

Addendum No.2

to Decision No. 46 of the sole shareholder of Joint Stock Company "Deutsche Bank DBU"

dated 30 April 2025

Report of the Supervisory Board of Joint Stock Company "Deutsche Bank DBU" for 2024 Reporting Year

This report of the Supervisory Board of Joint Stock Company "Deutsche Bank DBU" (**Bank**) for 2024 was prepared for decision by the sole shareholder of the Bank based on its results, and developed taking into account the requirements of Ukrainian legislation, namely: in accordance with the Law of Ukraine "On Joint-Stock Companies", the Law of Ukraine "On Banks and Banking Activities", as well as taking into account the Methodological Recommendations on the organization of corporate governance in banks of Ukraine, approved by the decision №814-rsh of the Management Board of the National Bank of Ukraine dated 3 December 2018 (as amended).

The report is intended to provide the sole shareholder of the Bank with full information on the work and decisions of the Supervisory Board in the 2024 financial year.

1. Appraisal of completeness, structure and activity of the Supervisory Board

Composition and structure of the Supervisory Board in 2024

During the year 2024, the members of the Supervisory Board were:

1. Joerg Bongartz, Chairman of the Supervisory Board, representative of the shareholder.
2. Beate Ramona Hofmann, Deputy Chairwoman of the Supervisory Board, representative of the shareholder (until 17 September 2024).
3. Thomas Agoston, Deputy Chairman of the Supervisory Board, representative of the shareholder (from 17 September 2024).
4. Dinev Penko Stefanov, Independent Member of the Supervisory Board.
5. Carlo Appetiti, Independent Member of the Supervisory Board (until 15 June 2024).
6. Wolfgang Gomernik, Independent Member of the Supervisory Board.
7. Kevin Jones, Independent Member of the Supervisory Board (from 17 September 2024).

During the year the Bank generally adhered to the current requirements of the composition and structure of the Supervisory Board as per the Law of Ukraine "On Joint Stock Companies" and the Law of Ukraine "On Banks and Banking", in particular:

- the number of Supervisory Board Members in 2024 - 5 (five) individuals;
- the Supervisory Board includes three (3) independent members (**independent directors**) who meet the requirements, established by the law on the independence of directors for a joint-stock company;
- the Supervisory Board members of the Bank are not and were not acting as members of the Management during the year and did not hold any other positions in the Bank under the terms of an employment agreement (contract) and did not provide services to the Bank in terms of a contract.

In connection with the early termination in 2024 for reasons beyond the Bank's control of the powers of one independent director and one representative of the shareholder, the Bank temporarily ceased to meet the requirements regarding the minimum number of members of the Supervisory Board and the minimum number of independent directors. In order to bring the composition of the Supervisory Board into compliance with the requirements of the law, the Bank has taken measures to fill two vacancies, which were filled in during the year, in particular Mr. Thomas Agoston and Mr. Kevin Jones were appointed from 17 September 2024.

Based on this, the Supervisory Board concludes that it generally meets its objectives in terms of its composition and structure.

Changes in the composition of the Supervisory Board in 2024

During 2024, there were the following changes in the composition of the Supervisory Board:

- powers of Mr. Carlo Appetiti were terminated from 15 June 2024;
- Mr. Thomas Agoston was appointed from 17 September 2024.
- Mr. Kevin Jones was appointed from 17 September 2024.

Activities of the Supervisory Board in 2024

In performing its functions, the Bank's Supervisory Board acted within the competence defined by the legislation of Ukraine, the Bank's Charter, and taking into account the Regulations on the Bank's Supervisory Board, the Bank's Corporate

Governance Code and the Methodological Recommendations on Corporate Governance in Ukrainian Banks. Adopted by Decision No.814-rsh if the Management Board of the National Bank of Ukraine dated 3 December 2018 (as amended).

During 2024, the Supervisory Board did not go beyond its powers.

During the reporting period, the forms of activity (decision-making) of the Supervisory Board complied with the provisions of the Bank's charter, namely via convening a meeting to discuss issues on the agenda and decision-making (holding regular and extraordinary meetings of the Supervisory Board).

During 2024, the Supervisory Board held regular meetings, namely: fifteen (15) meetings in the form of joint presence (one in each quarter, according to the frequency provided by current legislation, as well as eleven (11) additional extraordinary meetings.

All decisions of the Supervisory Board meetings in 2024 were valid due to the presence of the relevant quorum and the absence of objections to the form of the meeting or decision-making and/or on the agenda items.

Members of the Bank's Management Board participated in all regular (quarterly) meetings of the Supervisory Board, as issues within their competence were included in the agenda of each meeting of the Bank's Supervisory Board and were provided directly by members of the Management Board.

