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

CURRENT REPORT 36/2026

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	**26.08.2026**
Name of the Company	**Simtel Team S.A.**
Registered Office	**Splaiul Independenței No. 319H, London Office Building, 2nd Floor, Space 1, District 6, Bucharest, Romania**
Email	**investors@simtel.ro**
Phone	**+40 754 908 742**
Website	**www.simtel.ro/investitori**
Registration nr. with Trade Registry	**J2010000564406**
Fiscal Code	**RO 26414626**
Subscribed and paid share capital	**1,628,346.20 lei**
Total number of shares	**8,141,731**
Symbol	**SMTL**
Market where securities are traded	**Bucharest Stock Exchange, Main Segment, Standard Category**

Important events to be reported: Notice of EGMS for 30.09.2026

The management of Simtel Team S.A. (the "Company") informs the market regarding the convening of the Extraordinary General Meeting of Shareholders (EGMS) of the Company for 30.09.2026 (first calling), respectively for 01.10.2026 (second calling) should the attendance quorum for the first meeting not be met, having the agenda stipulated in the convening notice attached to this current report.

Iulian NEDEA

Chairman of the Board of Directors

CONVENING NOTICE OF THE EXTRAORDINARY GENERAL MEETING OF THE TO THE SHAREHOLDERS OF SIMTEL TEAM S.A.

Board of Directors 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 nr. 319H, London Office Building, 2nd Floor, Space 1, 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, a company managed in a unitary system, (the "**Company**"), through Iulian NEDEA, as Chairman of the Board of Directors,

Pursuant to Companies Law no. 31/1990, republished, with subsequent amendments and completions ("**Companies Law**"), Law no. 24/2017 on issuers of financial instruments and market operations, republished, with subsequent amendments and completions ("**Law no. 24/2017**"), Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented ("**Regulation no. 5/2018**") and the Articles of Association of the Company (the "**Articles of Incorporation**"), subject to the conditions applicable to issuers whose shares are admitted to trading on the capital market,

CONVENE

Extraordinary General Meeting of Shareholders ("EGMS") for 30.09.2026, at 12:00 at the Company's headquarters in Splaiul Independenței no. 319H, London Office Building, 2nd Floor, Space 1, Sector 6, Bucharest, Romania, which will be attended by all the Company's shareholders registered in the register of shareholders (kept by Depozitarul Central S.A.) until the end of **21.09.2026**, set as the Reference Date. In case of non-meeting of the quorum required at the first call, a second meeting of the EGMS will be held on **01.10.2026**, at 12:00, in the same place and with the same agenda and having the same Reference Date.

AGENDA FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

1. Approval of the partial division of the Company, by spinning off and transferring to Simtel Services S.R.L., the beneficiary company existing and wholly owned by the Company, of the part of the patrimony related to the EPC and O&M activities, in accordance with the terms and conditions provided in the Partial Division Project dated 23.06.2026 ("**Division** Project"), together with its annexes, and the approval of all operations provided for in the Division Project in order to implement the division.

2. Approval of the Project for partial division by spin-off in the interest of the company dated 23.06.2026, drawn up by the Board of Directors of Simtel Team S.A., as a divided company, and by the sole administrator of Simtel Services S.R.L., as beneficiary company, together with its annexes, published on 30.06.2026 on the Company's website, on the website of Simtel Services S.R.L. and in the Electronic Bulletin of the Trade Register, as well as on the Directors' Report on the project of partial division by spin-off in the interest of the company dated 23.06.2026 drawn up on 19.08.2026.

3. Approval of the acquisition by the Company, as a divided company, of the 3,194,442 shares, with a nominal value of 10 Lei each and a total nominal value of 31,944,420 lei, which will be issued by Simtel Services S.R.L., as the beneficiary company of the division, representing the transfer of the part of the patrimony as a whole from the divided company to the beneficiary company, following the division by detachment in the interest of the company transferring the assets.

The structure and capital of Simtel Services SRL after the effective date will be as follows:

Associates	No. of shares	Percentage of share capital (%)	Share capital (Lei)
Simtel Team S.A.	3.194.464	100%	31.944.640

4. Approval that the division of the Company will be carried out on the basis of the financial statements prepared on 31.12.2025, representing the reference date of the division according to the Draft Division, with the corresponding application of the relevant legal provisions.

5. Approval of the effective date of the division as the date of registration in the Trade Register of the last decision of the general meeting or, as the case may be, of the last decision of the sole shareholder, by which the division is approved, in accordance with the provisions of the Draft Division and the applicable legal provisions.

