

**STOPANSKA BANKA AD – SKOPJE**

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**DECISION**

**On Individual Approval of Operations of Members of the Supervisory Board and Board of Directors for the Financial Year 2025**

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Skopje, May 2026

On the basis of the Article 26 of the Statute of Stopanska Banka AD – Skopje (S.B. No. 44/27.04.2026, revised text) and following Article 384, paragraph 2, item 3 of the Law on Trade Companies, the Shareholders Assembly of Stopanska Banka AD – Skopje passed the

## DECISION

### **On Individual Approval of Operations of Members of the Supervisory Board and Board of Directors for the Financial Year 2025**

1. Upon review of the Annual Report on the operations of the Bank for 2025, together with the accompanying Report on the operations of the Supervisory Board, including the Supervisory Board's self-evaluation of its performance, the General Shareholders Assembly of Stopanska Banka AD – Skopje, acting in accordance with the provisions of the Law on Trade Companies, the Statute of the Bank, and its legally mandated authority to review and decide upon the performance of the members of the Supervisory Board and Board of Directors for the concluded financial year, hereby adopts the following:

#### **I. Supervisory Board Members**

##### **RESOLUTION No. [A.D. No. \_\_\_\_/1]**

The General Shareholders Assembly **approves the operations of Mr. Marinis Stratopoulos**, Chairperson of the Supervisory Board of Stopanska Banka AD – Skopje, for the financial year 2025.

The Assembly expresses its appreciation for his active and dedicated engagement in the work of the Supervisory Board, the effective chairing of meetings, constructive oversight, and diligent contribution to key matters of risk, strategy, and governance.

The Assembly particularly recognizes the Chairperson's constructive oversight of the Bank's Management, carried out in full alignment with applicable legal and regulatory requirements, the Bank's internal governance framework, and established principles of sound corporate governance. Throughout the reporting year, he ensured that supervisory activities were conducted with transparency, diligence, and strict adherence to established oversight standards. His role was especially important during 2025 when the Bank underwent lot of changes in management and refreshment of membership within the Supervisory Board. With his experience and long-term serving in the Supervisory Board, he provided the required strategic direction and guidance as Chair of the Board.

In addition to his role as Chairperson, the Assembly also acknowledges his continuous and meaningful participation as a member of the Audit Committee and the Nomination & Remuneration Committee, where his expertise and judgment further supported the Supervisory Board's oversight responsibilities.

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**RESOLUTION No. [A.D. No.\_\_\_\_/2]**

The General Shareholders Assembly **approves the operations of Mr. Sasho Kjosev**, Professor at Faculty of Economics at University “St. Cyril and Methodius” Skopje, Independent Member and Deputy Chairperson of the Supervisory Board of Stopanska Banka AD – Skopje, for the financial year 2025.

The Assembly acknowledges his active participation and critical evaluation of strategic and governance matters, with emphasis on financial planning, accountability, and alignment with stakeholder expectations. The Assembly also recognized his contribution to the other Board committees, such as being a member of the Nomination & Remuneration Committee where he supported the enhancement of governance processes related to Board composition, performance evaluation, and remuneration frameworks.

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**RESOLUTION No. [A.D. No.\_\_\_\_/3]**

The General Shareholders Assembly **approves the operations of Mr. Vladimir Filipovski**, Professor, Faculty of Economics at University “St. Cyril and Methodius” Skopje, Independent Member of the Supervisory Board of Stopanska Banka AD – Skopje, for the financial year 2025.

The Assembly expresses its appreciation for his objective and independent judgment, academic depth, and valuable oversight in discussions concerning macroeconomic outlook, sustainability, and governance quality. Furthermore, the Assembly recognizes his meaningful contribution to the work of the Board’s committees, notably through his role as Chair of the Nomination & Remuneration Committee and his engagement as a member of the Audit Committee. The last one was especially of critical importance during the noted management and Board changes within 2025.

His leadership in these areas strengthened key governance processes, including Board composition, performance oversight, remuneration frameworks, and internal audit and control effectiveness.

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**RESOLUTION No. [A.D. No.\_\_\_\_/4]**

The General Shareholders Assembly **approves the operations of Mr. Panagiotis Karandreas**, Director of the International Activities Division at National Bank of Greece S.A. Athens, Member of the Supervisory Board of Stopanska Banka AD – Skopje, for the financial year 2025.