In each case, the members of the Supervisory Board were guided by the information provided by the members of the Management Board/heads of the respective divisions, their own experience and skills, and made decisions in the interests of the Bank and its shareholder.

Each meeting of the Supervisory Board was accompanied by an open and intensive exchange of information on all issues important for the Bank's activities and the adoption of relevant decisions by members of the Supervisory Board.

The following main topics were discussed by the Supervisory Board:

- Macroeconomic review;
- Financial performance of the Bank;
- Key changes in legislation and their implementation;
- Results of audits and inspections, including review of the Report of the National Bank of Ukraine on inspection and approval of the action plan of remediation of findings / elimination of inconsistencies;
- Risk management;
- Compliance topics;
- Issues related to the internal and external audit;
- Issues related to the corporate governance of the Bank, which are related to the competence of the Supervisory Board; and
- Miscellaneous.

The information on the activities of the Supervisory Board, namely the list of Agenda Items submitted for discussion in the context of each meeting is provided in the Table.

Supervisory Board minutes number	Date of the Meeting	Agenda items
109	22 January 2024	<ol style="list-style-type: none"> 1. Review and approval of the report on the Internal Audit performance according to the audit plan for 2023 as per Addendum No. 1. 2. Review and approval of the internal self-assessment of the Internal Audit Department of the Bank as per Addendum No. 2. 3. Review and approval of the internal policies, regulations and procedures (including, review and approval of the changes to the already existing policies, regulations and procedures) of the Bank as per the list set out in Addendum No. 3. 4. Approval of the report on evaluation of effectiveness of the Management Board, Management Board members and the Head of the Control Units (Chief Risk Officer, Chief Compliance Officer and Internal Auditor) based on objectives approved for the year of 2023 as per Addendum No. 4. 5. Review and approval of the report on AML/CTF risk assessment results for the period of October 2022 – September 2023 as per Addendum No. 5.
110	12 February 2024	<ol style="list-style-type: none"> 1. Recommendation to Deutsche Bank AG, the sole shareholder of the Bank, to approve the following revised internal documents of the Bank: Charter as per Addendum No. 1-1, Regulation on General Meeting of Shareholders as per Addendum No. 1-2, and Regulation on Supervisory Board as per Addendum No. 1-3.

Supervisory Board minutes number	Date of the Meeting	Agenda items
		<p>2. Review and approval of the report on internal anti-money laundering/ counter terrorism financing (AML/CTF) system, issues related to it and ML/TF risk management for the year of 2023 as per Addendum No. 2.</p> <p>3. Approval of the report on evaluation of effectiveness of the Management Board, Management Board members and the Head of the Control Units (Chief Risk Officer, Chief Compliance Officer and Internal Auditor) based on objectives approved for the year of 2023 as per Addendum No. 3.</p> <p>4. Approval of the report on evaluation of effectiveness of the Supervisory Board for the year of 2023 as per Addendum No. 4.</p> <p>5. Appointment of Yaroslav Romanenko, Head of Treasury, to the composition of the Management Board for the position of Deputy Chairman of the Management Board, Head of Treasury for a 5 (five) year term starting from the date of this Meeting until 12 February 2029.</p> <p>6. Review and approval of the terms of the employment contract with Yaroslav Romanenko and an amendment to it as per Addendum No. 6; authorisation for execution of the amendment on behalf of the Bank.</p> <p>7. Approval of the updated organizational structure of the Bank as per Addendum No. 7.</p> <p>8. Review and approval of the Management Board Suitability Report as per Addendums No. 8 (NBU form).</p> <p>9. Review and approval of ongoing suitability of Carlo Appetiti, Member of the Supervisory Board, independent director, in his capacity of Member of the Supervisory Board considering him taking on a new position with a foreign bank unaffiliated with DB Group.</p>
111	14 March 2024	<p>1. Review of the recommendation of the Appointment and Remuneration Committee to approve the following:</p> <p>1.1. payment of the remunerative incentive amounts (bonus for 2023 financial year) to the members of the Management Board (including head of AFC/compliance department), the head of risk management department and the head of internal audit department of the Bank, as per Addendum No. 1;</p> <p>1.2. with effect from 1 April 2024, introduction of the new amount of monthly salary for certain members of the Management Board and the head of internal audit department of the Bank, as per Addendum No. 1; with introduction of corresponding changes into the employment agreements with the relevant employees.</p>
112	20 March 2024	<p>1. Information on various aspects of the Bank's operations and activities, covered by the PPT presentation as per Addendum No. 1, which includes, among other topics, the following main items:</p> <ul style="list-style-type: none"> • political and macroeconomic update and outlook; • the Bank's financials and outlook; • treasury update, including current balance sheet and liquidity structure of the Bank based on volumes and tenors, overview of the Bank's interest rates environment versus market key indicators and a snapshot of market liquidity and reserves requirements for the period covered by the SB Meeting; • risk report for November 2023-February 2024; • business initiatives/interim result: update; • review of the stress test scenarios; • annual compliance risk assessment results performed in 2023; • compliance risk report for November 2023-February 2024; • key changes in legislation: action plan and status of implementation; • Group audit findings and audit status; • miscellaneous.

