



# ARGUS S.A.

To: Bucharest Stock Exchange S.A.  
Financial Supervisory Authority

## CURRENT REPORT

drawn up in accordance with Law no. 24/2017 on issuers of financial instruments and market operations and ASF Regulation no. 5/2018 on issuers of financial instruments and market operations

Date of report: **20.02.2026**  
Name of the issuing company: ARGUS S.A.  
Registered office: Str. Industriala, nr. 1, Constanta - Romania  
Phone/ Fax: +40 241 67 68 40/ +40 241 63 43 67  
Website: www.argus-oil.ro  
CUI/ CIF: RO1872644  
Trade Register No.: J1991000550138  
Subscribed and paid-up share capital: RON 53,670,699  
Stock symbol: UARG  
The regulated market on which it is  
trades the securities issued: BVB-ATS AeRO

### Important events to report:

#### CONVENING NOTICE

#### of the Ordinary and Extraordinary General Meeting of Shareholders of ARGUS S.A.

The Board of Directors of **ARGUS S.A. Constanța**, having its registered office at 1 Industriala Street, Constanta, Constanta County, registered at the Trade Register Office attached to the Court of Constanta under no. J1991000550138, having sole registration code RO1872644 and subscribed and paid-up capital of RON 53,670,699, met on **19 February 2026**, pursuant to art. 111 and 113 of Law no. 31/1990, republished and amended, of Law no. 24/2017, of the A.S.F. Regulations and of the provisions of the Articles of Incorporation, **convenes:**

**I. The Ordinary General Meeting of Shareholders ("OGMS") on 26 March 2026 (first convening), starting at 11:00 a.m., at the registered office of Argus S.A., located at 1 Industriala Street, Constanta.**

**II. The Extraordinary General Meeting of Shareholders ("EGMS") on 26 March 2026 (first convening), starting at 12:00, at the registered office of Argus SA located at 1 Industriala Street, Constanta.**

All shareholders registered in the Shareholders' Register at the end of **13 March 2026, which is the reference date**, are entitled to participate and vote in the general meeting.

If the quorum requirements are not met at the first convening, the Ordinary General Meeting is reconvened for **27 March 2026, at 11:00 a.m.** and the Extraordinary General Meeting is reconvened for **27 March 2026, 12:00 p.m.**, at the registered office of ARGUS S.A. in Constanta Municipality, 1 Industriala Street, postal code 900147, Constanta County, Constanta.



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## THE ORDINARY GENERAL MEETING OF SHAREHOLDERS

### has the following AGENDA:

1. Revocation of Deloitte Audit SRL as financial auditor of the Company, effective as of the date of adoption of the resolution.
2. The appointment of Baker Tilly Klitou and Partners SRL as financial auditor of the Company for the audit of the stand-alone and consolidated financial statements, including those related to the financial year ended 31 December 2025, the establishment of the minimum duration of the audit engagement at 1 (one) year, as well as the authorization of the Board of Directors to negotiate and execute the audit engagement agreement and to determine the auditor's remuneration.
3. Approval of the date of **17 April 2026 as the registration date** and **16 April 2026 as the ex-date**, in accordance with applicable legal provisions, for determining the shareholders affected by the resolutions adopted.
4. The empowerment of the Chairman of the Board of Directors, with the possibility of replacement by the General Manager, to fulfill all legal formalities, to sign all the legal documents necessary for the submission of the resolution of the General Meeting of Shareholders to the Trade Register Office attached to the Court of Constanta, to be mentioned in the register and published in the Official Gazette of Romania, as well as all the legal acts necessary for the implementation of the resolution.

## EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

### has the following AGENDA:

1. Approval of the amendment to Article 21 of the Articles of Incorporation of ARGUS S.A., by rewording the paragraph in accordance with the provisions of Law no. 31/1990, republished, regarding the maximum term of 5 months from the end of the financial year, respectively:  
*"The General Meeting of Shareholders is convened by the Board of Directors. The Ordinary General Meeting shall meet at least once a year, within 5 months from the end of the financial year."*
2. Approval of the updated consolidated version of the Company's Articles of Incorporation, reflecting the amendment approved under item 1 above.
3. Approval of the date of **17 April 2026 as the registration date** and **16 April 2026 as the ex-date**, in accordance with applicable legal provisions, for determining the shareholders affected by the resolutions adopted.
4. The empowerment of the Chairman of the Board of Directors, with the possibility of replacement by the General Manager, to fulfill all legal formalities, to sign all the legal documents necessary for the submission of the resolution of the General Meeting of Shareholders to the Trade Register Office attached to the Court of Constanta, to be mentioned in the register and published in the Official Gazette of Romania, as well as all the legal acts necessary for the implementation of the resolution.

### **The shareholders' right to participate in general meetings**

Shareholders registered by name in the Shareholders' Register on the reference date may participate in the general meeting in person, through their legal representatives (in the case of legal entities) or through a representative on a special power of attorney or a general power of attorney, or they may vote by correspondence (by written voting form or by electronic means). Shareholders may be assisted by lawyers/legal advisors at the general meeting of shareholders.