The Assembly recognizes his diligent engagement and consistent support for the Supervisory Board’s operations. His understanding of cross-border banking practices, regional market dynamics, and group-level strategic priorities contributed to strengthening the Board’s perspective on matters of risk, governance alignment, and long-term institutional positioning. His active participation enhanced the Board’s ability to integrate broader international considerations into its supervisory

function, promoting smoother coordination within the Group and supporting the Bank's adherence to high standards of compliance, risk culture, and operational resilience.

The Assembly also acknowledges his participation as a member of the Audit Committee, through which he contributed to the effective oversight of financial reporting, internal controls, and audit processes, thereby supporting the Committee's work and the overall integrity and transparency of the Bank's governance framework.

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**RESOLUTION No. [A.D. No. \_\_\_\_/5]**

The General Shareholders Assembly **approves the operations of Mr. Georgios Tagaris**, Assistant General Manager, Group Financial Risk Management, National Bank of Greece S.A. Athens, Member of the Supervisory Board of Stopanska Banka AD – Skopje, for the financial year 2025.

The Assembly appreciates his constructive input into risk governance matters, as well as his active role in aligning the Bank's risk culture and supervisory practices with the Group's risk appetite and regulatory expectations. His deep understanding of risk methodologies, regulatory developments, and cross-border supervisory standards enabled the Board to approach key risk issues with greater clarity and strategic perspective. In addition, through his professional rigor and understanding of governance matters, he strengthened the Board's overall capacity to exercise effective oversight, contributing to more robust governance practices and more informed supervisory decision-making during the 2025 financial year.

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**RESOLUTION No. [A.D. No- \_\_\_\_/6]**

The General Shareholders Assembly **approves the operations of Ms. Georgia Tolia**, Director of IT PMO and IT Governance at National Bank of Greece S.A. Athens, Member of the Supervisory Board of Stopanska Banka AD – Skopje, for the financial year 2025.

The Assembly recognizes her professional contribution to the effective functioning of the Supervisory Board, particularly through the expertise she brings in IT governance, technology risk, and the oversight of complex transformation programs. Her extensive background in managing group-wide IT frameworks, large-scale program portfolios, and governance structures provided the Supervisory Board with valuable insight into the robustness, efficiency, and reliability of the Bank's IT-enabled operations. She contributed to discussions related to operational resilience, information system reliability, digital transformation priorities, and the alignment of the Bank's IT activities with Group standards and regulatory expectations.

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**RESOLUTION No. [A.D. No.\_\_\_\_/7]**

The General Shareholders Assembly **approves the operations of Ms. Dimitra Doima**, Assistant General Manager, Group Financial Planning and Performance Management at National Bank of Greece S.A. Athens, Member of the Supervisory Board of Stopanska Banka AD – Skopje, for the financial year 2025.

The Assembly recognizes her professional contribution to the effective functioning of the Supervisory Board, particularly through the expertise she brings in financial planning, performance measurement, and group-level strategic analysis. Her background in managing financial planning cycles, monitoring key performance indicators, and ensuring coherence between business strategies and financial outcomes supported the Board’s discussions on profitability, financial performance frameworks, capital planning, and strategic prioritization. With her structured financial insight, she contributed meaningfully to strengthening the Supervisory Board’s oversight of the Bank’s financial performance during the 2025 financial year.

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**II. Board of Directors Members****RESOLUTION No. [A.D. No.\_\_\_\_/8]**

The General Shareholders Assembly **approves the operations of Ms. Chrysoula Koutoudi**, Chief Executive Officer and Chairman of the Board of Directors, for the financial year 2025.

The Assembly recognizes her strong leadership and strategic direction in maintaining the Bank’s financial stability, upholding its market position, and ensuring effective implementation of the Bank’s Business Plan.

The Assembly further acknowledges her successful leadership of the Board of Directors and senior management in advancing the Bank’s Strategy. Despite assuming the role partway through the year, she ensured continuity and stability during a period of transition, delivered solid financial outcomes, strengthened the balance sheet, and drove progress on key strategic and transformational priorities. Her professional dedication and results-oriented management contributed significantly to the Bank’s overall performance in 2025.

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**RESOLUTION No. [A.D. No.\_\_\_\_/9]**

The General Shareholders Assembly **approves the operations of Ms. Milica Chaparovska-Jovanovska**, Chief Retail Officer and Member of the Board of Directors of Stopanska Banka AD – Skopje, for the financial year 2025.

