

No. 1695/20.03.2026

INFORMATION DOCUMENT**ASSIGNMENT OF INFINITY SHARES TO DIRECTORS, DIRECTORS AND
EMPLOYEES OF INFINITY CAPITAL INVESTMENTS S.A. – STOCK OPTION PLAN**

(Informative document in accordance with Regulation (EU) No 2017/1129
and F.S.A. Regulation no. 5/2018)

1. Responsible persons**1.1. Name and function of the natural persons or name and address of the legal persons responsible for the information contained in the presentation document.**

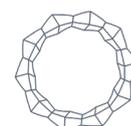
INFINITY CAPITAL INVESTMENTS S.A., with registered office in Danielopolu Street, no. 2, 4th floor, Sector 1, Bucharest, registered in the Trade Register under number J1993001210167, having a unique registration code no. 4175676, legally represented by Sorin-Iulian Cioacă, as President - General Manager and Mihai Trifu, as Vice-President - Deputy General Manager.

1.2. Declarations by the responsible persons referred to in point 1.1 that the information contained in the presentation document is, to the best of their knowledge, in accordance with the facts.

Infinity Capital Investments S.A., legally represented by Sorin-Iulian Cioacă – President and Chief Executive Officer and Mihai Trifu – Vice-President – Deputy General Manager, declares and confirms that, to the best of their knowledge, the information provided and the content of this document are in accordance with reality and that they do not contain untrue mentions or statements likely to significantly affect the content of the document.

2. Information about the issue**2.1. Name, registered office, tax code and registration number with the Trade Register Office**

- a) Denumire: INFINITY CAPITAL INVESTMENTS S.A.;
- b) Headquarters: Danielopolu Street, no. 2, Sector 1, Bucharest;



- c) Legal form: Infinity Capital Investments S.A. is established as a private legal entity, of Romanian nationality, organized as a joint stock company;
- d) Type of company: Infinity Capital Investments S.A. is classified according to the applicable legal provisions as a closed-ended Alternative Investment Fund (A.I.F.) for retail investors, diversified category, self-managed. The Company is authorised by the Financial Supervisory Authority as an Alternative Investment Fund Manager (A.I.F.M.) by Authorisation no. 45/15.02.2018 and as a Retail Investors Alternative Investment Fund for (R.I.A.I.F.) since 08.06.2021, according to Authorisation no. 94/08.06.2021;
- e) Fiscal Code: 4175676;
- f) Registration number with the Trade Register Office: J1993001210167;
- g) F.S.A. A.I.F.M. Register Number: PJR07.1AFIAA/160004/15.02.2018;
- h) F.S.A. R.I.A.I.F. Register Number: PJR09FIAIR/160001/08.06.2021;
- i) LEI (Legal Entity Identifier): 254900VTOOM8GL8TVH59.

2.2. Share capital:

- a) Subscribed and paid-up share capital: 39,000,000 lei;
- b) Number of issued shares: 390,000,000;
- c) Nominal value: 0.10 lei/share;

3. Information on the assignment of securities to current or former management members or employees

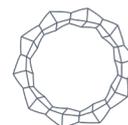
3.1. Decisions to offer securities to current or former management members or employees

The assignment of INFINITY shares to members of the management structure and employees, in the form of the Stock Option Plan, is based on:

Decision no. 5 of the Extraordinary General Meeting of Shareholders on April 29, 2024

The implementation of a Stock Option Plan is approved, which aims to grant option rights for the acquisition of shares free of charge by administrators, directors, employees, in order to build loyalty, maintain and motivate them, as well as to reward them for the activity carried out within the Company. The program will take place under the following conditions:

- a. Under the "Stock Option Plan" program, option rights will be granted for a maximum number of 2,000,000 shares, allocated to directors, directors, employees.

