

TO: BUCHAREST STOCK EXCHANGE
FINANCIAL SUPERVISORY AUTHORITY
Financial Instruments and Investors Sector

Current report in accordance with: Law 24/2017, FSA
Regulation no. 5/2018
Report date: 25 March 2024
Regulated market on which issued securities are traded:
Bucharest Stock Exchange, Premium category.

Important event:

Convening the Extraordinary and Ordinary General Meeting of Shareholders on 29/30 April 2024

The Board of Directors has decided to convene the Extraordinary and Ordinary General Meeting of EVERGENT Investments shareholders on 29/30 April 2024, with the agenda from the attached Convening Notice. All shareholders registered in the shareholders' register at the end of 15 April 2024, which is the reference date, are invited to attend the both meetings.

Among the most important proposals on the agenda of the General Meetings are the following:

1. The Extraordinary General Meeting:
 - Approval of the reduction of EVERGENT Investments' share capital from 96,175,359.20 lei to 90,902,859.20 lei, following the cancellation of 52,725,000 own shares acquired by the company.
 - Approval of three share buyback programs - "Programs 10, 11, and 12". The company will buyback up to a maximum of 12,500,000 shares through market transactions (1.3751% of the share capital) for the implementation of "stock option plans" programs (Program 10), a maximum of 18,200,000 shares (2.0021% of the share capital) through a public purchase offer for the reduction of the share capital by canceling shares (Program 11), as well as a maximum of 9,100,000 shares (1.0010% of the share capital) through market transactions for the purpose of reducing the share capital by canceling shares (Program 12). (The percentages mentioned above are calculated after the reduction of the share capital).
2. The Ordinary General Meeting:
 - Approval of the Consolidated and Individual Financial Statements for the financial year ended on 31 December 2023, accompanied by the auditor's opinion.
 - Approval of the distribution of dividends in the total amount of 81,694,796.85 lei from the net result achieved in the financial year ended on 31 December 2023, comprised of the net profit and net gain reflected in the retained earnings from



the sale of equity instruments classified at fair value through other comprehensive income (FVTOCI).

- Approval of a gross dividend of 0.09 lei/share (representing 7.06% dividend yield at the closing price of 22 March 2024) for the shareholders registered on 22 May 2024. The payment date is 12 June 2024.
- Approval of the Activity Program, as well as the Revenue and Expenses Budget for 2024.

EVERGENT Investments continues to offer investors on the BSE a competitive return, through a predictable policy, as a mix between the granting of dividends and annual buyback programs.

The dividend distribution rates from recent years prove both the predictability of dividend payments to shareholders on a consistent basis and the strength of the company's cash flows, both of which highlight a strong financial position within the industry.

The shareholders are invited to consult all the materials related to the EGMS and OGMS, available on www.evergent.ro website, starting with Tuesday, 26 March 2024, which is the publication date of the Convening Notice in the Official Gazette of Romania, part IV.

Claudiu Doros
President and CEO

Gabriel Lupaşcu
Compliance Officer

CONVENING NOTICE

The Board of Directors of EVERGENT Investments SA (the Company), headquartered in Bacău, 94C Pictor Aman St., Bacău district, registered with the Trade Registry under no. J04/2400/1992 and in the FSA register under no. PJRO9FIAIR/040003, classified as Retail Investor Alternative Investment Fund (FSA authorization no. 101/25 June, 2021) and as Alternative Investment Fund Manager (FSA authorization no. 20/23 January, 2018), ISIN ROSIFBACNOR0, unique registration code 2816642, EUID: ROONRC. J/04/2400/1992, with subscribed and paid-up capital of RON 96,175,359.2, hereby

CONVENES

The Extraordinary General Meeting of Shareholders of EVERGENT Investments SA (EGMS) on **29 April 2024**, at **10⁰⁰**

and

The Ordinary General Meeting of Shareholders of EVERGENT Investments SA (OGMS) on **29 April 2024**, at **11⁰⁰**.

