Request for Proposal

For

External Audit Services

For

JSC “Citibank”

7th of August 2026

CLOSING DATE FOR RECEIPT OF SUBMISSION:
19th of August 2026

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1 Introduction and invitation to Tender

1.1 Citi, a leading global bank, has approximately 200 million customer accounts and does business in more than 180 countries and jurisdictions. Citi provides consumers, corporations, governments, and institutions with a broad range of financial products and services, including consumer banking and credit, corporate and investment banking, securities brokerage, transaction services and wealth management.

Citi's mission is to serve as a trusted partner to our clients by responsibly providing financial services that enable growth and economic progress. Citi's core activities are safeguarding assets, lending money, making payments, and accessing the capital markets on behalf of our clients.

Joint Stock Company "CITIBANK" (hereinafter referred to as JSC "Citibank" or the Bank) is a legal entity under the laws of Ukraine. The Bank is part of the unified banking system of Ukraine and is a 100% subsidiary of the financial corporation Citigroup Inc. (headquartered in New York, USA). The Bank has no branches, representative offices, separate divisions and investments in subsidiaries or associates. The head office of JSC "Citibank" is located at: Ukraine, Kyiv 03150, st. Dilova, 16-G.

1.2 This Request for Proposal ("RFP") is the property of JSC "Citibank" and is being issued to invite audit firms to submit their Proposal to provide external audit services to JSC "Citibank" (as outlined in Section 5 of this RFP) starting from audit year 2026 for a tenure of 3 years.

2 Objective

2.1 The objective of this RFP is to solicit Proposals that will enable JSC "Citibank" to determine which respondent will be the most appropriate for the Bank. JSC "Citibank" will award the audit based on the evaluation criteria in Section 7 below.

2.2 All Proposals must comply with or address the requirements listed in this RFP.

3 Closing Date for submission of Proposals

3.1 The Closing Date for submission of Proposals is end of day (EOD) on **August, 19 2026**

The Proposals should be transmitted electronically to the contacts specified below by the Closing Date:

Name: Bohdana Havryliuk
Email: bohdana.havryliuk@citi.com

Name: Maria Haharinova
Email: maria.haharinova@citi.com

Name: Viacheslav Donchenko
Email: viacheslav.donchenko@citi.com

3.2 Any Proposal received after the Closing Date may not be considered and may be rejected.

4 Acknowledgement of receipt of RFP and Confirmation of Intention to Submit Proposal

4.1 Please acknowledge receipt of this RFP and confirm your intention to submit a Proposal and acceptance of the terms and conditions set out in this RFP (the "Terms and Conditions"), to which you will be bound, by **EOD 12th of August, 2026**. Respondents should direct responses to:

- Bohdana Havryliuk (bohdana.havryliuk@citi.com)
- Maria Haharinova (maria.haharinova@citi.com)
- Viacheslav Donchenko (viacheslav.donchenko@citi.com)

4.2 Respondents requiring clarification on any point(s) regarding this RFP should note that JSC "Citibank" reserves the right to circulate details of any requests for clarification received, together with the responses, to all Respondents. The above contacts should be used to request clarifications.

4.3 Any additional supporting documentation required for the drafting of proposals will be assessed and shared by JSC "Citibank".

5 Scope

5.1 The scope of this tender includes below services:

- Annual audit (IFRS Financial statements in Ukrainian and English)
- Annual Diagnostics study as prescribed by National Bank of Ukraine (in Ukrainian only)
- Annual Management Report (in Ukrainian and in English) and Issuer's report (In Ukrainian only) in accordance with existing regulatory requirements

6 RFP response submissions

The Proposal must include each of the following sections, and should not exceed twenty pages excluding appendices:

6.1 Executive Summary

a) A summary of your Proposal, indicating the value that your audit process will bring to JSC "Citibank".

6.2 Firm qualifications (relevant industry specific expertise, experience, capacity)

a) Capacity and capability of your firm and network to serve clients.
b) Internal organisation structure of the firm including ownership structure
c) Current financial services audit clients and experience relevant to JSC "Citibank"
d) Confirmation of independence, the Bank will require a summary of any relationships that may reasonably be thought to bear on independence and the proposed plan to manage them.
e) Reputation and track record. The Bank will evaluate the reputation and track record of the auditing firm, which includes their audit quality, independence, and ethical conduct.