Supervisory Board minutes number	Date of the Meeting	Agenda items
		<p>2. Review and approval of the general objectives for the Management Board and individual objectives for each Management Board member, CRO, Chief Compliance Officer and Chief Internal Auditor for the year of 2024 as per Addendum No. 2.</p> <p>3. Review and approval of the personal distribution of functions and authorities of the Members of the Management Board of JSC Deutsche Bank DBU as per Addendum No. 3.</p> <p>4. Review and approval of the overview related to an issue of ensuring timely provision (publication) by the Bank of reliable information about its operations in accordance with Ukrainian law in 2023 as per Addendum No. 4.</p> <p>5. Review and approval of the information on the issues considered at the meetings of the Supervisory Board of the Bank in 2023 and the decisions adopted during such meetings, as well as the list of members of the Supervisory Board of the Bank present during the meetings of the Supervisory Board of the Bank, as set out in Addendum No. 5.</p> <p>6. Review and approval of the internal policies, regulations and procedures (including, review and approval of the changes to the already existing policies, regulations and procedures) of the Bank as per the list set out in Addendum No. 6.</p> <p>7. Review and consideration of the recommendations provided by the National Bank of Ukraine based on the results of the unified procedure and methodology of the Supervisory Review and Evaluation Process (SREP) on the Bank's annual supervisory assessment as of 1 January 2023 and planned implementation measures in accordance with Addendum No. 7.</p> <p>8. Review and approval of the report on annual compliance risk assessment results performed in 2023 as per Addendum No. 8.</p> <p>9. Review and approval of the report compliance risk report for the period of November 2023-February 2024 as per Addendum No. 9.</p> <p>10. Review and approval of (1) risk management and the permanent controls system for November 2023-February 2024 according to PPT presentation and as per Addendum No. 10-1, which includes the information on the risk-appetite 2023 report, information on the credit risk, credit risk calculation, market and liquidity risks, operational risk and operational risk: key risk indicators Q4 2023; (2) review of the stress test scenarios for Q4 2023 as per Addendum No. 10-2.</p> <p>11. Annual review of the document establishing the corporate governance fundamentals of the Bank (approved by decision of the sole Shareholder No. 35 dated 28 December 2021), regarding the necessity of making changes to such document; submission of the relevant proposals to the Shareholder.</p>
113	26 April 2024	<p>1. Review and approval of the annual report of the Management Board of the Bank for the year of 2023 as per Addendum No. 1.</p> <p>2. Review of the annual report of the Supervisory Board of the Bank for the year of 2023 as per Addendum No. 2. Submission of the proposal to the Bank's sole shareholder, DEUTSCHE BANK AKTIENGESELLSCHAFT (Frankfurt am Main, Germany) (the "Shareholder") to approve the annual report of the Supervisory Board of the Bank for the year of 2023 as per Addendum No. 2.</p> <p>3. Review and approval of the lists of material business units and persons whose professional activity has a significant impact on the risk profile (material risk takers) of the Bank as per Addendum No. 3-2.</p> <p>4. Review and approval of the report on remuneration of persons of influence of the Bank for the year of 2023 as per Addendum No. 4.</p> <p>5. Review and approval of the report on remuneration of members of the Management Board of the Bank for the year of 2023 as per Addendum No. 5.</p>