The general meetings of shareholders will be held at the headquarters of EVERGENT Investments from Bacău, 94C Pictor Aman street, mezzanine.

The convening notice is issued in accordance with the provisions of Law no. 24/2017 on the issuers of financial instruments and market operations, republished, FSA Regulation no. 5/2018 on the issuers of financial instruments and market operations, Law no. 243/2019 on alternative investment funds, Law no. 74/2015 on the managers of alternative funds and regulations of the Financial Supervisory Authority for their application, Law no. 31/1990 on companies and the provisions of EVERGENT Investments' Articles of Association (FSA Authorization no. 108/13 July, 2022 – www.evergent.ro).

The Company's share capital consists of 961,753,592 face shares, with a face value of RON 0,1, dematerialized and undividable, each share entitling to one vote within the General Meetings of Shareholders, except for a number of 61,742,535 shares representing 6.42% of the share capital, bought back in accordance with the Resolutions of the Extraordinary General Meeting of EVERGENT Investments shareholders, which have suspended voting rights, according to article 105 paragraph 2 of Law no. 31/1990 on companies.

Only shareholders registered in the Shareholders' Register held by Depozitarul Central SA, at the end of **15 April 2024**, set as reference date, are entitled to participate and vote in the Extraordinary and Ordinary General Meetings of Shareholders.

EGMS AGENDA

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| 1 | <p>Election of the Extraordinary General Meeting of Shareholders secretariat, consisting of 1-3 individuals, from among the company’s shareholders, registered on the ballots.</p> |
| 2 | <p>Approval of the reduction of EVERGENT Investments' share capital, pursuant to Article 207 paragraph (1) letter c) of Law no. 31/1990 on companies, from RON 96,175,359.20 to RON 90,902,859.20, namely by the amount of RON 5,272,500, following the cancellation of a number of 52,725,000 own shares acquired by the Company, in accordance with and justified by EGMS Resolutions no. 4 of 20 January 2022, no. 2 of 28 April 2022, and no. 2 of 27 April 2023. Following the reduction, EVERGENT Investments' share capital will amount to RON 90,902,859.20, divided into 909,028,592 shares.</p> <p>Approval of the modification of Article 3 paragraph (1) of the Articles of Association, following the reduction of the share capital, which will have the following content: “The share capital is RON 90,902,859.20 and is divided into 909,028,592 shares”.</p> |
| 3 | <p>Approval of own shares buy-back programs – “Programs 10, 11 and 12” abiding by the applicable legal provisions and meeting the following main characteristics:</p> <p>a) Purpose of the programs: EVERGENT Investments will buy-back shares for the carrying out of “<i>stock option plan</i>” programs, as well as for the reduction of the share capital through share cancellation.</p> <p>b) The number of shares that can be bought-back and the share capital percentage, as it will result following the share capital reduction in accordance with item 2 on the EGMS agenda:</p> <p>i) a maximum of 12,500,000 shares through market operations (1.3751% of the share capital) for the distribution to employees, directors and executives of the Company, within the “<i>stock option plan</i>” programs (Program 10)</p> <p>ii) a maximum of 18,200,000 shares (2.0021% of the share capital) through a public purchase offer, for the purpose of reducing the share capital by cancelling shares (Program 11)</p> <p>iii) a maximum of 9,100,000 shares (1.0010% of the share capital) through market operations, for the purpose of lowering the share capital by cancelling shares (Program 12)</p> <p>c) Minimum price per share: the minimum purchase price shall be the Bucharest Stock Exchange market price at the time of the purchase.</p> <p>d) Maximum price per share: RON 2.</p> <p>e) Duration of programs: maximum 18 months from the date the resolution is registered in the Trade Registry.</p> <p>f) The payment of bought-back shares shall be made from the distributable profit or from the Company’s available resources, as recorded in the latest approved annual financial statements, with the exception of legal reserves, specifically those recoded in the financial statements for the financial year 2023, in accordance with the provisions of article 103 index 1 of Law no. 31/1990 on companies.</p> <p>Authorization of the Board of Directors and, individually, its members to adopt all the necessary decisions in order to carry out the resolution, including going through all the stages and formalities for implementing the programs, applying the allocation criteria, determining the beneficiaries and the number of rights/options to acquire shares, the period of exercising the rights, the preparation and publication of information documents in accordance with the law.</p> |