The access of shareholders entitled to participate in the general meeting of shareholders is allowed by the simple proof of their identity, made in the case of individual shareholders with the identity document or, in



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the case of legal entities and represented natural person shareholders, with the power of attorney given to the natural person representing them, in compliance with the applicable legal provisions on the matter and the provisions contained in this convening notice.

In the case of shareholders who are legal persons or entities without legal personality, the quality of legal representative is ascertained based on the list of shareholders on the reference date, from the Register of Shareholders and the identity document of the legal representative.

If the register of shareholders on the reference date does not contain data regarding the quality of legal representative, this quality is proven by a certificate of ascertainment issued by the Trade Register, presented in original, or a true copy of the original, issued no more than 30 days before the date of publication of the convening notice of the general meeting of shareholders.

Shareholders who do not have the capacity to exercise, as well as legal persons, can be represented through their legal representatives, who in turn can give power of attorney to other persons.

Shareholders may be represented at the general meeting by other persons, based on a special power of attorney or a general power of attorney.

Shareholders who are natural or legal persons registered on the reference date may also be represented at the general meeting by persons other than shareholders, based on a special power of attorney. For this type of vote, the special power of attorney forms, which will be made available by the Board of Directors of the company, or a general power of attorney, drawn up in accordance with the provisions of Law no. 24/2017 and of the ASF Regulation no. 5/2018.

The shareholders of legal persons or entities without legal personality that participate in the general meeting through a person other than the legal representative, will compulsorily use a special or general power of attorney, under the conditions specified above.

The models of the special power of attorney forms will be available starting with **20 February 2026** at the company's registered office, and on the website [www.argus-oil.ro](http://www.argus-oil.ro) under the heading "Investor Relations". The shareholders will complete and sign the special powers of attorney in three original copies: one for the shareholder, one for the representative and one for the company. The copy for the company, completed and signed, is submitted in person or sent:

- by any form of courier, in original, together with the accompanying documents, to the company's registered office, so that it can be registered with the company no later than 48 hours prior to the general meeting of shareholders, until **24 March 2026 at 11:00 a.m.**, for the OGMS, respectively 12:00 p.m. for the EGMS, under penalty of loss of voting rights.
- by e-mail, bearing a qualified electronic signature, in accordance with Law no. 214/2024 on the use of the electronic signature at [actionari@argus-oil.ro](mailto:actionari@argus-oil.ro) address, no later than 48 hours prior to the general meeting of shareholders, respectively until **24 March 2026, 11.00 a.m.**, for the OGMS, respectively 12:00 p.m. for the EGMS, under penalty of loss of voting rights.

The company will accept general power of attorney, issued for a maximum period of three years, for participation and voting in the general meeting of shareholders, given by a shareholder, as a client, to an intermediary, defined according to art. 2 para. (1) item 19 of Law no. 24/2017, or to a lawyer, without requesting other additional documents relating to the respective shareholder, if the general power of attorney complies with the provisions of art. 105, para. (13) of Law no. 24/2017, is signed by the respective shareholder and is accompanied by a declaration on own responsibility given by the legal representative of



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the intermediary or by the lawyer who received the power of attorney through the general power of attorney, which shows that:

- (i) the power of attorney is granted by that shareholder, as a client, to the intermediary or, where applicable, to the lawyer.
- (ii) the general power of attorney is signed by the shareholder, including by attaching a qualified electronic signature, if applicable.

The declaration given by the legal representative of the intermediary or by the lawyer who received the power of attorney by general power of attorney must be submitted to the company in original, signed and, as the case may be, stamped, together with the general power of attorney, no later than 48 hours prior to the general meeting of shareholders (**24 March 2026, 11:00 a.m.**, for the OGMS, respectively 12:00 p.m. for the EGMS), in the case of first use.

Shareholders may not be represented in the general meeting of shareholders, based on a general power of attorney, by a person who is in a situation of conflict of interest, in accordance with the provisions of art. 105 para. (15) of Law no. 24/2017.

The general powers of attorney are submitted to the company 48 hours before the general meeting (no later than **24 March 2026, 11:00 a.m.**, for the OGMS, respectively 12:00 p.m. for the EGMS), in a notarized copy or including the mention of conformity with the original, under the signature of the representative.

### Voting by correspondence

Shareholders can vote by correspondence prior to the general meeting of shareholders, by using the correspondence ballot forms made available by the Company.

The models of the postal ballot forms will be available starting with **20 February 2026**, at the company's registered office, or on the company's website [www.argus-oil.ro](http://www.argus-oil.ro).

Under penalty of loss of voting rights, the correspondence ballot papers, completed and signed by the shareholders, together with all accompanying documents, shall be sent to the company's registered office to be registered, until **24 March 2026, at 11:00 a.m.**, for the OGMS, respectively 12:00 p.m. for the EGMS, as follows:

- (i) by any form of courier - the original correspondence ballot paper;
- (ii) by e-mail, with a qualified electronic signature incorporated, according to Law no. 214/2024 on the use of the electronic signature, to the address [actionari@argus-oil.ro](mailto:actionari@argus-oil.ro).

