



Transilvania Investments

No. 8480/30.12.2025

To: Bucharest Stock Exchange
Financial Supervisory Authority
Financial Instruments and Investments Sector

CURRENT REPORT

According to Law no. 24/2017 and F.S.A. Regulation no. 5/2018

Report date: 30.12.2025

Transilvania Investments Alliance S.A.
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Telephone: +40 268 415529, 416171; Fax: +40 268 473215
Tax registration code: RO3047687
Order number in the Trade Register: J1992003306085
LEI Code (Legal Entity Identifier): 254900E2IL36VM93H128
Subscribed and paid-in share capital: RON 212,644,000
Regulated market on which the issued securities are traded: B.S.E., Premium Category (Symbol: TRANSI)

Important event to be reported: Decision of the Executive Board regarding the convening of the Extraordinary General Meeting of Shareholders at the request of a group of shareholders

Further to the Current Report no. 8029/08.12.2025, the Company informs the shareholders and investors that the analysis of the request to convene the Extraordinary General Meeting of Shareholders revealed that the request does not meet the formal and substantive conditions that would give rise to the obligation to convene an extraordinary general meeting.

We recall that the Company received on December 5th, 2025, by courier service, a request to convene the extraordinary general meeting of shareholders, assumed by the signature positioned at the end of the request by Mr. Frațilă Constantin, who held at the date of the request 4,025,091 shares representing 0.189287% of the share capital, apparently on behalf of a group of shareholders who cumulatively held 7.058787% of the share capital of Transilvania Investments Alliance, namely Mamaia North Investments S.A., Consulting & Constructions Investments S.A., Alexa Business & Investments S.R.L., COMCM S.A., Arion Irina Elena, Cociu Maria Alexandra, Frațilă Mihaela and Frațilă Constantin.

With regard to the proposed agenda, in addition to the procedural aspects, the items on the agenda refer to:

- Financials and financial reporting matters (item 15)
- Findings regarding the shareholding structure and alleged concerted actions (item 2)
- Complaints and actions before various authorities (items 3, 4, 9, 13, 14)
- Civil litigation and pre-litigation proceedings (items 5, 6, 7)

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Autorizată A.F.I.A.:
Autorizație ASF nr. 40/15.02.2018

Autorizată F.I.A.I.R.:
Autorizație ASF nr. 150/09.07.2021

Cod LEI (Legal Entity Identifier):
254900E2IL36VM93H128

Capital social:
212.644.000 lei

Nr. Registru ASF:
PJR071AFIAA/080005

Nr. Registru ASF:
PJR09FAIR/080006

IBAN B.C.R. Braşov:
RO08 RNCB 0053 0085 8144 0001

- Proceedings and accusations regarding criminal acts (items 10, 11, 12)
- Individual powers of attorney and general mandates granted to Mr. Frățilă Constantin (items 8, 11, 12, 13, 14).

Following the analysis of both the request and the items on the agenda, the Executive Board concluded that:

- ⇒ The request, in its entirety, does not comprise provisions that fall within the competence of the extraordinary general meeting whose convening is requested by the holders;
- ⇒ The items on the agenda are not formulated in accordance with the provisions of art. 14 para. 6 of the Articles of Incorporation of the Company, and the Company can not intervene either on the type of meeting or on the proposed agenda;
- ⇒ The legal conditions regarding the informing of the shareholders are not met, meaning that that the convening request is not justified and/or proven; it only consists of a series of personal theories that make it impossible for shareholders to discuss and vote informedly on the items on the agenda;
- ⇒ At present, the conditions regarding the quality of shareholder(s) representing at least 5% of the share capital are no longer met.

Considering the above mentioned aspects, the Executive Board decided that it would not give effect to the convening request, respectively it will not convene the extraordinary general meeting of shareholders.

Marius-Adrian Moldovan
Executive President

Mihaela-Corina Stoica
Compliance Director