6.3 Audit team structure, biography, and capability together with a detailed organisation structure map.

a) Overview of the audit teams, including roles and locations.
b) Details of the experience of the partners, directors, and managers, including their financial services-specific expertise.
c) Arrangements for ensuring continuity of personnel and succession plans over the period of audit tenure.
d) Approach for ensuring that a dedicated team is available to service JSC “Citibank” and that conflicts with other financial services clients are managed appropriately.

6.4 Demonstration of **industry knowledge and expertise**. JSC “Citibank” will consider the auditor's knowledge and understanding of banking industry, including regulations, accounting standards, and industry-specific risks and challenges.

6.5 Audit approach to include:

a) Approach to ensure successful transition. Please outline how you see a transition exercise being executed.
b) Areas of audit focus for inclusion in the published Independent Auditors’ Report.
c) Approach to determining and applying materiality.
d) Timing and project management of audit activities.
e) Application of technology. Please explain the technology you will use as part of the audit and how it has added value to the clients.
f) Use of subject matter specialists.
g) Resolution of technical and judgemental accounting and reporting matters.
h) Approach to leveraging the work of JSC “Citibank” Internal Audit and the internal control environment.
i) Management of relationships with key Finance personnel, including the CFO.
j) Details of the method of communicating audit findings and process for resolving contested accounting and financial reporting issues
k) Approach to working with the JSC “Citibank ” Management and Supervisory Boards.

6.6 Communication and reporting: JSC “Citibank” will expect regular communication and reporting from the auditor throughout the engagement, and they will assess the auditor's communication and reporting processes to ensure they meet their requirements.

6.7 Describe processes and protocols your firm has in place to safeguard against having information confidential and proprietary to Citi accessed or otherwise compromised.

6.8 Quality assurance to include:

- Overall approach to quality assurance.
- Description of quality control and client satisfaction processes.
- The approach to dealing with independence and potential conflicts.
- The results of internal and external quality reviews.

6.9 Pricing

A. Provide your organisation’s most competitive price by completing Exhibit A – “Project Fees and Expenses” which can be found in the Appendix. Your Fee Proposal may also consider a payment by milestone completion scenario (as applicable) and must include any expectations on Project Expenses as well as details in applicable Project Discounts. Please propose the basis on which your firm will charge fees after Year 1.

B. Invoicing

- It is against Citi policies for work to begin on any engagement without the approvals in line with Third Party Management policies and procedures.
- Describe your firm's ability to provide electronic invoices.

C. Limitations/Risks

Describe any limitations and/or risk in utilizing the pricing models your organization presents.

6.10 Draft Audit Services Agreement Bidders are required to submit a complete draft of a standard Audit Services Agreement (contract template) along with technical and commercial proposals by the closing date of 19 August 2026. This draft agreement will be reviewed as part of the formal evaluation and selection process.

7 Evaluation Criteria

Subject to the findings from the overall evaluation process, JSC "Citibank" seeks a long-term, mutually beneficial, and cooperative relationship with our suppliers. The Bank expects the suppliers, and the overall relationship, to meet the objectives described within this RFP.

Audit entities can participate in the competitive selection process if they:

- meet the requirements of the Law of Ukraine "On Audit of Financial Statements and Auditing Activities" and the Law of Ukraine "On Joint Stock Companies",

- are registered in the Register, including information about which is included in a separate section of the Register, namely the register of audit entities that have the right to conduct a mandatory audit of the financial statements of public interest enterprises,

- for the previous annual reporting period, the amount of remuneration from each of the public interest enterprises to which statutory audit of financial statements services were provided during this period did not exceed 15 percent of the total amount of income from the provision of audit services,

- have no restrictions related to the duration of the provision of services to the bank.

Without limiting JSC "Citibank" right to use additional evaluation criteria, or to disregard any of the criteria listed below, the Bank may use any of the following criteria in evaluating the supplier's Proposal:

- Firm reputation, experience, and expertise
- Cultural fit
- Management and Supervisory Board interactions and reporting
- Ability of audit team to make decisions
- Technical expertise
- Value for money and sustainability of fee proposal
- Established business relationships
- Firm's ability and capabilities to deliver service
- Firm's experience and historical performance with Citi
- Experience of Resources to be assigned
- Client reference information, specifically within banking services.
- Best in class practices, including but not limited to governance, project management, talent management (including recruiting and retention) and service level agreement (SLA) management
- Value-add propositions to establish a strategic partnership with the Bank
- Best in class commercial terms

8 Interviews

Interviews will be scheduled between the firms' key contacts and representatives of JSC "Citibank".