6. Approval of the price to be paid by the Company to the shareholders who validly exercise their right of withdrawal in connection with the division, respectively the amount of RON 39.5333/share, established by the Valuation Report no. 885 dated 22.06.2026, prepared by the independent appraiser Darian DRS S.A., VAT 201020, ANEVAR corporate member, holder of the Corporate Member Authorization no. 0027 and registered in the Public Register of the Financial Supervisory Authority under no. PJR16EVPJ/120011, in accordance with the applicable legal provisions.

7. Approval of the withdrawal from the Company of the shareholders who do not vote in favor of the division and who validly exercise their right of withdrawal within 30 days from the date of adoption of the EGMS resolution on the approval of the division, according to the applicable legal provisions, the Draft Division and the Procedure regarding the exercise of the right of withdrawal by the Company's shareholders.

8. Approval of the modification of the Company's field of activity, main activity and secondary activities, as follows: the main field of activity is **642 — Activities of holding companies and financing channels**, the main activity is **NACE Code 6421 — Activities of holding companies**, and secondary activities are 3512 – Production of electricity from renewable resources, 3515 – Electricity trading, 6820 – Leasing and subletting of own or leased real estate and 7020 – Business and management consulting activities.

9. Approval of the change of name of the Company from "Simtel Team S.A." to "**SMTL Group S.A.**", according to the proof regarding the availability and reservation of the company name issued by the National Trade Register Office and according to the Substantiation Note made available to shareholders.

10. Approval of the reduction of the Company's share capital by cancelling the treasury shares, from the value of RON 1,628,346.2, as it is currently, to **RON 1,620,516**, respectively with the amount of RON 7,830.2, by cancelling a number of 39,151 shares, with a nominal value of RON 0.2/share, remaining in the Company's treasury after the distribution of the shares related to the implementation of the Stock Option Plan approved by the Resolution of the Extraordinary General Meeting of Shareholders of the Company on 29.02.2024, for the period 2024 – 2025.

11. Approval of the amendment of art. 2.1. of the Company's Articles of Incorporation to reflect the proposed amendment to item 8 on the agenda, as follows:

INITIAL FORM	***PROPOSED FORM***
2.1. The Company's object of activity can be carried out both in the country and abroad and consists of activities having the following NACE codes: ***<u>The main field of activity is</u>: 422 – Construction works of utility projects*** ***<u>The main activity is:</u> 4222 - Construction works of utility projects for electricity and telecommunications*** ***<u>The Society's secondary activities are:</u>*** *3312 - Repair and maintenance of machinery* *3313 - Repair and maintenance of electronic and optical equipment*	*2.1. The Company's object of activity can be carried out both in the country and abroad and consists of activities having the following NACE codes:* ***<u>Main field of activity is</u>: 642 — Activities of holding companies and financing channels*** ***<u>Main activity is: 6421 — Activities of holding companies</u>*** ***<u>The Society's secondary activities are:</u>*** *3512 – Production of electricity from renewable resources* *3515 – Electricity trading 6820 – Rental and subletting of own or leased real estate 7020 – Business and management consulting activities.*

3314 - Repair and maintenance of electrical equipment

3319 - Repair and maintenance of other equipment

3320 - Installation of industrial machinery and equipment

3512 – Production of electricity from renewable resources

3515 – Electricity trading

3516 – Electricity storage

4100 - Construction works of residential and non-residential buildings

4299 - Construction works of other engineering projects n.e.c.

4311 - Demolition works of buildings

4312 - Land preparation works

4313 - Drilling and Drilling Works for Construction

4321 - Electrical installation works

4322 – Plumbing, heating and air conditioning works

4323 - Insulation works

4324 - Other construction installation works

4331 - Plasterwork

4332 - Carpentry and carpentry

4333 - Flooring and wall cladding works

4334 - Painting, painting and installation of windows

4335 - Other finishing work

4341 - Roofing, roofing and terrace works in construction

4342 – Other special construction works for buildings

4350 – Special construction works for civil engineering projects

4391 - Masonry activities

4399 - Other special construction works n.e.c.

4614 - Intermediation in the trade of machinery, industrial equipment, ships and aircraft

4618 - Intermediation in the trade specialized in the sale of specific products, n.e.c.

