

**Purcari Wineries Public Company Limited**

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HE201949

Share capital: EUR 410,117.80

[www.purcariwineries.com](http://www.purcariwineries.com)

**PURCARI**  
WINERIES GROUP

**PURCARI WINERIES PUBLIC COMPANY LIMITED (the “Company”)  
MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE  
COMPANY (“EGM”)**

December 15, 2025 | 10:00 – 11:00|

Location: Doctor Iacob Felix 17 – 19, Sector 1, București, Romania

**MEMBERS PRESENT:**

Members representing 87.037% of the issued share capital or 35,695,404 ordinary shares, were present at the meeting either in person or by proxy.

**IN ATTENDANCE:**

Mr. Victor Bostan  
Mr. Alexandru Filip  
Mr. Neil McGregor  
Ms. Paula Cătălina Banu (online)  
Ms. Raluca Ioana Man (online)  
Ms. Marta Pawinska  
Mr. Alin Visan  
Mr. Anatol Belibov  
Mr. Eugeniu Baltag

Mr. Alexandru Filip was nominated and elected as Chairperson of the meeting.

Mr. Eugeniu Baltag was appointed as Secretary of the meeting.

The Chairman took the chair and declared the meeting open having ensured himself that there was a quorum in accordance with the Regulations of the Company’s Articles of Association. The Secretary presented the respective proxies granted by various shareholders of the Company.

**Item 1 on the Agenda**

Pursuant to Regulation 104(c) of the Articles of Association of the Company, which provides that a Director may resign his or her office by notice in writing to the Company, the Board of Directors hereby informs shareholders that Mr. Vasile Tofan, Non-Executive Director, has tendered his voluntary resignation. His resignation will take effect at the conclusion of the Meeting, at which point he will retire from his position on the Board.

- 1.1. The Shareholders present at the EGM took note of the voluntary resignation of Mr. Vasile Tofan.

**Item 2 on the Agenda**

Pursuant to Regulation 104(c) of the Articles of Association of the Company, which provides that a Director may resign his or her office by notice in writing to the Company, the Board of Directors

hereby informs shareholders that Mr. Neil McGregor, Non-Executive Director, has tendered his voluntary resignation. His resignation will take effect at the conclusion of the Meeting, at which point he will retire from his position on the Board.

- 2.1. The Shareholders present at the EGM took note of the voluntary resignation of Mr. Neil McGregor.

### **Item 3 on the Agenda**

Pursuant to Regulation 104(c) of the Articles of Association of the Company, which provides that a Director may resign his or her office by notice in writing to the Company, the Board of Directors hereby informs shareholders that Ms. Ana-Maria Mihaescu, Non-Executive Director, has tendered her voluntary resignation. Her resignation will take effect at the conclusion of the Meeting, at which point she will retire from his position on the Board.

- 3.1. The Shareholders present at the EGM took note of the voluntary resignation of Ms. Ana-Maria Mihaescu.

### **Item 4 on the Agenda**

Pursuant to Regulation 110 of the Articles of Association of the Company, which provides that the General Meeting may appoint any person willing to act to fill a vacancy in the office of director, the Board of Directors recommends to the General Shareholders Meeting the election of Mr. Krzysztof Grabowski as a non-executive director, with effect from the conclusion of the Meeting. The proposed appointment is to replace Mr. Vasile Tofan, who will retire from the Board at the conclusion of the Meeting pursuant to Regulation 104(c) of the Articles of Association of the Company.

- 4.1. With 99.9362% of the votes cast, the Shareholders resolved to elect Mr. Krzysztof Grabowski as a Non-Independent, Non-Executive Director of the Company, with effect from the conclusion of the Meeting.

### **Item 5 on the Agenda**

Pursuant to Regulation 110 of the Articles of Association of the Company, which provides that the General Meeting may appoint any person willing to act to fill a vacancy in the office of director, the Board of Directors recommends to the General Shareholders Meeting the election of Ms. Marta Pawinska as a non-executive director, with effect from the conclusion of the Meeting. The proposed appointment is to replace Ms. Ana Maria Mihaescu, who will retire from the Board at the conclusion of the Meeting pursuant to Regulation 104(c) of the Articles of Association of the Company.

- 5.1. With 99.9362% of the votes cast, the Shareholders resolved to elect Ms. Marta Pawinska as a Non-Independent, Non-Executive Director of the Company, with effect from the conclusion of the Meeting.

### **Item 6 on the Agenda**

Pursuant to Regulation 110 of the Articles of Association of the Company, which provides that the General Meeting may appoint any person willing to act to fill a vacancy in the office of director, the Board of Directors recommends to the General Shareholders Meeting the election of Mr. Alin Visan as a non-executive director, with effect from the conclusion of the Meeting. The proposed appointment is to replace Mr. Neil McGregor, who will retire from the Board at the conclusion of the Meeting pursuant to Regulation 104(c) of the Articles of Association of the Company.

6.1. With 99.9362% of the votes cast, the Shareholders resolved to elect Mr. Alin Visan as a Non-Independent, Non-Executive Director of the Company, with effect from the conclusion of the Meeting.

**Item 7 on the Agenda**

Appointment of KPMG Limited as the independent auditors of the Company and of the Group for the financial year ending 31 December 2025, and further proposes that the Board of Directors be authorized to fix their remuneration for the same financial year.

7.1. With 100% of the votes cast, the Shareholders resolved to appoint KPMG Limited as the independent auditors of the Company and of the Group for the financial year ending 31 December 2025, and to authorize the Board of Directors to fix their remuneration for the same financial year.

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**Alexandru Filip**  
Chairperson of the meeting

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**Eugeniu Baltag**  
Secretary of the meeting