as in the newspapers INFOS27 page 8 and FORUM DES AS page 5, published respectively in Kinshasa on April 10, 2026.

Letters dated April 9, 2026 convened the named shareholders.

The Chairman placed on the desk the supporting issues of the Official Gazette and the newspapers INFOS27 and FORUM DES AS in which the notice of meeting was published, together with a copy of the convening letter sent to the named shareholders. I invite the scrutineers to initial these documents.

The Chairman confirmed that the Assembly was therefore duly constituted and could validly deliberate.

Before proceeding with the rest of the agenda items, the Chairman his statement.

3. APPROVAL OF AUDITED FINANCIAL STATEMENTS FOR THE BANK FOR THE FISCAL YEAR ENDED 31ST DECEMBER 2025 TOGETHER WITH THE REPORTS OF THE DIRECTOR AND THE AUDITOR

The audited financial statements for the year ended 31st December 2025 together with the reports of the Board of Directors and the Auditor were laid before the meeting. Having been circulated to Shareholders in advance of the meeting, they were taken as read and the Chairman formally presented them to the Shareholders on behalf of the Board of Directors, the Executive Management and the Bank's employees.

Speaking at the Chairman's request, the Managing Director presented the financial statements of the management report in the following terms:

1. Introduction of the Team

The Bank is divided into five regions:

- The Headquarters Region, managed by M. HUGUES EFOLE, Deputy Managing Director;
- The Western Region, which includes the Kinshasa City, the provinces of Kongo-Central and the former Bandundu Region, headed by M. ALEY ANGI NTOTO, Deputy Managing Director;
- The Southern Region, which covers the entire territory of the former Katanga Region, headed by M. Yves BINZUNGA, Deputy Managing Director;
- The Eastern Region, including Kivu Region and the former Province Orientale, headed by M. Scott KASINDI, Regional Director;
- The Central Region, which corresponds to Kasai Region, headed by M. Freddy NYAMABO, Regional Director.

There is also M. Pierre EZAN, Deputy Managing Director, who supports the Finance and Human Resources functions. In addition, we have departments responsible for Sales, Operations, Customer Service, and other functions, with approximately 15 managers in these departments.

2. Acknowledgments

At the end of 2025, the Management Committee of Equity Banque Commerciale du Congo expresses its gratitude to:

- Its loyal customers, for their renewed trust over the years.
- Its staff, for their dedication and commitment to providing innovative products and services tailored to customer needs.
- The Board of Directors, for its strategic guidance contributing to the institution's good governance.
- The shareholders, for their support, trust, and commitment to the management team.

3. Performance and Growth in 2025

The Bank experienced significant financial growth during the 2025 Financial Year:

Details to be provided from the MD speech

The Managing Director concluded his remarks by requesting the support of all shareholders.

Taking the floor again, the Chairman thanked the Managing Director for his report.

The Chairman reported that Shareholders had been offered the opportunity to ask questions related to the matters on the agenda for the meeting in advance. He confirmed that all questions raised had been responded to.

The Chairman invited the Statutory Auditors to present their report. The Statutory Auditors confirmed the financial statements, as presented in his report, giving a true and fair view of Equity BCDC's financial position.

The Chairman then took the floor again and thanked the Statutory Auditor for his report.

The Chairman also gave Shareholders the opportunity to ask further questions on the financial statements.

Questions were asked on the following points:

Following these various questions, the Statutory Auditor, the Managing Director, and the Chairman of the Board of Directors provided appropriate and satisfactory answers to the meeting.

Finally, the Chairman asked the General Meeting to vote to adopt the certified financial statements for 2025.

Put to a vote, the General meeting resolved by a majority of votes that the audited financial statements for the financial year ended 31st December 2025 together with the Directors and Auditors' Reports be approved.

4. PROPOSAL AND APPROVAL OF THE ALLOCATION OF NET INCOME

The Chairman reported that the profit for the 2025 financial year was a profit of approximately 370,311,313,752 congolese francs.

He further reported that in an effort to strengthen the Bank's equity, the Board of Directors, through its Chairman, proposed to allocate the profit for the financial year as follows:

- In accordance with the requirements of OHADA law, 1/10, or 370,311,313,75 Congolese francs, would be allocated to the reserve fund, known as the "legal reserve";
- The remaining profit, i.e., 333,280,182,377 Congolese francs, would be allocated to the retained earnings account.

This was followed by a discussion on the shareholders' rationale for the Board's proposal, which was in line with the Board approved strategy.

Put to a vote, the General Meeting resolved by a majority of votes that the net result of the bank for the year ended 31st December 2025 be allocated as proposed by the Board of Directors.

5. DISCHARGE TO BE ISSUED TO THE EXECUTIVE MANAGEMENT, THE BOARD OF DIRECTORS, AND THE STATUTORY AUDITOR FOR THE 2025 FINANCIAL YEAR

The Chairman asked the General Meeting to approve the discharge to be issued to the Managing Director, the Board of Directors, and the Statutory Auditor.

Put to a vote, the general meeting resolved by a majority of votes to grant discharge to the directors for their management during the 2025 fiscal year.