Supervisory Board minutes number	Date of the Meeting	Agenda items
		<p>6. Review of the report on remuneration of members of the Supervisory Board of the Bank for the year of 2023 as per Addendum No. 6. Submission of the proposal to the Shareholder to approve the report on remuneration of members of the Supervisory Board of the Bank for the year of 2023 as per Addendum No. 6.</p> <p>7. Review of the Regulation on remuneration of the members of the Supervisory Board, document internal number: R/081 as set out in Addendum No. 7. Submission of the proposal to the Shareholder to approve the Regulation on remuneration of the members of the Supervisory Board, document internal number: R/081 as set out in Addendum No. 7.</p> <p>8. Review and approval of the internal policies, regulations and procedures (including, review and approval of the changes to the already existing policies, regulations and procedures) of the Bank as per the list set out in Addendum No. 8.</p> <p>9. Review of the results of the Bank's financial activities for 2023 as per the following documents set out in Addendum No. 9: the IFRS annual financial statements of the Bank for the financial year of 2023, confirmed by the external auditor PJSC "KPMG Audit"; the auditors' reports and audit findings report of the external auditor of the Bank PJSC "KPMG Audit", which were prepared based on the results of conducted auditing inspections of the financial statements of the Bank for the accounting period which ended on 31 December 2023; and the Management Report of the Bank for the year of 2023. Submission of the proposal to the Shareholder to approve the documents as per Addendum No. 9.</p> <p>10. Submission of the proposals to the Shareholder to approve the distribution of profit and losses coverage of the Bank based on results of the Bank's operations in 2023.</p> <p>11. Review and approval of the securities issuer's annual information for 2023 as per Addendum No. 11.</p> <p>12. Detailisation of previous decisions on the payment of the remunerative incentive amounts, as well as approval of the payment of the remunerative incentive amounts for past periods to certain members of the Management Board.</p> <p>13. Review and approval of the Control Units Effectiveness Evaluation Report for the year of 2023 as per Addendum No. 13.</p> <p>14. Review and approval of the updated job descriptions set out in Addendum No. 14:</p> <ul style="list-style-type: none"> • in connection with changes in the composition of the AFC/Compliance Department, namely the appointment of Olha Dovha to the position of Head of AML unit of AFC/Compliance Department, job description as of 1 April 2024 for Olha Dovha; and • job description for Oleksandra Kostiana, Management Board Member, AFC/Compliance head. <p>15. Approval of the updated organizational structure of the Bank as per Addendum No. 15.</p>
114	27 May 2024	<p>1. Information on various aspects of the Bank's operations and activities, covered by the PPT presentation as per Addendum No. 1, which includes, among other topics, the following main items:</p> <ul style="list-style-type: none"> • political and macroeconomic update and outlook; • the Bank's financials and outlook; • treasury update, including current balance sheet and liquidity structure of the Bank based on volumes and tenors, overview of the Bank's interest rates environment versus market key indicators and a snapshot of market liquidity and reserves requirements for the period covered by the SB Meeting; • regulatory projects updates; • risk report for March-April 2024; • business initiatives/interim result: update; • review of the stress test scenarios; • compliance risk report for March-April 2024; • key changes in legislation: action plan and status of implementation;

Supervisory Board minutes number	Date of the Meeting	Agenda items
		<ul style="list-style-type: none"> Group audit findings and audit status; miscellaneous. <p>2. Review and approval of the report compliance risk report for the period of March-April 2024 as per Addendum No. 2.</p> <p>3. Review and approval of the following risk related reports:</p> <ul style="list-style-type: none"> the report on the risk management and the permanent controls system for the Q1 and March-April 2024 according to PPT presentation and as per Addendum No. 3-1; the review of stress-test results for the 1Q 2024 as per Addendum No. 3-2; the annual review and approval of the stress-test scenarios as per Addendum No. 3-3; quarterly ICAAP monitoring report of the Bank as of 01.04.2024 as per Addendum No. 3-4; the risk-appetite statement for 2024 (changes to Capital Adequacy indicators starting August 1, 2024) as per Addendum No. 3-5. <p>4. Review and approval of the internal policies, regulations and procedures (including, review and approval of the changes to the already existing policies, regulations and procedures) of the Bank as per the list set out in Addendum No. 4.</p> <p>5. Review of the documents on the results of the evaluation of the ICAAP process of the Bank as of 01.01.2024 in line with Addendum No. 5.</p> <p>6. Information regarding the anticipated early termination of powers of Member of the Supervisory Board, independent director Carlo Appetiti.</p>
115	3 July 2024	1. Review and approval of the Supervisory Board Suitability Report as per Addendums No. 1 (NBU form).
116	10 July 2024	<p>1. Voluntary resignation of Anastasiya Neroshchyna from the position of Member of the Management Board, COO.</p> <p>2. Review and approval of the Management Board Suitability Report as per Addendum No. 1 (NBU form).</p> <p>3. Approval of the updated organizational structure of the Bank as per Addendum No. 2.</p> <p>4. Review of NBU letter No. 25-0007/52018 dated 08.07.2024 "On the organization of corporate governance, risk management system and internal control of the bank in AML/CTF area" (Addendums Nos. 3.1, 3.2 and 3.3).</p>
117	31 July 2024	<p>1. Review and approval of the internal policies, regulations and procedures (including, review and approval of the changes to the already existing policies, regulations and procedures) of the Bank as per the list set out in Addendum No. 1.</p> <p>2. Submission of the proposal to the sole shareholder of the Bank, DEUTSCHE BANK AKTIENGESELLSCHAFT, on the approval of the terms and conditions of the amendment agreement (Amendment Agreement) to the Agreement on Execution of Functions of a Member of the Supervisory Board of Joint Stock Company Deutsche Bank DBU No. 20230331-1 dated 31 March 2023 between the Bank and Joerg Bongartz, Chairperson of the Supervisory Board as per Addendum No. 2, establishment of remuneration to Chairperson of the Supervisory Board and authorization of execution of the Amendment Agreement.</p> <p>3. Approval of the revised annual audit plan (schedule) of Internal Audit Department for the year 2024 as per Addendum No. 3.</p> <p>4. Review and approval of the Internal Audit's report on DB Ukraine – KYC Client File Quality as per Addendum No. 4.</p>
118	27 August 2024	1. Voluntary resignation of Alexey Rybenko from the position of Deputy Chairperson of the Management Board, CFO.

