

## ACBA BANK OJSC

### QUESTIONS AND ANSWERS PRESENTED BY THE SHAREHOLDERS AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS ON MAY 27, 2026

**Question 1: What compensation was provided to the former Chairman of the Board, R. Sargsyan, in connection with the termination of his powers?**

**Answer:**

The question was answered by the Chairperson of the Board, Sona Ishkhanyan. She noted that no compensation has been provided yet. A proposal to provide compensation has been submitted for approval at the General Meeting. The proposed amount was presented along with the other materials of the shareholders' meeting.

**Question 2: Is a separate process planned to ensure minority shareholder representation on the Board?**

**Answer:**

There are four possible ways to become a member of the Board according to the Law on Banks and Banking:

1. Election by the General Meeting of Shareholders.
2. Appointment by a shareholder holding 10% or more of the shares.
3. Appointment by a group of shareholders who collectively hold 10% or more of the shares.
4. Appointment by the remaining shareholders who have not joined a group and have not nominated a joint candidate.

Regarding the last mechanisms, the Bank cannot intervene—shareholders themselves must organize and appoint their candidate. The Bank has discussed this with certain shareholders and conducted studies but has not found a practical solution for implementation. The Bank is open to further discussions on this matter.

**Question 3: Are there plans for listing on international stock exchanges, with timelines and targeted steps? If so, which exchanges?**

**Answer:**

The question was answered by CEO Hakob Andreasyan. He noted that he had already addressed this during his presentation on the Bank's prospects. The Bank has such goals and is moving forward with appropriate steps. However, as this is a negotiation process, no further details were disclosed.

**Question 4: Are there plans to open branches in the United States?**

**Answer:**

CEO Hakob Andreasyan replied that the Bank has no such plans. He added that the Bank is focusing on digital development, aiming to provide customer services primarily through digital platforms. This approach also allows customers to be served outside the territory of Armenia.

**Question 5: Why does the undistributed profit, which increases the share capital and its value and should therefore increase the nominal value of shares, not correspondingly do so?**

**Answer:**

Deputy CEO and CFO Styopa Zakinyan answered to the question and explained that this year the Bank does not plan to acclocate the undistributed profit toward the share equity expansion. Post-dividend payout, the remaining earnings will be held as retained profits, continuing to support the Bank's core capital structure. The allocation of retained earnings to increase the charter equity may be considered in the future, once sufficient reserves have been accumulated. The CFO also highlighted the underlying legal and accounting dynamics, explaining that utilizing retained earnings to increase statutory capital merely adjusts the par value of outstanding shares. Under the current strategy, however, the book value per share continuously appreciates as earnings accumulate.

**Question 6: On what principle is the nominal value of a share calculated? Please answer comprehensively.**

**Answer:**

Deputy CEO and CFO Styopa Zakinyan explained that the nominal value per share is calculated by dividing the Bank's statutory capital by the number of outstanding shares.

**Question 7: What steps are being taken to enable fingerprint-based payments through the Bank?**

**Answer:**

Deputy CEO, Chief Digital Platforms and Technologies Officer, Tigran Simonyan, replied that fingerprint identification can be used to access the Bank's acba digital system if the client's device supports it. Regarding direct fingerprint payments, the Bank does not plan to implement such technology, as it would require collecting clients' fingerprints, which constitutes personal data processing and is deemed inappropriate.

**Question 8: Since the value of one share is AMD 32,507, why is it traded at AMD 15,000 on the stock exchange?**

**Answer:**

Deputy CEO and CFO Styopa Zakinyan answered the question, noting that over recent months, the market price of the Bank's shares on the regulated market (Armenia Stock Exchange) has stabilized in the range of AMD 17,500 to 18,000. According to Mr. Zakinyan's clarification, this price formation is largely driven by the structural specifics of the Armenian capital market: only a few companies are listed on the local exchange, among which Acba's shares account for a significant portion of total market turnover and trading volumes.

As a clear indicator of the capital market's impact on the stock price, the CFO pointed to the Price-to-Earnings (P/E) ratio. Based on 2025 results, Earnings Per Share (EPS) exceeded AMD 5,900, placing the Bank's P/E multiple at approximately 2.6x. Mr. Zakinyan emphasized that for comparable financial institutions operating in more mature and developed markets, this metric typically stands at around 6–7x. This demonstrates that the current market value of the Bank's shares does not fully reflect its underlying profitability, indicating that Acba's stock is undervalued, significantly impacted by the low liquidity of the local market, and have significant growth potential.

**Question 9: Why has ACBA Bank not joined the ArcaPay system?**

**Answer:**

Deputy CEO, Chief Digital Platforms and Technologies Officer, Tigran Simonyan, noted that the Bank has not yet joined ArcaPay but recently launched Arca QR payments. The Bank intends to join ArcaPay in the future, considering its digital priorities. Upcoming BNPL ("Buy Now, Pay Later") solutions will also be made available, with further details provided through relevant advertising platforms.

**Question 10: The future of ACBA Bank in 5–10 years.**

**Answer:**

CEO Hakob Andriasyan spoke about the Bank's prospects over the next five years. He mentioned the goal of listing on international stock exchanges but emphasized that this is not an end in itself; it aims to enable geographical expansion. This will be supported by the Bank's transformation through AI solutions. The Bank expects to have a high-market-cap system with advanced AI solutions within this period.