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| 4 | Approval of the date of 22 May 2024 as registration date (<i>ex-date</i> 21 May 2024) for the shareholders impacted by the resolutions adopted by the Extraordinary General Meeting of Shareholders. |
| 5 | Authorization of the Board of Directors and, individually, of its members to fulfil the resolutions adopted by the Extraordinary General Meeting of Shareholders. The authorization of the President CEO and/or the Deputy CEO, with the possibility of substitution, to carry out all the legal procedures and formalities and to sign any documents necessary for the implementation of the resolutions of the Extraordinary General Meeting of Shareholders, including the formalities of publication and registration in the Trade Registry. |

OGMS AGENDA

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| 1 | Election of the Ordinary General Meeting of Shareholders secretariat, consisting of 1-3 individuals, from among the company's shareholders, registered on the ballots. |
| 2 | Approval of the consolidated financial statements for the financial year ended on 31 December, 2023, prepared in accordance with the Accounting Regulations compliant with the International Financial Reporting Standards (IFRS) applicable to entities authorized, regulated and supervised by the FSA, approved by FSA Norm no. 39/2015 (including in the format compliant with the provisions of the Commission Delegated Regulation (EU) 2019/815 with regard to regulatory technical standards on the specification of a single electronic reporting format), accompanied by the Report of the Independent Auditor and Annual Report of the Board of Directors related to the consolidated financial statements for the financial year 2023. |
| 3 | Approval of the individual financial statements for the financial year ended on December 31, 2023, prepared in accordance with the Accounting Regulations compliant with the International Financial Reporting Standards (IFRS) applicable to entities authorized, regulated and supervised by the FSA, approved by FSA Rule no. 39/ 2015 (including in the format compliant with the provisions of the Commission Delegated Regulation (EU) 2019/815 with regard to regulatory technical standards on the specification of a single electronic reporting format), accompanied by the Independent Auditor's Report, the Annual Report of the Board of Directors related to the individual financial statements and the Remuneration Report of EVERGENT Investments for the financial year 2023. |
| 4 | Approval of dividend distribution from the net result of the financial year ended on 31 December 2023, comprised of net profit and net gain reflected in the retained earnings from the sale of financial assets (equity instruments) classified at fair value through other elements of the comprehensive income (FVTOCI) and a gross dividend of 0.09 RON/share, namely the total amount of dividends (dividend fund) of RON 81,694,796.85. The distribution of dividends will be made from the net profit of EVERGENT Investments, and the difference up to the total value of the net profit will be distributed to "Other Reserves". The costs related to the payments will be borne from the net dividend value. Dividend payment is made through Depozitarul Central and the paying agent Banca Transilvania. Approval of 22 May 2024 as the registration date (<i>ex-date</i> 21 May 2024) and 12 June |

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| | 2024 as the dividend payment date. |
| 5 | Approval of the 2024 Activity Program, in accordance with the “Strategy and Investment Policy of EVERGENT Investments” and the Revenue and Expenses Budget for 2024. |
| 6 | Approval of the discharge of directors for the financial year 2023. |
| 7 | Approval of the prescription of the dividends corresponding to the financial year 2020 established by the Ordinary General Meeting of Shareholders’ Resolution no. 4 of 29 April 2021, not collected by 11 June 2024, and their registration according to applicable regulations. |
| 8 | Approval of the extension of the financial auditor Deloitte Audit SRL’ s mandate starting from 1 January 2025, until 31 December 2025, and of the duration of the audit contract and related services for the financial year ending on 31 December 2025. |
| 9 | Approval of the date of 22 May 2024, as registration date (<i>ex-date</i> 21 May, 2024) for the shareholders impacted by the resolutions adopted by the Ordinary General Meeting of Shareholders. |
| 10 | Authorization of the Board of Directors and, individually, its members to fulfil the resolutions adopted by the Ordinary General Meeting of Shareholders. Empowering, with the possibility of substitution, the President CEO and/or Deputy CEO to carry out all the legal procedures and formalities and to sign any documents necessary for the implementation of the Ordinary General Meeting of Shareholders resolutions, including the formalities for publication and registration in the Trade Registry. |