Supervisory Board minutes number	Date of the Meeting	Agenda items
		<p>2. Review and approval of the Management Board Suitability Report as per Addendum No. 1 (NBU form).</p> <p>3. Approval of the updated organizational structure of the Bank as per Addendum No. 2.</p> <p>4. Exclusion from the Unified State Register of Legal Entities, Individual Entrepreneurs and Public Organisations of the information on persons authorised to act on behalf of the Bank.</p> <p>5. In line with the SB regulation, reviewing and documenting all issues related to appointment of Thomas Agoston to the position of the Deputy Chairperson of the Supervisory Board, shareholder representative and Kevin Jones to the position of Member of the Supervisory Board, independent director by the sole shareholder of the Bank, DEUTSCHE BANK AKTIENGESELLSCHAFT (Frankfurt am Main, Germany) (Shareholder), including review and consideration of all documents and materials related to such appointment (Addendums Nos. 3-1 – 3-9 hereto).</p> <p>6. Submission of the following proposals to the Shareholder:</p> <ul style="list-style-type: none"> • to dismiss Beate Ramona Hofmann from the position of Deputy Chairperson of the Supervisory Board, shareholder representative; • to appoint Thomas Agoston to the position of Deputy Chairperson of the Supervisory Board, shareholder representative for the term until 1 April 2026 (inclusive); • to appoint Kevin Jones to the position of Member of the Supervisory Board, independent director for the term until 1 April 2026 (inclusive); • to approve the terms and conditions of the civil agreements to be executed by the Bank with Thomas Agoston and Kevin Jones (Addendum No. 3-10 hereto); • to authorize the Chairman of the Management Board Roman Topolnytsky to execute the civil agreements with Thomas Agoston and Kevin Jones as per drafts added as Addendum No. 3-10 hereto.
119	17 September 2024	<p>1. Information on various aspects of the Bank's operations and activities, covered by the PPT presentation as per Addendum No. 1, which includes, among other topics, the following main items:</p> <ul style="list-style-type: none"> • changes to the composition of the Supervisory Board; • political and macroeconomic update and outlook; • the Bank's financials and outlook; • treasury update, including current balance sheet and liquidity structure of the Bank based on volumes and tenors, overview of the Bank's interest rates environment versus market key indicators and a snapshot of market liquidity and reserves requirements for the period covered by the SB Meeting; • regulatory projects updates; • risk report for May-August 2024; • business initiatives/interim result: update; • compliance risk report for May-August 2024; • key changes in legislation: action plan and status of implementation; • Group audit findings and audit status; • miscellaneous. <p>2. Review and approval of the report compliance risk report for the period of May-August 2024 as per Addendum No. 2.</p> <p>3. Review and approval of the following risk related reports:</p> <ul style="list-style-type: none"> • the report on the risk management and the permanent controls system for May-August 2024 according to PPT presentation and as per Addendum No. 3-1; • the review of stress-test results for the 2Q 2024 as per Addendum No. 3-2; • quarterly ICAAP monitoring report of the Bank as of 2Q 2024 as per Addendum No. 3-3; • Risks Self-Assessment result for Y2023 as per Addendum No. 3-4. • Risk Appetite statement for 2024 (inclusion of additional ratios NII and EVE) as per Addendum No. 3-45.