The Assembly acknowledges her leadership in strengthening the Bank’s retail business, expanding customer reach, and enhancing service quality across the network. Her contribution to improving

sales effectiveness, advancing the retail strategy, and supporting the overall work of the Board of Directors is duly acknowledged. Through her strategic direction, commitment, and professional engagement, she played a key role in advancing the Bank's retail development and reinforcing its long-term growth potential. Moreover, due to her experience and long-term dedication to the Bank, she played invaluable role in ensuring continuity in leadership at the top during a year of changes for Stopanska Banka.

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**RESOLUTION No. [A.D. No.\_\_\_\_/10]**

The General Shareholders Assembly **approves the operations of Ms. Evangelia Kalouptsi**, Chief Transformation and Strategy Officer and Member of the Board of Directors of Stopanska Banka AD – Skopje, for the financial year 2025.

The Assembly acknowledges her valuable performance in leading the Bank's transformation agenda, demonstrating effective coordination, and a disciplined approach to execution. Her approach in defining priorities, organizing resources, and ensuring active monitoring and alignment is important contribution to the transformation agenda. Through her leadership and professional commitment, she significantly contributed to advancing the Bank's strategic direction and preparing the organization for the next phases of its long-term development.

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**RESOLUTION No. [A.D. No.\_\_\_\_/11]**

The General Shareholders Assembly **approves the operations of Ms. Mirjana Trajanovska**, Chief Financial Officer and Member of the Board of Directors of Stopanska Banka AD – Skopje, for the financial year 2025.

The Assembly acknowledges her prudent management of the Bank's financial position, her contribution to strengthening the overall financial management framework, and her leadership in ensuring full compliance with regulatory, supervisory, and Group financial reporting standards. Her professionalism and deep institutional experience supported the Bank's financial stability and effective execution of its strategic and operational priorities during the 2025 financial year.

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**RESOLUTION No. A.D. No.\_\_\_\_/12]**

The General Shareholders Assembly **approves the operations of Mr. Ilias Papadopoulos**, Chief Operations Officer and Member of the Board of Directors of Stopanska Banka AD – Skopje, for the financial year 2025.

The Assembly acknowledges his management and coordination of key operational processes, noting that despite assuming the role later in 2025, he effectively contributed towards the strategic goals of system modernization, process improvements, and infrastructure enhancements that strengthened efficiency, stability, and alignment with regulatory and Group standards. Through his coordination of

critical transformation projects and his commitment to maintaining a resilient and well-functioning operating environment, he contributed meaningfully to the Bank's operational progress during the 2025 financial year.

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**RESOLUTION No. [A.D. No. \_\_\_\_/13]**

The General Shareholders Assembly **approves the operations of Mr. Vladimir Treneski**, Chief Corporate Officer and Member of the Board of Directors of Stopanska Banka AD – Skopje, for the financial year 2025.

The Assembly acknowledges his contribution to the Bank's performance in the corporate segment, noting that although he assumed the Board role later in 2025, he had already been actively involved in leading corporate banking activities through his prior senior management position. His continued engagement supported strong client relationships, commercial growth, and the implementation of key initiatives across the corporate portfolio.

2. This Decision shall enter into force on the day of its adoption.

A.D. No.

**SHAREHOLDERS ASSEMBLY**

28. 05. 2026

Skopje

**Chairman**

## Explanatory Note

In accordance with the statutory competences of the General Shareholders Assembly and the provisions of the Law on Trade Companies, the Law on Banks, and the Statute of Stopanska Banka AD – Skopje, the Assembly is invited to decide on the approval of operations (discharge from responsibility) of the members of the Supervisory Board and Board of Directors for the financial year 2025.

The approval of operations is a widely recognized corporate governance mechanism in European civil law jurisdictions, including the Republic of North Macedonia. It represents the shareholders' formal acknowledgment of the performance and conduct of individual board members during the previous financial year, based on:

- The Annual Report on operations (2025);
- Reports from the Supervisory Board, Board of Directors, and Audit Committee;
- External audit findings;
- Internal control and compliance assessments.

Such resolutions do not preclude the possibility of future legal action in case of breach of law, fiduciary duty, or gross negligence discovered subsequently.

The proposed resolutions are structured individually, to reflect the accountability and contribution of each member.

### Recommendation

It is proposed that the General Shareholders Assembly adopt individual resolutions to approve the operations of:

- All Members of the Supervisory Board;
- All Members of the Board of Directors.

Each resolution includes formal recognition of the member's engagement, responsibilities, and contributions to the oversight or management of the Bank, tailored to their specific role