4619 - Intermediation in the trade of miscellaneous products

4647 - Wholesale of furniture (including office and shop), carpets and lighting articles

4650 - Wholesale of computer and telecommunications equipment

4664 - Wholesale of other machinery and equipment

4682 - Wholesale of metals and metal ores

4690 - Non-specialized wholesale

4712 - Non-specialized retail trade with predominantly sale of non-food products

4740 - Retail trade of computer and telecommunications equipment

4752 - Retail sale of blacksmiths, building materials, glassware and dyeing articles

6220 - Information technology consultancy and management (management and operation) of computing
6290 - Other information technology service activities
6422 - Activities of funding channels
6820 - Leasing and subletting of own or leased real estate
7020 - Business and Management Consulting Activities
7112 - Related engineering and technical consultancy activities
7120 - Technical testing and analysis activities
7210 - Research and Development in Natural Sciences and Engineering
7499 - Other professional, scientific and technical activities n.e.c.
8009 - Other protection activities n.e.c.
8130 - Landscape maintenance activities
8122 - Specialized cleaning activities
9510 - Repair and maintenance of computers and communication equipment

12. Approval of the amendment of art. 1.2.1. of the Company's Articles of Association to reflect the amendment proposed in item 9 on the agenda, as follows:

INITIAL FORM	PROPOSED FORM
1.2.1. *The name of the Company is* ***SIMTEL TEAM S.A.*** *The name may be changed under the conditions provided by the law and by the Articles of Incorporation.*	***1.2.1.*** *The name of the Company is* ***SMTL Group S.A.*** *The name may be changed under the conditions provided by the law and by the Articles of Incorporation.*

13. Approval of the amendment of art. 3.1.1. and art. 3.1.2. of the Articles of Association to reflect the proposed amendment to item 10 on the agenda, as follows:

INITIAL FORM	***PROPOSED FORM***
3.1.1. *The total share capital of the Company, fully private, subscribed and paid-up, is* ***RON 1,628,346.2*** *, constituted entirely in cash.* ***3.1.2.*** *The Company's share capital is divided into* ***8,141,731*** *registered shares, each with a nominal value of* ***RON*** *0.2.*	***3.1.1.*** *The total share capital of the Company, fully private, subscribed and paid-up, is RON* ***1,620,516*** *, constituted entirely in cash.* ***3.1.2.*** *The Company's share capital is divided into* ***8,102,580*** *registered shares, each with a nominal value of* ***RON*** *0.2.*

14. Approval of the date of 21.10.2026 as the registration date and the date of 20.10.2026 as ex-dates for the identification of the shareholders on whom the effects of the resolutions adopted by the EGMS will be reflected.

15. Approval of the power of attorney of Mr. Mihai – Radu TUDOR, member of the Board of Directors of the Company, with the possibility of sub-delegation, to sign any documents, including the resolutions of the EGMS and the updated Articles of Incorporation of the Company, to submit, to request the publication of the decisions 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 institutions, 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.

GENERAL INFORMATION ON THE EGMS

a) Shareholders' participation in the EGMS

Shareholders are advised to avoid non-essential travel and to exercise their voting rights by correspondence, according to the procedure described in this convening notice or through the electronic voting procedure as described below in point (g).

Only shareholders registered in the Register of Shareholders of the Company on the Reference Date, in accordance with the legal provisions applicable to listed joint stock companies and the Articles of Incorporation, are entitled to participate and vote at the EGMS, personally (through legal representatives), through a representative (based on special or general power of attorney), in compliance with the relevant legal provisions, or by correspondence (based on a postal ballot). The special proxy forms and the postal voting forms are made available to shareholders starting with 28.08.2026, on the Company's website and at its headquarters.

The access and/or voting by mail of the shareholders entitled to participate in the EGMS is allowed by the simple proof of their identity made, in the case of individual shareholders, with the identity document (identity card/identity card for Romanian citizens or, as the case may be, passport/residence permit/identity card for foreign citizens) and, in the case of legal entities, with the identity document of the legal representative (identity card for Romanian citizens or, as the case may be, passport/residence permit/identity card for foreign citizens).

The representatives of the natural or legal person shareholders will be identified on the basis of the identity document (identity card/identity card for Romanian citizens or, as the case may be, passport/residence permit/identity card for foreign citizens), accompanied by the special or general power of attorney signed by the natural person shareholder/legal representative of the legal person shareholder, as the case may be.

The quality of shareholder, as well as, in the case of shareholders who are legal persons or entities without legal personality, **the quality of legal representative** is ascertained based on the list of shareholders from the Reference Date, received by the Company from Depozitarul Central S.A.