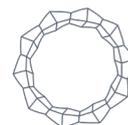


- b. In the case of the option rights granted to the Company's directors, directors, employees, the right of option may be exercised after a period established by the decision of the Board of Directors implementing the "Stock Option Plan" program.
- c. The "Stock Option Plan" program will be open to the Company's directors, directors, employees, according to the performance criteria established by the Board of Directors.
- d. The Board of Directors will be empowered to adopt all necessary measures and to complete all formalities required for the approval and implementation of the "Stock Option Plan" program, such as, but not limited to:
 - (i) determining the criteria on the basis of which option rights will be granted to the Company's personnel;
 - (ii) determining the positions in the organizational chart, as well as in the structure of the Board of Directors, for which the "stock option plan" program will be applicable;
 - (iii) the period between the date of granting the right of option and the date of exercise of the right of option;
 - (iv) the conditions for exercising the right of option and, implicitly, for the acquisition of shares;
 - (v) the time limit within which the holder of the right of option must exercise his right of choice;
 - (vi) the preparation and publication of information documents under the law, etc.
- e. The implementation will be done by the Board of Directors of the Company, in compliance with the Resolution of the Extraordinary General Meeting of Shareholders, and/or with the help of a specialized consultant.
- f. The implementation of the programs will be carried out in compliance with the legal obligations to prepare and publish the information documents under the conditions of the law and the applicable FSA regulations.

Decision no. 6 of the Extraordinary General Meeting of Shareholders on April 29, 2024

The Company's share buyback program is approved, in compliance with the applicable legal provisions and meeting the following main characteristics:

- (i) Purpose of the program: The Company will redeem shares within the program for free distribution to the administrators, directors, employees of the Company, in order to build their loyalty, as well as to reward for



- the activity carried out within the Company, according to the performance criteria to be established by the Board of Directors.
- (ii) Maximum number of shares that can be redeemed: no more than 2,000,000 shares;
 - (iii) Minimum price per share: 0.1 lei;
 - (iv) Maximum price per share: 5.89 lei;
 - (v) Duration of the program: maximum 18 months from the date of registration in the Trade Register;
 - (vi) The payment of the shares acquired under the program will be made from the distributable profit or available reserves of the company recorded in the last approved annual financial statement, except for legal reserves, according to the 2022 financial statements, in accordance with the provisions of art. 1031 letter d) of the Companies Law no. 31/1990.

Decision no. 7 of the Extraordinary General Meeting of Shareholders on April 29, 2024

The mandate of the Senior Management of INFINITY CAPITAL INVESTMENTS S.A. is approved to carry out, in compliance with the legal requirements, the buyback program of its own shares, including, but not limited to, establishing the method of acquiring its own shares.

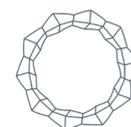
The provisions of Article 8 (6) of the Articles of Incorporation:

In the case of instruments granted under Stock Option Plan programs for administrators and directors, the allocation criteria are established in accordance with the specific legislation, as well as with the provisions of the Articles of Association and of the management and mandate contracts, and for employees, the Board of Directors establishes the eligibility criteria of the SOP beneficiaries, the number of instruments to be granted to each category of beneficiaries, in accordance with the provisions of the specific legislation on sound remuneration policies, as well as the mechanisms for implementing the SOP.

Provisions of the Remuneration Policy:

"..... Variable remuneration by shares

The granting of this benefit in the form of shares can be made only after the Articles of Incorporation of Infinity Capital Investments S.A. can include such a form of incentive and only under the conditions of approval by the shareholders



of the distribution of shares of Infinity Capital Investments S.A. to the administrators, directors and employees (through Stock Option Plan, having as the source of this distribution the shares repurchased by the company).

In the event of the fulfillment of the above conditions (amendment of the Articles of Association and approval by the shareholders of a buyback program of own shares, in order to be granted to employees/administrators), the right to receive shares will be specified within a Plan approved by the Board of Directors, which takes into account the decisions adopted by the general meeting of shareholders, and the allocation will be made following the exercise of the right by the beneficiaries, after a period of 12 months from its granting.

The implementation of such a variable remuneration method aims to align the interests of the beneficiaries with those of the company, which will lead to the achievement of performance indicators and the increase of the value of Infinity Capital Investments S.A. in the long term.

Decision of the Board of Directors of Infinity Capital Investments S.A. no. 6 of 13.03.2025, which approved the free offering of a number of 1,994,250 shares to the company's directors, directors and employees, within a "Stock Option Plan".

By the Decision of the Board of Directors no. 9 of 13.03.2025 the list of Eligible Persons was approved. By the same Decision, the empowerment of the senior management to sign, on behalf of the Company, the Deed of Adhesion concluded between the Company and the Eligible Persons was approved.

The exercise price by the Eligible Persons of the right of option over the shares is zero lei/share.