9 Indicative Tender Timeline

The following is the proposed timetable developed for this project. JSC "Citibank" expects interested suppliers to comply with all deadlines. Each firm will be notified of any significant changes that may occur.

Activity	Due Date
JSC "Citibank" publishes RFP	August 7th, 2026
Firms confirm an intention to apply	August 12th, 2026
Firms email questions	August 14th, 2026
Proposals due	August 19th, 2026
Interviews by	August 26th, 2026
Final decision expected by	September 4 th, 2026

Please note that JSC "Citibank" reserves the right to amend or vary the above timetable, if required.

10 Terms and Conditions

10.1 Selection Process

JSC "Citibank" reserves the right to make its award determination based on the Proposals received without further communication with participating firms. The Bank does not commit itself to selecting a firm based solely on price or any criteria. All agreements, commitments and conditions are subject to approval of JSC "Citibank" Supervisory Board. Firms are encouraged to submit their best offer in their proposal with full explanation of their Proposal terms.

Participating firms should provide complete and thorough responses to all RFP inquiries to ensure that all aspects of the evaluation criteria are covered. Firms may expand their responses to include the details of any innovative ideas or potential alternatives that may be appropriate.

All, or a selection of, firms who reply to this RFP may be invited to present elements of their Proposal and respond to questions posed by the Bank. JSC "Citibank" reserves the right to negotiate simultaneously with firms deemed qualified for competitive negotiations and to determine negotiations at any time without incurring any liability. The Bank shall have the right to negotiate changes in any offer received from any firm. The firm agrees that negotiations conducted after receipt of any offer shall not constitute a rejection or counteroffer by JSC "Citibank" and JSC "Citibank" shall have the right to accept any offer regardless of whether there are negotiations after receipt of the offer.

Once JSC "Citibank" has made its final selection, firms will be notified of their standing. Notification will be sent in writing. JSC "Citibank" reserves the right to reject all Proposals, in whole or in part, and/or enter into negotiations with any company whether a respondent or not. JSC "Citibank" is under no obligation to award a contract based on this RFP. JSC "Citibank" shall not be obligated for payment of any amount to any company responding to this RFP.

10.2 General Statements

JSC "Citibank" reserves the right to accept or reject any subcontractor the supplier may include in their Proposal. This RFP document is in no way to be misconstrued as a commitment to purchase services. Answer completely each element and item of information requested and explain and justify any omissions.

10.3 Confidentiality/Right of Refusal

In order to protect the confidentiality of JSC “Citibank” business, all information provided to firms during the RFP process, in any form, shall be returned to JSC “Citibank” upon request. Such information shall be treated as confidential by participating suppliers and shall be used only for the purpose of responding to this RFP. Respondents shall not disclose any information contained herein to anyone except JSC “Citibank” authorized officers and respondent’s authorized officers directly connected with this RFP. JSC “Citibank” will not disclose any information concerning this process to anyone other than the responding company’s authorized officers and JSC “Citibank” authorized officers directly connected with this request.

It should be understood that this RFP is not an offer to enter into agreement with responding companies. It is a request to receive information from companies interested in providing services to JSC “Citibank”.

By submitting a proposal, the Bidder explicitly consents to the disclosure, sharing and processing of all data, proposals, qualifications, and information contained in their submission with other entities within the Citigroup Capital Group (including but not limited to Bank Handlowy w Warszawie S.A.) for the purposes of proposal evaluation, scoring, and bidder selection.

10.4 Pricing and Service Guarantee

All prices quoted are considered firm for a period of 180 days from the submission date of the Proposal. The firm agrees to honor said pricing if an award is made during the 180-day period, for contracts beginning within 12 months of the date of submission.

All parts of this RFP are JSC “Citibank” property and may be recalled at any time. All information shared with the bidders in the RFP process is proprietary and confidential to JSC “Citibank”. Any dissemination of such information to anyone other than those in supplier’s organization who need to know the information may lead to the rejection of the Proposal, the termination of any current business, and the elimination of any future business.