Supervisory Board minutes number	Date of the Meeting	Agenda items
		<p>4. Review and approval of the internal policies, regulations and procedures (including, review and approval of the changes to the already existing policies, regulations and procedures) of the Bank as per the list set out in Addendum No. 4.</p> <p>5. Review and approval of the Supervisory Board Suitability Report as per Addendums No. 5 (NBU form).</p> <p>6. Approval of the updated organizational structure of the Bank as per Addendum No. 6.</p> <p>7. Review and approval of Recovery Plan – JSC Deutsche Bank DBU and scenarios thereunder as per Addendum No. 7.</p> <p>8. Review and approval of changes to the composition of Supervisory Board committees: audit committee, appointment and remuneration committee.</p>
120	30 October 2024	<p>1. Review and approval of the terms of the agreement to be executed with the audit firm conducting external audit for 2024 financial year.</p> <p>2. Review and approval of the internal policies, regulations and procedures (including, review and approval of the changes to the already existing policies, regulations and procedures) of the Bank as per the list set out in Addendum No. 2.</p>
121	12 November 2024	<p>1. Review of the issue of payment of non-refundable financial aid to certain employees of the Bank as per the list and in the amounts stated in Addendum No. 1.</p> <p>2. Review of the issue of amendments as per the template in Addendum No. 2-1 to the employment contracts of certain employees of the Bank as per the list in Addendum No. 2-2.</p>
122	5 December 2024	<p>1. Information on various aspects of the Bank's operations and activities, covered by the PPT presentation as per Addendum No. 1, which includes, among other topics, the following main items: 1. Інформація щодо різних аспектів діяльності Банку, що охоплена презентацією РРТ згідно з Додатком №1, яка, серед інших тем, включає такі основні питання:</p> <ul style="list-style-type: none"> war in Ukraine, political and macroeconomic update and outlook; the Bank's financials and outlook; treasury update, including current balance sheet and liquidity structure of the Bank based on volumes and tenors, overview of the Bank's interest rates environment versus market key indicators and a snapshot of market liquidity and reserves requirements for the period covered by the SB Meeting; regulatory project updates; risk report for September-October 2024; business initiatives/interim result: update; compliance risk report for September-November 2024; key changes in legislation: action plan and status of implementation; Group audit findings and audit status; miscellaneous. <p>2. Review and approval of the internal policies, regulations and procedures (including, review and approval of the changes to the already existing policies, regulations and procedures) of the Bank as per the list set out in Addendum No. 2.</p> <p>3. Review and approval of the compliance risk report for the period of September-November 2024 according to PPT presentation and as per Addendum No. 3.</p> <p>4. Review and approval of the following risk related reports:</p> <ul style="list-style-type: none"> the report on the risk management and the permanent controls system for September-October 2024 according to PPT presentation and as per Addendum No. 4-1; the review of stress-test results for 3Q 2024 as per Addendum No. 4-2; quarterly ICAAP monitoring report of the Bank as of 3Q 2024 as per Addendum No. 4-3;

Supervisory Board minutes number	Date of the Meeting	Agenda items
		<ul style="list-style-type: none"> Risks Self-Assessment result for Y2024 as per Addendum No. 4-4. <ol style="list-style-type: none"> Approval of the updated organizational structure of the Bank as per Addendum No. 5. Review and approval of the Management Board Suitability Report as per Addendums No. 6-1 (DB Group form) and No. 6-2 (NBU form). Review and approval of the Supervisory Board Suitability Report as per Addendums No. 7-1 (DB Group form) and No. 7-2 (NBU form). Review and approval of the securities issuer's annual information for 2023 as per Addendum No. 8. Review of the assessment results and recommendations provided by the National Bank of Ukraine based on the results of the unified procedure and methodology of the Supervisory Review and Evaluation Process (SREP) on the Bank's annual supervisory assessment as of 1 January 2024 in accordance with Addendum No. 9.
123	27 December 2024	<ol style="list-style-type: none"> Review and approval of the internal Regulation on the organization and functioning of the Internal Liquidity Adequacy Assessment Process (ILAAP) of JSC Deutsche Bank DBU, internal reference number R/087, as per Addendum No. 1. Approval of the list of services which members of KMPG audit network may provide to Deutsche Bank AG and its subsidiaries, associated and other affiliated entities out of Ukraine during year 2025 as per Addendums Nos. 2-1 and 2-2. Approval of the outcome of check of managers of the Bank and heads of control units of the Bank for compliance to the qualified requirements, and independent SB members – to requirements of independency as per Addendum No. 3. Approval of the Supervisory Board Meetings Plan for 2025 as per Addendum No. 4. Approval of the annual audit plan (schedule) of Internal Audit Department for the year 2025 as per Addendum No. 5. Review and approval of the internal policies, regulations and procedures (including, review and approval of the changes to the already existing policies, regulations and procedures) of the Bank as per the list set out in Addendum No. 6 hereto. Review and approval of the stress-test scenarios as per Addendum No. 7. Review and approval of the report on AML/CTF risk assessment results as per Addendum No. 8. Review and approval of the updated job descriptions set out in Addendum No. 9.