The eligible persons are entitled to exercise their Option and to acquire the corresponding number of Reserved Shares upon expiry of a period of 12 months from the signing of the Act of Accession, subject to the cumulative fulfillment of the necessary conditions for entry into rights, approved by the decision of the Board of Directors and mentioned in the Acts of Accession concluded with each eligible person. Eligible persons may exercise the right of option within 1 month from the date of receipt of the notification of the fulfillment of the conditions to exercise the Options.

By the decision of the Board of Directors of 19.03.2026, it was found that the legal provisions related to the completion of the Stock Option Plan program are met.



3.2. Description of the operation: the reason for the allocation of shares, the total number of securities awarded, the number of securities offered individually by categories of investors

a) Reason for the award of shares

According to the informative materials made available to shareholders on the occasion of the General Shareholders' Meeting of April 29, 2024, the main reasons for offering shares to the administrators, directors and employees of Infinity Capital Investments S.A. by running a Stock Option Plan are:

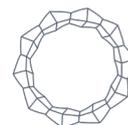
- contributes to the achievement of a remuneration policy compatible with sound and effective risk management, without encouraging risk-taking that is not in line with the company's risk profile;
- ensure that remuneration is performance-dependent and that there is an appropriate balance between the fixed and variable components of total remuneration;
- ensures that a significant percentage of any variable remuneration consists of shares issued by Infinity Capital Investments S.A., in accordance with specific regulations.
- complies with the provisions of Law no. 74/2015 on alternative investment fund managers and those of ESMA Guide no. 232/2013 on solid remuneration policies in accordance with the D.A.F.I.A.

The Fiscal Code (Law no. 227/2015) provides that the "stock option plan" represents "a program initiated within a legal entity that grants its employees, administrators and/or directors or legal entities affiliated to it, provided for in item 26 letters c) and d), the right to acquire at a preferential price or to receive free of charge a certain number of shareholdings, defined in accordance with paragraph 40, issued by the respective entity."

For the purposes of paragraph 40, 'shareholding' means 'any share or other share in a general partnership, limited partnership, joint stock company, limited partnership, limited liability company or other legal person or holdings in an investment fund'.

It is also provided that "In order for a program to qualify as a stock option plan, that program must comprise a minimum period of one year between the moment of granting the right and the moment of exercising it (acquisition of shares)".

Moreover, the advantages in the form of the right to the "Stock Option Plan", at the time of granting and at the time of exercising them, are not considered taxable salary income (art. 76, paragraph (4) letter r) of the Fiscal Code), thus not



having a negative impact on the level of Infinity Capital Investments S.A. or the participant in the Plan (the eligible person).

For shareholders, the buyback operation of own shares by Infinity Capital Investments S.A. could mainly have the following beneficial effects:

- reducing the discount between the net asset and the trading price;
- increase in shareholder returns on account of the possible increase in the stock market price as a result of the implementation of the program;
- additional shareholder remuneration.

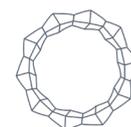
b) Total number of securities assigned and number of securities assigned individually by investor category

The maximum number of shares that could be awarded is 1,994,250 shares, representing the number of shares repurchased between 06.08.2025 and 20.08.2025, in accordance with the resolutions of the Extraordinary General Meeting of Shareholders of Infinity Capital Investments S.A. of April 29, 2024, which approved the share buyback program and the allocation of shares within the Stock Option Plan program.

The number of shares actually assigned to the Eligible Persons (administrators, directors and employees of Infinity Capital Investments S.A.) is equal to 1,994,250 INFINITY shares and was determined by the Board of Directors, based on the proposals made by the Remuneration and Nomination Committee, in compliance with the following conditions:

- the maximum number of shares cannot exceed 2,000,000, according to the resolutions of the Extraordinary General Meeting of April 29, 2024, which approved the buyback program of own shares and the allocation of shares within a Stock Option Plan;
- compliance with the expenditure limits provided for the Stock Option Plan in the Income and Expenditure Budget approved by the general meeting of shareholders;
- compliance with the general limits of the remuneration of directors and directors approved by the general meeting of shareholders.

The granting of the right to receive shares free of charge is irrevocable and is achieved by the conclusion by the Company with each eligible Person of an Act of Adhesion, in the form approved by the Board of Directors. At the same time, in the immediate future, the steps regarding the registration of these operations by the Central Depository will be completed.