The postal ballot paper shall be sent together with the following documents:

- (i) in the case of natural person shareholders, the requests must be accompanied by a copy of the identity document and the statement of account showing the status of shareholder and the number of shares held, issued by the Register of Shareholders.
- (ii) in the case of legal person shareholders, it must be accompanied by an account statement issued by the Shareholders' Register showing the status of shareholder and the number of shares held together with documents attesting the registration of the information on the legal representative in the Shareholders' Register, as well as a copy of the identity document of the legal representative.

If the register of shareholders does not contain data regarding the quality of legal representative, this quality is proven by a certificate of ascertainment issued by the Trade Register, presented in original or a true copy of the original, with a seniority of no more than 30 days compared to the date of publication of the convening notice of the general meeting, which certifies the quality of legal representative.



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In the event that the shareholder who voted by correspondence participates in person, or through a representative, in the general meeting, the vote expressed by correspondence will be cancelled. In this case, only the vote cast in person or through a representative will be taken into account.

If the person who represents the shareholder by personal participation in the general meeting is other than the one who cast the vote by correspondence, then, for the validity of his vote, he will present at the meeting a written revocation of the vote by correspondence signed by the shareholder or by the representative who cast the vote by correspondence. This is not necessary if the shareholder or his legal representative is present at the general meeting.

In accordance with the provisions of the Company's Articles of Incorporation, the position of "abstention" adopted by a shareholder with regard to the items on the agenda of a general meeting of shareholders of ARGUS S.A. represents a vote cast.

### **The right of shareholders to introduce new items on the agenda of the general meeting and to make proposals for resolutions for existing or proposed items to be included on the agenda.**

According to the provisions of art. 117<sup>1</sup> para. (1) of Law no. 31/1990 and art. 105 para. (3) of Law no. 24/2017, one or more shareholders representing, individually or jointly, at least 5% of the Company's share capital, may request the Company's Board of Directors to introduce additional items on the agenda of the general meeting and/or to present draft resolutions for the items included or proposed to be included on the agenda of the general meeting, subject to the following conditions:

- (i) in the case of natural person shareholders, the applications must be accompanied by a copy of the identity document and the extract showing the status of shareholder and the number of shares held, issued by the Register of Shareholders;
- (ii) in the case of shareholders who are legal persons, the requests must be accompanied by an extract issued by the Register of Shareholders showing the status of shareholder and the number of shares held, together with documents attesting the registration of the information regarding the legal representative in the Register of Shareholders and a copy of the identity document of the legal representative.

If the register of shareholders does not contain data regarding the quality of legal representative, this quality is proven by a certificate of ascertainment issued by the Trade Register, presented in original or a true copy of the original, with an age of no more than 30 days, related to the date of publication of the convening notice of the general meeting, which certifies the quality of legal representative.

- (a) be accompanied by a justification and/or draft resolution proposed for adoption.
- (b) to be sent and registered at the company's registered office, by any form of courier, with acknowledgement of receipt, within 15 days from the publication of the notice, respectively until **06 March 2026**, signed and, as the case may be, stamped by the shareholders or their legal representatives.

### **Shareholders' right to ask questions on the agenda**

Shareholders may ask questions to the company, through a document that will be sent and registered at the company's registered office, by any form of courier, with acknowledgement of receipt, no later than **20 March 2026 at 16:00**, in original, signed and, as the case may be, stamped by the shareholders or their legal representatives.

The document containing the questions must be accompanied:

- i. in the case of individual shareholders, the requests must be accompanied by a copy of the identity document and the extract showing the status of shareholder and the number of shares held, issued by the Register of Shareholders.



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ii. in the case of shareholders who are legal persons, the request must be accompanied by an extract issued by the Shareholders' Register showing the status of shareholder and the number of shares held together with documents certifying the registration of the information on the legal representative in the Shareholders' Register, as well as a copy of the identity document of the legal representative.

If the Register of Shareholders does not contain data regarding the quality of legal representative, this quality is proven by a certificate of ascertainment issued by the Trade Register, presented in original or a true copy of the original, with an age of no more than 30 days compared to the date of publication of the convening notice of the general meeting, which certifies the quality of legal representative.

The company may also respond by posting the response on its own website, [www.argus-oil.ro](http://www.argus-oil.ro). or during the General Meeting.

The materials, special proxy forms, postal ballot papers, as well as draft resolutions of the General Meeting, relating to the issues included on the agenda, will be available and can be consulted by shareholders at the registered office of Argus SA starting with **20 February 2026**, on working days, between 09.00–15.00 or on the company's website [www.argus-oil.ro](http://www.argus-oil.ro).

The Chairman of the Board of Directors,  
Ivo Ivanov