I. Shareholders’ right to participate to the General Meeting of Shareholders according to applicable regulations, the provisions of the Articles of Association and the Procedures for the organization and conducting of the meetings approved by the Board of Directors and published on the website www.evergent.ro.

Only shareholders registered in the Shareholders’ Register on the reference date of **15 April, 2024**, may participate to the General Meetings of Shareholders:

- a) in person, or through their legal representatives (in the case of legal entities);
- b) through representative, based on general or special power of attorney;
- c) written or electronic ballot, according to the procedures presented on the website www.evergent.ro.

The access of individual shareholders, entitled to participate to the General Meetings of Shareholders is allowed through the simple proof of their identity, made with their ID document.

Legal entities or entities without legal personality may participate to the General Meetings of Shareholders through their legal representatives.

The legal representative status is ascertained based on the shareholders’ list on the reference date, received from Depozitarul Central. If the data regarding the legal representative status have not been updated at Depozitarul Central by the legal entity shareholder corresponding to the reference date, the proof of legal representative status shall be made based on certified copy of a certificate issued by the Trade Registry, or any

other document issued by a competent authority of the state in which the shareholder is legally registered that certifies the legal representative status, still in its validity period.

The documents certifying the legal representative status, drawn up in a foreign language, other than English, will be accompanied by a translation made by a sworn translator into the Romanian or English language.

Shareholders without legal capacity as well as legal entity shareholders may be represented by their legal representatives who, in turn, may authorize other individuals to represent them in a particular General Meeting.

If the shareholder is represented by a credit institution delivering custody services, they may vote in the General Meetings of Shareholders based on the voting instructions received through electronic communication means, without the need to draw up a special or general power of attorney by the shareholder. The Custodian votes in the General Meeting exclusively in accordance and within the limits of instructions received from the clients holding shareholder status on the reference date. The credit institution that delivers custody services shall send to the EVERGENT Investments headquarters votes in the General Meeting exclusively, in accordance with, and within the limitations of the instructions received from its clients with shareholders quality on the reference date. The credit institution delivering custody services shall send to EVERGENT Investments' headquarters, in original or with extended electronic signature (aga@evergent.ro), no later than 48 hours prior to the date of the first convening of the EGMS and OGMS respectively, an Affidavit of the legal representative of the credit institution prepared in accordance with the applicable legal provisions and the Procedures of EVERGENT Investments' General Meetings posted on the website www.evergent.ro.

Special Proxy, General Proxy and Written or Electronic Ballot

The special proxies and ballot compliant with incidental legal provisions are provided to shareholders at the company headquarters and on the website www.evergent.ro.

The exercise of the electronic vote by correspondence or through special proxy is done starting on **15 April 2024**.

The casting of vote options through proxies, written or electronic ballots shall be done no later than 48 hours prior the date of the first convening of the EGMS and OGMS respectively, under the penalty of losing the right to vote in the General Meetings of Shareholders.

Special Proxy is granted by a shareholder to an individual and includes specific voting instructions from the issuer shareholder for each item on the agenda.

The shareholder may appoint only one individual for representation, and an alternate representative, in case the designated representative is unable to fulfil their mandate. A shareholder is allowed to grant a Special power of attorney *to a single representative*.

The representation of shareholders in the General Meeting by other individuals is also allowed based on a General Proxy, accompanied by the Affidavit given by the legal representative of the intermediary (defined in accordance with article 2 paragraph (1) item 19 of Law no. 24/2017) or the attorney who received the power of representation according to applicable law and the General Meeting Procedures of EVERGENT Investments

displayed on the website www.evergent.ro.