Put to a vote, the general meeting resolved by a majority of votes to grant discharge to the Auditor for the financial year, 2025.

6. APPROVE THE APPOINTMENT OF THE DIRECTORS AS LISTED BELOW, WHO BEING NEWLY APPOINTED BY THE BOARD, ARE PRESENTED FOR APPROVAL OF THEIR APPOINTMENT BY SHAREHOLDERS:

The Chairman requested the General Meeting to ratify the co-optation of the following nominees as Directors:

- a) Mrs Julie Tshilombo Kasa-Kanga (alread approved by the Central Bank of Congo)

Put to a vote, the General Meeting resolved by a majority of votes that Mrs. Julie Tshilombo Kasa-Kanga be and is hereby appointed as a Director.

- b) Mr. Antoine Kayembe Nzongola (subject to regulatory approval)

Put to a vote, the General Meeting resolved by a majority of votes that That Mr. Antoine Kayembe Nzongola be and is hereby appointed as a Director, (subject to regulatory approval).

7. ACKNOWLEDGEMENT OF THE WITHDRAWAL AND RE-ELECTION OF DR. JAMES MWANGI AS DIRECTOR OF THE BANK

The Chairman informed the General Meeting of the withdrawal of Dr. James Mwangi in accordance with Article 17 of the Articles of Association; and, being still eligible for the Board, that Dr. James Mwangi offered himself for re-election.

Put to a vote, the General Meeting resolved by a majority of votes that Dr. James Mwangi be and is hereby appointed as a Director.

8. ACKNOWLEDGEMENT OF THE WITHDRAWAL AND RE-ELECTION OF MR. BRENT MALAHAY AS DIRECTOR OF THE BANK

The Chairman informed the General Meeting of the withdrawal of Mr. Brent Malahay in accordance with Article 17 of the Articles of Association; and, being still eligible for the Board, that Mr. Brent Malahay offered himself for re-election.

Put to a vote, the General Meeting resolved by a majority of votes that Mr. Brent Malahay be and is hereby re-elected as a Director.

9. ACKNOWLEDGEMENT OF THE WITHDRAWAL AND RE-ELECTION OF MR. JOHN WILSON AS DIRECTOR OF THE BANK

The Chairman informed the General Meeting of the withdrawal of Mr. John Wilson in accordance with Article 17 of the Articles of Association; and, being still eligible for the Board, that Mr. John Wilson offered himself for re-election.

Put to a vote, the General Meeting resolved by a majority of voters that Mr. John Wilson be and is hereby re-elected as a Director..

10. APPROVE THE DIRECTORS' COMPENSATION FOR 2026

Upon a proposal from the Board of Directors and in light of the frequency of the Directors' quarterly meetings and the activities of this body, the Chairman requested the General Meeting to vote on the sum of USD 582 000 as directors' compensation for the 2026 Financial Year.

Put to a vote, the General Meeting resolved by a majority of voters that the Directors' compensation for the 2026 financial year in the sum of USD 582000 be approved.

11. APPROVAL OF THE NOMINATION OF THE STATUTORY AUDITOR FOR THE 2026 FINANCIAL YEAR AND AUTHORIZATION OF THE DIRECTORS TO SET THEIR COMPENSATION

Following the withdrawal of DELOITTE SERVICES SARL and FORVIS-MAZARS RDC SARL, appointed during the General Meeting of April 27, 2025 as alternate statutory auditors for the financial year 2025, the Chairman invited the General Meeting to approve the appointment of the firm BDO AUDIT SARL as Alternate Statutory Auditor for the financial year 2026 and to authorize the Directors to determine its remuneration.

It was noted that the term of office of the statutory auditors would be three Financial Years, renewable once.

Put to a vote, the General Meeting resolved by a majority of votes that the Firm BDO AUDIT SARL be appointed as Alternate Statutory Auditor for the financial year 2026 and to authorize the Directors to determine their remuneration.

12. ACKNOWLEDGEMENT OF THE WITHDRAWAL OF MR. IGNACE MABANZA METI FROM THE BANK

It was reported that the Mr. Ignace Mabanza Meti, Chairman of the Board of Directors' second term on the Board would expire on April 30, 2026. Consequently, he would withdraw from the Board on that date in accordance with Article 16 of the Articles of Association of EQUITY Banque Commerciale du Congo SA.

The General Meeting took note of Mr. Ignace Mabanza Meti's withdrawal from the Board with effect from April 30, 2026.

13. POWERS AND FORMALITIES

The Chairman requested the General Meeting to authorize the Managing Director and/or the Company’s Secretary to sign the documents and make the necessary filings to give effect to the resolutions approved above.

Put to a vote, the General Meeting resolved by a majority of voters to grant authority to the Secretary General and/or Managing Director of the Bank to undertake all formalities related to the authentication of the minutes of this meeting and its filing with the Commercial Registry and the Real Estate Credit Register.

There being no further business to conduct, these minutes were read and adopted.

The Chairman urged the members of the Board to sign the minutes with him. He requested Shareholders who wished to do so to complete the same formality.

The meeting was adjourned at.....

Signed as an authentic document this 28th day of April 2026.

Chairman of the Board of Directors

Secretary

Scrutineers

Shareholders