In the event that: a) the individual shareholders have not registered their valid and updated identification data in the system of the Central Depository S.A., then they will also present a copy of the updated identity document (identity card / passport / residence permit); b) the legal representative of the shareholders of legal entities is not mentioned in the list of shareholders as of the Reference Date received from Depozitarul Central S.A., then he will also present an official document attesting the quality of legal representative of the signatory of the special power of attorney (proof issued by a competent authority, in original or true copy of the original).

Information on special and general powers of attorney and postal voting is referred to in points (c) and (d) below.

Documents submitted in a foreign language, other than English (except for identity documents valid on the territory of Romania) will be accompanied by their translation, made by a certified translator, in Romanian or English (also applicable in case of participation and voting in accordance with points c) and d) below).

b) Documents related to and related to the agenda of the EGMS

Starting with **28.08.2026**, all the presentation materials related to the issues included on the agenda of the EGMS will be available on the Company's website at https://simtel.ro/investitori/, including, as far as the division is concerned, the Partial Division Project dated 23.06.2026, the Independent Expert's Report on the Division Project, the Valuation Report on the Determination of the Share Price in Case of the exercise of the right of withdrawal, the Directors' Report on the division and the Procedure on the exercise of the right of withdrawal by the Company's shareholders, and with regard to the change of name the Note justifying the change of name. The Company's shareholders may obtain, upon request, copies of the documents relating to the issues included in the agenda of the EGMS.

c) General powers of attorney

The general power of attorney may be granted by the shareholders for a period not exceeding 3 years, allowing its representative to vote on all matters under discussion at the general meetings of shareholders, including acts of disposition.

The general powers of attorney, before their first use, will be submitted to/sent to the Company's registered office, located in Romania, Bucharest, Spl. Independenței no. 319H, London Office Building, 2nd Floor, Space 1, Sector 6, in copy, including the mention of compliance with the original under the signature of the representative (or by e-mail with qualified electronic signature, according to ASF regulations, to the address investors@simtel.ro), so that they are registered as received at the Company's registry **by 28.09.2026, 10:00 a.m**.

For the validity of the mandate, the representative must have the capacity of either an intermediary (in accordance with the provisions of art. 2 para. (1) item (19) of Law no. 24/2017), or by a lawyer, and the shareholder is their client. Also, the trustee must not be in a conflict of interest, according to the provisions of art. 105 para. (15) of Law no. 24/2017. The representative cannot be substituted by another person. If the trustee is a legal person, he or she may exercise the mandate received through any person who is part of the administrative or management body or among its employees.

Together with the general power of attorney, the shareholders shall submit to the Company the affidavit given by the legal representative of the intermediary or by the lawyer who received the power of attorney, signed in original and, as the case may be, stamped, stating that:

(i) the power of attorney is given by the respective shareholder, as a client, to the intermediary or, as the case may be, to the lawyer;

(ii) the general power of attorney is signed by the shareholder, including by attaching a qualified electronic signature, if applicable.

d) Special powers of attorney and postal ballot papers

Special powers of attorney and postal ballots must be in the format provided by the Society and contain specific voting instructions for each item on the agenda (i.e. 'for', 'against' vote or 'abstention').

Special powers of attorney may be granted to any person for representation at a single general meeting and contain specific voting instructions from the issuing shareholder.

The special powers of attorney/postal ballot and the related documents shall be submitted to/sent to the Company's registered office, located in Romania, Bucharest, 319H Independence District, London Office Building 2nd Floor, Space 1, Sector 6, including by e-mail with a qualified electronic signature (in the case of special proxies), respectively by e-mail (in the case of postal ballot papers), according to the FSA regulations, at investors@simtel.ro's address, in original or in copy, including the mention of compliance with the original under the signature of the representative, so that they are registered as received at the Company's registry **by 28.09.2026, 10:00 a.m**., mentioning on the envelope in plain text or in the subject of the e-mail "*For the Extraordinary General Meeting of Shareholders on 30.09.2026 / 01.10.2026*".

When filling in the special proxies/postal ballots, shareholders are asked to take into account the possibility of filling in the agenda of the EGMS with new items or proposals for resolutions. In this case, the special powers of attorney/postal ballots will be updated and made available through the methods indicated in item b).

e) The right of shareholders to request the introduction of new items on the agenda and to submit draft decisions for existing or proposed items to be included on the agenda

One or more shareholders representing, individually or jointly, at least 5% of the share capital shall have the right: (i) to introduce items on the agenda of the general meeting, provided that each item is accompanied by a justification or a draft resolution proposed for adoption by the general meeting, and (ii) to submit draft decisions for the items included or proposed to be included on the agenda of the AGE.