3.3. Description of the type and class of securities to be assigned

The shares offered are of the same class as the existing ones, respectively common, nominative, indivisible, of equal and dematerialized values, issued at the nominal value of 0.10 lei/share.

3.4. Period for subscription of shares

Eligible persons may exercise their right to acquire the offered shares upon expiry of the 12-month term from the date of signing the Act of Accession.

The Eligible Persons have exercised their right to acquire the shares within 1 month from the date of receipt of notification from Infinity Capital Investments S.A. regarding the fulfillment of the conditions to exercise the Options.

3.5. Subscription price

The shares are offered free of charge, in accordance with the decisions of the General Shareholders' Meeting of April 29, 2024.

The tax value of the shares acquired free of charge based on the "Stock Option Plan" and the Act of Accession is equal to zero, according to the provisions of Article 76 of the Fiscal Code.

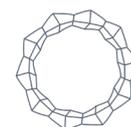
As a result of the exercise of the right to receive the shares free of charge, the Persons who have exercised their option in accordance with the provisions of the Plan and the Act of Accession will receive the allocated shares at a price of zero lei/share

The market price of INFINITY shares on the date of their offering under the Stock Option Plan program was 2.40 lei, the closing price of the day prior to the approval of the Plan (12.03.2025).

The average purchase price of INFINITY shares under the Stock Option Plan Program carried out between 06.08.2025 and 20.08.2025 is 2.60 lei.

3.6. Any other information considered important by the issuer or by the F.S.A.

The Fiscal Code (Law no. 227/2015) provides that the "stock option plan" represents "a program initiated within a legal entity that grants its employees, administrators and/or directors or legal entities affiliated to it, provided for in item 26 letters C) and d), the right to purchase at a preferential price or to receive free of charge a certain number of shareholdings, defined in accordance with paragraph 40, issued by the respective entity."



For the purposes of Article 7 item 40 of the Fiscal Code, "participation title" means "any share or other social part in a general partnership, limited partnership, joint stock company, limited partnership, limited liability company or in another legal entity or holdings in an investment fund".

It is also provided that "In order for a program to qualify as a stock option plan, that program must comprise a minimum period of one year between the moment of granting the right and the moment of exercising it (acquisition of shares)".

The advantages granted in the form of options under a "Stock Option Plan" are not considered taxable income, at the time of granting the option and at the time of exercising the option by the eligible person, according to the provisions of art. 76 para. 4 letter r) of the Fiscal Code, being also exempted from the payment of social security contributions, in accordance with the provisions of art. 142 of the Fiscal Code.

In accordance with the provisions of Article 94 of the Fiscal Code, regarding the determination of the gain/loss from the transfer of securities, the investment income recorded by the eligible persons as a result of the subsequent sale of the shares acquired under the "Stock Option Plan" programs are subject to income tax. According to art. 94 para. (3) of the Fiscal Code, *"In the case of transactions with equity securities acquired at a preferential price or free of charge, within the stock options plan system, the gain is determined as the difference between the sale price and their tax value represented by the preferential purchase price which includes the costs related to the transaction. For those acquired free of charge, the tax value is considered equal to zero"*. Securities granted under a Stock Option Plan become taxable only at the time the beneficiary decides to sell these securities.

In accordance with Law no. 74/2015, F.S.A. Regulation no. 10/2015, D.A.F.I.A., the E.S.M.A. Guide and the Company's articles of incorporation, at least 50% of the variable remuneration will consist of instruments, which will be granted within the stock option plan programs, in compliance with the legal regulations in force.

This Document has been prepared in accordance with the provisions of art. 1 para. (4) letter i) of EU Regulation no. 1129/2017 on the prospectus to be published in the event of a public offering of transferable securities or the admission of transferable securities to trading on a regulated market, and repealing Directive 2003/71/EC, in conjunction with the provisions of art. 19 para. (3) letter b), item (i) of the F.S.A. Regulation no. 5/2018, as subsequently amended and supplemented, which provide that the preparation and publication of a prospectus is not mandatory for securities offered, assigned or to be assigned to members of the management or employees by their employer or by an affiliated company, provided that a



document containing information on the number and nature of the securities is made available, as well as the reasons and details of the bid or award.

Sorin - Iulian Cioacă

President - General Manager

Mihai Trifu

Vice President - Deputy General Manager