General Proxy is granted by the shareholder for the entire holding on the reference date and is submitted to the Company in copy, with the mention of compliance with the original under the signature of the representative. General Proxies are submitted or filed accompanied by the document, as per the Procedures, at the headquarters of the Company (*Bacău, code 600164, Pictor Aman St, no 94 C, 2nd floor, secretariat*) during work days, between 9⁰⁰-16⁰⁰, or are sent as an electronic document with extended electronic signature, in accordance with Law no. 455/2001 on electronic signature, by e-mail to the address aga@evergent.ro, no later than 48 hours prior to the date of the first convening of the EMGS and OGMS respectively.

Special Proxies forms, written ballot forms, *hand-signed, in original*, accompanied by documents, in accordance with the Procedures approved and published based on the provisions of the Articles of Association, are submitted or filed at the Company's headquarters (*Bacău, code 600164, Pictor Aman St, no 94 C, 2nd floor, secretariat*) on work days, between 9⁰⁰-16⁰⁰ or are filed as an electronic document with extended electronic signature, in accordance with Law no. 455/2001 on electronic signature, by e-mail to the address aga@evergent.ro, no later than 48 hours prior to the date of the first convening of the EGMS and OGMS respectively. Documents submitted after the deadline date and time shall be taken into account when establishing the presence quorum, without the right to vote within the General Meetings.

The revocation of a general/special proxy is made in writing, through any form of designation and shall be submitted no later than 48 hours prior to the date of the first convening of the EGMS and OGMS respectively.

General or special proxies bearing a later date (registered no later than 48 hours prior to the date of the first convening of the EGMS and OGMS respectively) revoke the previously granted proxies.

Shareholders who voted through special proxies or ballots may modify their initial voting option, the last cast vote being the one considered valid, provided that it be cast and registered no later than 48 hours prior to the date of the first convening of the EGMS and OGMS respectively.

In case the shareholder who has voted by correspondence attends the General Meeting personally or through a representative, the vote expressed by correspondence is cancelled, the vote expressed in person or through representative being the one taken into consideration.

If the person attending the General Meetings is different than the one who has cast the vote by correspondence, for the validity of the vote, the person will present at the General Meeting a written revocation of the vote by correspondence signed by the shareholder or the representative who has voted by correspondence.

The direct participation of the shareholder in the General Meetings of Shareholders, either in person or through a legal representative will remove any other previously submitted vote options.

The electronic vote may be exercised based on a qualified digital certificate, by accessing the secured application "*electronic vote*" on the website www.evergent.ro, in accordance with the *Procedure for voting by correspondence*, posted on www.evergent.ro.

Voting in the General Meetings, through any of the methods of voting allowed for the shareholders, may be expressed in terms of Law no. 24/2017 on the issuers of financial instruments and market operations, through one of the voting options "*for*" or "*against*".

In accordance with the provisions of article 105 paragraph (23³) of Law no. 24/2017: “(...) *in the situation in which the Articles of Association of the issuer do not provide otherwise, the position of "abstention" adopted by a shareholder with regard to the items on the agenda of a general meeting of shareholders does not represent a cast vote*”.

EVERGENT Investments' Articles of Association do not, in any way, qualify the “*abstention position*”, thus this position may be adopted by the shareholder without the “abstention” mention being considered a valid cast vote, under the law.

II. Shareholders' right to enter new items on the agenda of the General Meetings of Shareholders and make resolution proposals for existing items or items suggested to be included on the agenda.

