

To: *Bursa de Valori București S.A.*  
*Autoritatea de Supraveghere Financiară*

## CURRENT REPORT 18/2026

Pursuant to Law no. 24/2017 on issuers of financial instruments and market operations and to the Romanian Financial Supervisory Authority Regulation no. 5/2018 on issuers and operations with securities, as subsequently amended and supplemented and the provisions of Article 99 of the Bucharest Stock Exchange Code, Title II, Issuers and Financial Instruments.

Date of report	<b>28.04.2026</b>
Name of the Company	<b>Simtel Team S.A.</b>
Registered Office	<b>Bucharest, District 6, 319L Splaiul Independentei, Bruxelles Office Building B</b>
Email	<b>investors@simtel.ro</b>
Phone	<b>+40 754 908 742</b>
Website	<b><a href="http://www.simtel.ro/investitori">www.simtel.ro/investitori</a></b>
Registration nr. with Trade Registry	<b>J2010000564406</b>
Fiscal Code	<b>RO 26414626</b>
Subscribed and paid share capital	<b>1,628,346.20 lei</b>
Total number of shares	<b>8,141,731</b>
Symbol	<b>SMTL</b>
Market where securities are traded	<b>Bucharest Stock Exchange, Main Segment, Standard Category</b>

**Important events to be reported:** Resolutions of the OGMS & EGMS dated 27.04.2026

The management of Simtel Team S.A. (the "Company") informs the market that on 27.04.2026, starting with 11:00 AM, at the headquarters of the Company located in Bucharest, District 6, 319L Splaiul Independentei, Bruxelles Office Building B, entrance A, ground floor, took place the Ordinary General Meeting of Shareholders of the Company, and starting with 12:00 PM, at the same location, the Extraordinary General Meeting of Shareholders took place. For both meetings, the legal and statutory quorum was constituted at first call.

The resolutions of the Ordinary and Extraordinary General Meetings of Shareholders of the Company are attached to this current report.

Iulian NEDEA

Chairman of the Board of Directors

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### SIMTEL TEAM S.A.

**RESOLUTIONS OF THE  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
of SIMTEL TEAM S.A.  
From 27.04.2026**

The shareholders of **SIMTEL TEAM S.A.**, registered at the Trade Register attached to the Bucharest Tribunal under no. J2010000564406, EUID ROONRC. J2010000564406, unique registration code 26414626, with registered office in Bucharest, Spl. Independenței no. 319L, Brussels Office Building (Building B), Entrance A, Ground Floor, Sector 6, having a subscribed and paid-up share capital of RON 1,628,346.2, divided into 8,141,731 shares, corresponding to a number of 8,141,731 voting rights, with a nominal value of RON 0.2 each, (hereinafter referred to as the "**Company**"), met on April 27, 2026, at 11:00 AM, in the Ordinary General Meeting of Shareholders (the "**Meeting**" or "**OGMS**") at the Company's headquarters, with the fulfilment of the formalities required by law for convening such a Meeting, according to art. 117 of Law no. 31/1990 on companies and art. 9.1 et seq. of the Company's Articles of Incorporation.

At the beginning of the Meeting, a number of 100 shareholders were present, holding 5.229.952 shares in the Company, representing 64,23636% of the entire share capital of the Company (the "**Shareholders**").

As a result of the debates, the Shareholders adopted the following resolutions by majority vote:

**Resolution no. 1**

The shareholders approve the individual and consolidated annual financial statements, prepared for the financial year ended December 31, 2025, accompanied by the report of the Board of Directors and the report of the independent auditor.

Resolution no. 1 was adopted by 5.208.537 votes in favour, representing 63,97334% of the Company's share capital, respectively 99,99764 % of the total valid votes cast.

**Resolution no. 2**

The shareholders approve the discharge of the members of the Board of Directors for the financial year 2025, based on the reports submitted.

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**SIMTEL TEAM S.A.**

Resolution no. 2 was adopted by 1.934.238 votes in favour, representing 23,75709% of the Company's share capital, respectively 99,84947% of the total valid votes cast.

### **Resolution no. 3**

Shareholders approve the Company's consolidated income and expenditure budget for the financial year 2026.

Resolution no. 3 was adopted by 5.209.033 votes in favour, representing 63,97943% of the Company's share capital, respectively 99,99034 % of the total valid votes cast.

### **Resolution no. 4**

The shareholders approve the allocation of the net result for 2025, representing profit, determined in accordance with the applicable legislation, in the amount of RON 10,053,111, as follows:

- a. 8,923 lei for the constitution of the Company's legal reserves;
- b. RON 10,044,188 representing undistributed profit.