All decisions made were duly reflected in the minutes of the Supervisory Board meetings.

In performing their duties, the members of the Supervisory Board complied with the current legislation of Ukraine and international standards of corporate governance.

2. Appraisal of competence and efficiency of each Supervisory Board Member, including information on his activity as an officer in other legal entities and other activities – payable or free of charge

The competence and efficiency of each member of the Bank's Supervisory Board are appropriate.

During the reporting year, each member of the Supervisory Board fulfilled its duties in an appropriate manner, including, but not restricted to:

- active participation in regular meetings,
- reviewing documents (reports, information, new / updated internal documents of the Bank) provided by the members of the Management Board / other departments,

- participation in the discussion of resolution of complex topics,
- active participation in the decision-making process,
- deciding by voting within the competence of the Supervisory Board.

The Chairman and Deputy Chairman of the Supervisory Board duly fulfilled the powers stipulated by the Charter and the Regulations of the Supervisory Board.

In the Bank's view, other activities of the Supervisory Board Members do not create any conflict of interest and do not affect the quality of performance of their function as Member of Supervisory Board of the Bank. Information on the activities of the members of the Supervisory Board in other legal entities in 2024:

- Joerg Bongartz - CEO Central and Eastern Europe, Deutsche Bank AG; Deutsche Bank Polska S.A., Warsaw, Chairman of the Supervisory Board; and Deutsche Bank Ltd, Moscow, Chairman of the Supervisory Board;
- Beate Ramona Hofmann - Head Working Capital Development, Deutsche Bank AG;
- Thomas Agoston - Chief Operating Officer of Trade Finance and Lending Department and Chief Operating Officer of Corporate Banking in Europe, Deutsche Bank AG;
- Penko Dinev – CEO in C-TRUST Ent LTD, Bulgaria;
- Carlo Appetiti – senior advisor, Boston Consulting Group, Italy; statutory auditor, Board of Statutory Auditors, BPER Banca SpA, Italy;
- Wolfgang Gomernik – director of LLC "Alfa Construction Ukraine" (EDRPOU 38062587), CEO Green & Fair Development (Austria, ATU 75091124), CEO DELTA Holding (Austria, ATU 62740001), CEO DELTA Projektconsult (Austria, ATU 41288600), general director LLC "Delta Projektconsult Ukraine" (EDRPOU 34693476);
- Kevin Jones – owner of Aderyn Compliance, Netherlands.

Taking into account the requirements of Article 42 of the Law of Ukraine "On Banks and Banking Activities", the Law of Ukraine "On Joint Stock Companies", paragraph 360 of Chapter 43 of Section VI of the Regulation on Licensing of Banks, approved by the Management Board of the National Bank of Ukraine of 22 December 2018 (as amended) No. 149, as well as in accordance with the internal regulations of the Bank, which regulates the evaluation of compliance of the Bank's managers, in December 2024 an evaluation of the professional suitability and business reputation of the members of the Supervisory Board of the Bank was conducted. According to the conclusions of such evaluation and the approved decisions of the Supervisory Board (Minutes No. 123 dated 27 December 2024, Addendum No. 3), the results of the evaluation of managers 'qualifications and independent directors' found that during the reporting period all members of the Supervisory Board met the requirements of professional suitability, signs of improper business reputation of these managers were not found, the independent members of the Supervisory Board met the established criteria of independence in understanding the Law of Ukraine "On Joint Stock Companies" and the Law of Ukraine "On Banks and Banking Activities". No facts of unacceptable conduct were established by Bank officials during the reporting period.

3. Appraisal of the independence of each independent Supervisory board member

As noted above, in December 2024 the Bank audited the independent directors for independence.

The Bank ensures compliance with the requirements regarding the independence of each of the independent director of the Supervisory Board (independent directors), namely, there is no influence by other persons on the said members of the Supervisory Board of the Bank in the process of their decision making while performing the duties of the independent director.