Any data provided is for bid purposes only and does not bind JSC “Citibank”, or its affiliates, to purchase any services mentioned and/or listed. No commitment is given or implied. JSC “Citibank” reserves the right to reject any and all bids for any reason or no reason and shall have the right to waive any formality or defect in any bid, to reject any and all bids, to reject any part or parts of a bid and accept other parts or accept any bid that deems is in its best interest. JSC “Citibank” recognizes and values the effort on the supplier’s part to participate in this process.

10.5 Decision to Withdraw

If the supplier does not intend to respond to the RFP, JSC “Citibank” requests the supplier to provide written notice (via E-mail) to the JSC “Citibank” Contacts by August 12th.

10.6 No Implied Offer

The issuance of this RFP (and pursuant Statements of Work (SOWs)) does not imply that JSC “Citibank” is making an offer to do business with any RFP recipient or respondent or Supplier. No Agreement or other binding obligation on JSC “Citibank” is implied or will occur unless and until a definitive agreement to such effect is executed. The issuance of this RFP and the submission of the supplier’s Proposal do not create any obligation upon JSC “Citibank” to purchase goods or services from the supplier, or to enter into any binding legal relationship with any one or more of the suppliers.

10.7 Incurred Costs

The supplier is responsible for all costs of preparing, submitting and (if requested by JSC “Citibank”) resubmitting the Proposal, and any other prior or subsequent activity associated with the RFP process, including the evaluation of the Proposal, supplier presentations, meeting attendance and/or contract negotiations, regardless of whether or not JSC "Citibank" enters into an agreement with the supplier.

10.8 Partnership Approach

A. Governance

JSC "Citibank" leadership believes that governance is one of the keys to success in this engagement model. We are requesting the supplier to provide a best-in-class governance model.

B. Performance Management and Capabilities/Skills Assessment

JSC "Citibank" may implement several tools and processes to measure supplier performance and evaluate capabilities and skills. Suppliers are expected to comply with JSC "Citibank" reporting requirements and to deliver any information requested by JSC "Citibank" for the purposes of reporting, regulatory compliance, project schedule adherence, and budgetary performance.

APPENDIX

Exhibit A – Project Fees and Expenses

	Type	Reporting year	Deadline	Qualification	Number of auditors	Cost of 1 hour per auditor (UAH)*		Number of hours for audit	Total Cost (UAH)*	
						VAT excl	VAT incl		VAT excl	VAT incl
Service 1	Annual audit (IFRS Financial statements in Ukrainian and English)	2026								
		2027								
		2028								
Service 2	Annual Diagnostics study as prescribed by National Bank of Ukraine (in Ukrainian only)	2026								
		2027								
		2028								
Service 3	Annual Management Report (in Ukrainian and in English) and Issuer's report (In Ukrainian only) in accordance with existing regulatory requirements	2026								
		2027								
		2028								

Notes

- JSC "Citibank" will not be able to accept any charges or penalties not clearly defined by the supplier in the Proposal.
- Prices shall be effective for the specified dates and immediately upon agreement.
- Unless otherwise set forth in this RFP, the rates shown are inclusive of:

  i. Any overtime worked by the supplier's resources while on JSC "Citibank" assignments.
  ii. All costs incurred by supplier in performing services.
  iii. Any normal training costs.

- JSC "Citibank" shall not be billed for time spent while in training unless such training was requested by the Bank.
- JSC "Citibank" will consider the auditor's fees and costs, including their hourly rates to ensure they are reasonable and competitive. Please include a process for agreeing costs, and proposed rates for certain other (non-audit) services which may be required from time to time
- Where applicable, please include the breakdown of the cost per number of resources, seniority, and hourly rates
- Except pricing information, please, provide the below information within Exhibit A

1	Full name of the company
2	Registration number in the Register of Auditors and Audit Entities
3	The inclusion of an audit firm in a separate section of the Register of Auditors;
4	Experience of audit firm, key audit partner, the auditors who will be directly involved in the audit of the financial statements of the bank
5	Information on auditors, key audit partner(s) working in the audit firm at the main place of work and involved in auditing the financial statements of the bank (surname, name, registration number in the Register of Auditors and auditors)
6	The number of regular skilled employees involved in the implementation of the audit tasks of the bank's financial statements and confirmed qualifications in accordance with Article 19 of the Law on Audit or have valid certificates (diplomas) of professional organizations confirming a high level of knowledge on international financial reporting standards;
7	Absence (presence) of the audit firm, its head and / or auditors working in the audit firm (at the principal place of work or in combination), any penalties applied during the last three years by the body regulating / regulating audit activity;