Resolution no. 4 was adopted by 5.203.231 votes in favour, representing 63,90817% of the Company's share capital, respectively 99,93535% of the total valid votes cast.

### **Resolution no. 5**

The shareholders approve the remuneration report of the Company's management for the financial year ended December 31, 2025, in accordance with the presentation materials.

Resolution no. 5 was adopted by 5.188.476 votes in favour, representing 63,72694% of the Company's share capital, respectively 99,72865% of the total valid votes cast.

### **Resolution no. 6**

The shareholders approve the modification of the Company's Remuneration Policy in the sense of integrating non-financial and environmental, social and governance (ESG) indicators, in the variable component and its correlation with operational objectives and long-term sustainability, avoiding the stimulation of behaviors oriented exclusively towards short-term results.

Resolution no. 6 was adopted by 5.174.271 votes in favour, representing 63,55247% of the Company's share capital, respectively 99,44912% of the total valid votes cast.

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#### **SIMTEL TEAMS.A.**

### **Resolution no. 7**

The shareholders approve to grant a new auditor mandate to **BAKER TILLY KLITOU AND PARTNERS S.R.L.**, with its registered office at 42 Pipera Road, Globalworth Plaza, 7th floor, office no. 2, sector 2, Bucharest, registered with the Trade Register under no. J2003005434409, the unique identifier at European level ROONRC. J2003005434409, having a unique identification code 15381680, legally represented by Mr. Andreas PITTAKAS - administrator; as well as the authorization of the General Manager, with the possibility of sub-delegation, to, in the name and on behalf of the Company, with full power and authority, negotiate the terms and conditions of the new auditor mandate granted to BAKER TILLY KLITOU AND PARTNERS S.R.L., as well as to negotiate, approve and sign the act granting the new mandate and any other documents, and to carry out any necessary, useful or appropriate legal acts and facts in connection with this new mandate. The mandate of the financial auditor is valid until April 30, 2027.

Resolution no. 7 was adopted by 5.204.138 votes in favour, representing 63,91931% of the Company's share capital, respectively 99,87621% of the total valid votes cast.

### **Resolution no. 8**

The shareholders approve the termination of the mandate of Mr. Adrian NETEA as a director, member of the Board of Directors, as a result of his resignation from office.

Resolution no. 8 was adopted by 5.213.334 votes in favour, representing 64,03226% of the Company's share capital, respectively 100,00000% of the total valid votes cast.

### **Resolution no. 9**

The shareholders approve the election of Mr. Valentin Budes as administrator, following the termination of the mandate of Mr. Adrian NETEA, for the remainder of the term of office, respectively from the date of termination specified in point 8 above and until 25.04.2027.

Resolution no. 9 was adopted by 5.202.047 votes in favour, representing 63,89362% of the Company's share capital, respectively 99,89114% of the total valid votes cast.

### **Resolution no. 10**

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#### **SIMTEL TEAMS.A.**

The shareholders approve the appointment of the General Manager to sign on behalf of the Company the Management Agreement between the Company and the newly elected director.

Resolution no. 10 was adopted by 5.213.334 votes in favour, representing 64,03226% of the Company's share capital, respectively 100,00000% of the total valid votes cast.

### **Resolution no. 11**

The shareholders approve the date of 15.05.2026 as the registration date and the date of 14.05.2026 as the ex-dates for the identification of the shareholders on whom the effects of the resolutions adopted by the OGMS will be reflected.

Resolution no. 11 was adopted by 5.214.989 votes in favour, representing 64,05258% of the Company's share capital, respectively 100,00000% of the total valid votes cast.

### **Resolution no. 12**

The shareholders approve to provide power of attorney to the General Manager of the Company, with the possibility of sub-delegation, to sign any documents, including the OGMS resolution, to submit, to request the publication of the decision in the Official Journal of Romania, part IV, to collect any documents, to fulfill any necessary formalities before the Trade Register Office, as well as before any other authority, public institution, legal or natural person, as well as to execute any operations, in order to carry out and ensure the enforceability of the resolutions to be adopted by the OGMS.

Resolution no. 12 was adopted by 5.209.448 votes in favour, representing 63,98453% of the Company's share capital, respectively 100,00000% of the total valid votes cast.

These Resolutions were drafted and signed today, 27.04.2026, in a single copy in electronic format, with a qualified electronic signature.