In particular, the independent directors as of December 2024:

- 1) was the member of the Bank's Management Board and/or legal entities affiliated with them during the previous five years (prior to occupation of this position);
- 2) receives and/or received additional remuneration from the Bank and / or affiliated legal entities in the amount of more than 5 per cent of the annual income of such person for each of these years during the previous three years (prior to occupation of this position);
- 3) owns (directly or indirectly) 5 percent or more of the authorized capital of the legal entity and is an official or person who carries out management functions in the Bank, nor is it an individual, an entrepreneur, who during the past year had substantial business relations with the Bank and / or affiliated with it legal entities;
- 4) is or has been an key auditor partner, officer of the auditor of the Bank and / or affiliated legal entities during the preceding three years;
- 5) is or has been during the previous three years an employee of an audit firm that provided audit services to the Bank and / or affiliated legal entities during the previous three years;
- 6) is or has been an employee of the Bank and / or legal entities affiliated with the Bank during the previous three years (prior to occupation of this position);
- 7) is a shareholder, holding a controlling block of shares and is a representative of a shareholder holding a controlling block of shares of the Bank in any civil relations;
- 8) has been a member of the Bank's Supervisory Board for more than 12 years;
- 9) is a relative of individuals specified in the above-mentioned points 1-8 of this part;

10) does not meet the criteria established by the charter or other internal documents of the Bank for the independent directors.

The Bank, on the basis of the documents and other information provided, periodically checks the independence of each independent director of the Supervisory Board. In addition, the criteria for independence are given to the shareholder, Deutsche Bank Aktiengesellschaft, which also examines the candidates for their independence, as Members of the Supervisory Board.

In view of the above, the independent members of the Supervisory Board as of December 2024 met the statutory criteria for independence.

4. Appraisal of the competence and effectiveness of each Supervisory board committee

Due to the adoption of new version of the Law of Ukraine "On Joint-Stock Companies", which provides for a mandatory requirement for banks to establish supervisory board committees, the Bank established such committees in December 2023, namely the Audit Committee and the Appointment and Remuneration Committee. Committees meet regulatory requirements in their composition and structure. Their current operations are governed by the regulations of the relevant committee approved by the Supervisory Board.

During 2024, the committees effectively performed their functions, in particular in the form of meetings and absentee voting (polling). According to the results of the committees' operations in 2024, a detailed report was compiled for each of them.

5. Appraisal of targets met by Supervisory board members

The objectives of the Bank's Supervisory Board for 2024 were as follows:

- 1) performance of the Supervisory Board functions within the powers stipulated by the Charter and the Regulations of the Supervisory Board - **status of execution: fulfilled.**
- 2) Performance by the Supervisory Board of other functions within its competence or recommended for performance in accordance with the Guidelines for the organization of corporate governance in banks of Ukraine approved by the National Bank of Ukraine - **status of execution: performed as required.**

Based on the data provided, the Supervisory Board came to the following conclusions:

- no violations of shareholders' rights were revealed;
- the facts of significant violations of the legislation of Ukraine during the Bank's activities were not identified;
- the results of the Bank's financial and economic activities correspond to its reporting;
- internal control procedures ensure proper internal control in the Bank;
- audit procedures comply with the regulations of the National Bank and ensure adequate control over the Bank's risks.

The activities of the Supervisory Board led to the following changes in the financial and economic activities of the company:

- achieving the desired financial results;
- the recommendation of the Supervisory Board on the distribution of profits of previous years had an impact on the financial condition of the institution and directly on its level of capital;
- achieving the Bank's strategy in terms of attracting new customers;
- sufficient level of risk management, which strengthened the financial stability of the Bank;
- availability of established necessary processes and controls, which reduces the Bank's risks, etc.

Based on the above, the Bank's Supervisory Board has achieved its goals. The activities of the Bank's Supervisory Board led to positive changes in the Bank's financial and economic activities.

Given the above, and the proper interaction of the Supervisory Board with the Management Board, as well as with the Internal Audit Department, the Risk Management Department and the Compliance and Financial Crimes Department under the Supervisory Board, given the significant list of issues considered by the Supervisory Board during the year as in Section 1 of this report, and making appropriate decisions, **the Supervisory Board properly protected the rights of depositors, other creditors and shareholders of the Bank, and within the competence defined by the charter and legislation of Ukraine, managed the Bank and supervised and regulated the Board control of the Bank and the person responsible for performing the duties of the corporate secretary.**

The Bank's Supervisory Board or its members did not audit the Bank in 2024 or the Bank's financial statements for the year which ended 31 December 2024. The Bank's Supervisory Board relied on the audit and conclusions provided by the external audit firm. The Supervisory Board also analyzed the audited annual financial statements of the Bank for 2024, took into account the recommendations and reservations, and did not raise any objections. The Bank's annual financial statements, audited by an independent auditor, were recommended for approval by the Bank's sole shareholder.

In view of the above, the Supervisory Board recommends that the sole shareholder approve this report of the Bank's Supervisory Board for 2024.

This report of the Supervisory Board is a separate part of the Bank's annual report.