One or more shareholders representing, either individually or together, at least 5% of the company's share capital, may exercise the rights foreseen by article 105 paragraph (3) of Law no. 24/2017 on the issuers of financial instruments and market operations and article 189, article 199 of FSA Regulation no. 5/2018 on the issuers of financial instruments and market operations corroborated with the provisions of article 117 index 1 of Law no. 31/1990 on companies, only in writing, by 10 April 2024, at 17⁰⁰, by submitting the documents in original at the company headquarters (*Bacău, code 600164, Pictor Aman St. no. 94C, 2nd floor, Secretariat*), or by submitting them with an extended electronic signature, by e-mail, to aga@evergent.ro (according to Law no. 455/2001 on electronic signature). Requests must be accompanied by a justification and/or draft resolution presented for the approval of the General Meetings of Shareholders.

The shareholder and legal representative status, in the case of legal entity shareholders or non-incorporated entities is proved based on documents issued by Depozitarul Central, or the participants defined under article 2 paragraph (1) item 19 of (EU) Regulation no. 909/2014 (according to the provisions of article 194 of FSA Regulation no. 5/2018): bank statement that proves the shareholder quality and number of shares held, along with documents that certify the registration of the information regarding the legal representative at Depozitarul Central / the respective participants (article 105 paragraph (11) of Law no. 24/2017).

III. Shareholders' rights to ask questions regarding the Agenda of the General Meetings of Shareholders

Shareholders may exercise their rights foreseen by articles 198-199 of FSA Regulation no. 5/2018 by 26 April 2024, at 17⁰⁰. EVERGENT Investments may respond by posting the reply on its own website under the “Frequently Asked Questions” section or in the General Meetings, if the requested information is public in nature and is not included in the documents related to the agenda or in the institutional reports drawn up.

The shareholders' questions shall be submitted in writing, by submitting the original documents at the headquarters of the Company (*Bacău, code 600164, Pictor Aman St. no. 94C, 2nd floor, “secretariat”*), or by submitting it with an extended electronic signature via e-mail at aga@evergent.ro (in accordance with Law no. 455/2001 on electronic signature).

The requirements mentioned under item II of the present Convening Notice are also applicable to shareholders who ask questions regarding the items on the EGMS or OGMS agenda.

IV. Documents related to the General Meetings of Shareholders

The documents corresponding to the items on the agenda are provided to shareholders on the website www.evergent.ro and may be consulted at the company's headquarters (Bacău, code 600164, Pictor Aman St. no. 94 C, 2nd floor, secretariat) on working days, between 9⁰⁰-16⁰⁰.

The materials corresponding to the items on the agenda, the Organization and Conducting Procedure for General Meetings, the draft resolutions and the voting forms are provided to the shareholders once the Convening Notice is published in Romania's Official Journal, part IV.

The procedures for the organizing and conducting of the General Meetings of Shareholders approved by the Board of Directors in accordance with the provisions of the Articles of Association, published on the website www.evergent.ro, are: *General Meetings of Shareholders' General Procedure*, which includes the functioning of the bodies of the Shareholders' Meetings and clarifications regarding the conducting of the General Meetings, the *Procedure for Voting by Representative* (special proxy, general proxy), the *Procedure for Voting by Correspondence* (written or electronic ballot).

The Extraordinary and Ordinary General Meetings *may be viewed by the shareholders registered on the reference date, using the access elements provided, by accessing the website www.evergent.ro (details in the GMS Organization and Conducting Procedure).*

If the quorum conditions are not met at the first convening, according to the legal provisions and Company's Articles of Association, the Extraordinary General Meeting of Shareholders is convened on **30 April 2024, at 10⁰⁰**, and the Ordinary General Meeting of EVERGENT Investments' shareholders is convened on **30 April 2024, at 11⁰⁰**, with the same agenda, venue and reference date.

EVERGENT Investments S.A. ensures the processing of personal data for the purpose of holding General Meetings and implementing the resolutions adopted in accordance with the applicable legal provisions.

All of the time markers mentioned in this Convening Notice are referred to the official Romanian daylight savings time (GMT+1).

The live translation of the debates in the English language is provided.

Claudiu Doroş
President and CEO

Gabriel Lupaşcu, Compliance Officer

Georgiana Dolgoş, Director

Irina Bibire, IR & Corporate Governance Manager