**SIMTEL TEAM S.A.**

By General Manager

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**SIMTEL TEAM S.A.**

**Resolutions of the  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
of SIMTEL TEAM S.A.  
As of 27.04.2026**

The shareholders of **SIMTEL TEAM S.A.**, registered at the Trade Register attached to the Bucharest Tribunal under no. J2010000564406, EUID ROONRC. J2010000564406, unique registration code 26414626, with registered office in Bucharest, Spl. Independenței no. 319L, Brussels Office Building (Building B), Entrance A, Ground Floor, Sector 6, having a subscribed and paid-up share capital of RON 1,628,346.2, divided into 8,141,731 shares, corresponding to a number of 8,141,731 voting rights, with a nominal value of RON 0.2 each, (hereinafter referred to as the "**Company**"), met on April 27, 2026, at 12:00 p.m. in the Extraordinary General Meeting of Shareholders ("the **Meeting**" or "**EGMS**") at the Company's with the fulfilment of the formalities required by law for the convening of such an Assembly, according to Article 117 of Law no. 31/1990 on companies and Article 9.1 et seq. of the Company's Articles of Incorporation.

At the beginning of the Meeting, a number of 85 shareholders were present, holding 5.202.260 shares in the Company, representing 63,89624% of the entire share capital of the Company (the "**Shareholders**").

As a result of the debates, the Shareholders adopted the following decisions by majority vote :

**Resolution no. 1**

The shareholders approve the amendment of art. 12.2 of the Company's Articles of Incorporation, in accordance with art. 204 para. (7) of the Companies' Law, so that the identification data of the Company's auditor are omitted, as follows:

**INITIAL FORM**

*Art. 12.2. The company will have a financial auditor, natural or legal person, appointed by the Ordinary General Meeting of Shareholders according to the law. The financial auditor of the Company is the company BAKER TILLY KLITOU AND*

**PROPOSED FORM**

*Art. 12.2. The company will have a financial auditor, natural or legal person, appointed by the Ordinary General Meeting of Shareholders according to the law. The auditor's mandate is the one established by*

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**SIMTEL TEAM S.A.**

*PARTNERS S.R.L., of Romanian nationality, the decision of the Ordinary General Meeting of Shareholders appointing it. with registered office in Pipera Road no. 42, Globalworth Plaza, 7th floor, office no. 2, sector 2, Bucharest, registered with the Trade Register under no. J40/5434/2003, EUID ROONRC J40/5434/2003 having a unique identification code 15381680, legally represented by Mr. Serge Gonvers, as administrator. The auditor's mandate is valid until 30 April 2026.*

Resolution no. 1 was adopted by 5.200.697 votes in favour, representing 63,87704% of the Company's share capital, respectively 99,96967% of the total valid votes cast.

### **Resolution no. 2**

The shareholders approve the ratification of the Electricity Sale – Purchase Agreement no. 318 dated 12.03.2025, as amended by the Power Purchase Agreement – "PPA"), concluded between the Company, as Seller, and GES Furnizare S.R.L. (VAT 48797417, J2023017350401), an affiliated company in which the Company holds a stake of 62% of the share capital, as Buyer, with a duration of 10 years and having as its object the delivery of an estimated total quantity of approximately 736 GWh of electricity produced by the CEF photovoltaic power plant Giurgiu (50,190 MW installed), as well as the confirmation of all acts, negotiations and steps previously taken by the Company's Board of Directors in connection with its conclusion and execution.

Resolution no. 2 was adopted by 5.176.668 votes in favour, representing 63,58191% of the Company's share capital, respectively 99,50777% of the total valid votes cast.

### **Resolution no. 3**

The shareholders approve the date of 15.05.2026 as the registration date and the date of 14.05.2026 as the ex-dates for the identification of the shareholders on whom the effects of the resolutions adopted by the EGMS will be reflected.

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#### **SIMTEL TEAMS.A.**

Resolution No 3 was adopted with 5.201.076 votes in favour, representing 63,88170% of the Company's share capital, respectively 99,97695% of the total valid votes cast.

#### **Resolution no. 4**

The shareholders approve the empowerment of the General Manager of the Company, with the possibility of sub-delegation, to sign any documents, including the EGMS resolution and the updated Articles of Incorporation of the Company, to submit, to request the publication of the decision in the Official Gazette of Romania, part IV, to collect any documents, to fulfill any necessary formalities before the Trade Register Office, as well as before any other authority, public institution, legal or natural persons, as well as to execute any operations, in order to carry out and ensure the enforceability of the decisions to be adopted by the EGMS.

Resolution No 4 was adopted with 5.198.834 votes in favour, representing 63,85416% of the Company's share capital, respectively 99,93386% of the total valid votes cast.

These Decisions were drafted and signed today, 27.04.2026, in a single copy in electronic format, with a qualified electronic signature.

**SIMTEL TEAM S.A.**

By General Manager