The shareholders' rights provided above can only be exercised in writing (sent by courier services to the Company's headquarters or by e-mail, according to ASF regulations, to investors@simtel.ro address) until **14.09.2026**.

The identification requirements mentioned above in letter a) are also applicable to the natural person shareholder(s) and/or to the legal representative of the legal person shareholder who requests the completion of the EGMS agenda.

In cases where the exercise of the right provided above leads to the modification of the agenda of the general meeting already communicated to the shareholders, the Company will have to make available a revised agenda, using the same procedure as that used for the previous agenda, before the Reference Date and in compliance with the deadline provided by the Companies Law.

f) Shareholders' right to ask questions on the agenda

Each shareholder has the right to ask questions regarding the items on the agenda of the General Meeting of Shareholders. Questions can be sent to the Company by e-mail, at investors@simtel.ro address, so that they are received by the Company **by 29.09.2026, 17:00.**

The right to ask questions and the obligation to answer may be conditional on the measures that the Company may take to ensure the identification of shareholders (in accordance with the provisions of Regulation no. 5/2018), the proper conduct and preparation of general meetings, as well as the protection of the confidentiality and commercial interests of the Company. The Society can formulate a general answer to questions with the same content. An answer will be deemed to be given if the relevant information is available on the Company's website in question-and-answer format.

g) Electronic voting

Electronic voting can be exercised by using electronic voting means, according to art.197 of Regulation 5/2018 of the A.S.F. on issuers of financial instruments and market operations, through the eVOTE platform (before or during the EGMS), by accessing the https://one.evote.ro/ link on any device connected to the internet and through the eVotePRO platform (before the EGMS) for professional investors, as defined by Law no. 126/2018 on markets in financial instruments, in accordance with the provisions of art. 197 of Regulation no. 5/2018. For professional shareholders who choose to exercise their voting rights through the eVotePRO platform, electronic voting is carried out by accessing the dedicated domain assigned to each professional shareholder, in accordance with the legal identification requirements specified in section ii) below.

Electronic voting forms can be submitted at any time from the beginning of voting until the live session of the extraordinary general meeting of shareholders or expressed/reexpressed directly in the live session of the meeting, the last voting option being the registered one.

The platforms contain voting options for all items on the agenda. Electronic voting is exercised by ticking an option to vote 'for' or 'against' or by 'abstention', followed by clicking on the 'record vote' button. Votes marked on the platform without pressing the "register vote" button will not be taken into account.

The shareholder can log in and vote whenever he wishes within the interval designated for voting by mail and/or live, the last voting option being the one registered.

Shareholders must take into account that before exercising their voting rights through the eVote platform/eVotePRO platform, they must complete the registration process described below and their voting account must be validated by the Company.

Shareholders who are individuals must complete the registration process only once and update their information whenever necessary. Shareholders who are legal persons/entities without legal personality must complete it for each EGMS meeting, with the exception of professional shareholders who vote through the eVotePRO platform whose identification documents have been previously validated, which remain valid within 30 days from the date of issuance and have not undergone changes and/or have not been replaced by new documents.

For identification and access to the eVote / eVotePRO voting platform, shareholders will provide the following information:

i) Natural persons:

- Name and surname;

- Personal Numeric Code (CNP);

- Email address;

- Copy of identity document (identity card, identity card, passport, residence permit)*;

- Phone number (optional);

or

- Access credentials generated following identification through *the Online Services Platform of the Central Depository.* Access link: **https://online.roclear.ro/Login**.

ii) For shareholders of legal entities, including professional shareholders / entities without legal personality:

- Name of legal entity;

- Unique registration code (CUI);

- Name and surname of the legal representative;

- Personal Numeric Code (CNP) legal representative;

- Email address;

- Identity document of the legal representative (identity card, identity card, passport, residence permit)*;

- Certificate of ascertainment reflecting the up-to-date situation issued by the Trade Register or any equivalent document issued by a competent authority of the state in which the legal person shareholder is legally registered, presented in original or in a copy according to the original no more than 30 days old in relation to the Reference Date and allowing their identification in the register of shareholders of the Company kept by the Central Depository.

*The quality of legal representative will be taken from the register of shareholders from the Reference Date, received from the Central Depository SA if the shareholder has informed the Central Depository SA about its representative in time.

- Phone number (optional).

Documents submitted in a language other than English will be accompanied by a translation by a certified translator in Romanian / English.

*The electronic copy of the above-mentioned documents will be uploaded online in the dedicated fields. Uploadable files can have one of the following extensions: .jpg, .pdf, .png.

Iulian NEDEA

Chairman of the Board of Directors

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