

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

CURRENT REPORT 43/2026

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	01.10.2026
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: Resolutions of the EGMS dated 30.09.2026

On 30.09.2026, starting with 12:00 PM, at the headquarters of the Company located in Bucharest, District 6, 319L Splaiul Independenței, London Office Building, 2nd Floor, Space 1 took place the Extraordinary General Meeting of Shareholders of Simtel Team S.A. (the "Company"). The legal and statutory quorum of the meeting was constituted at first call.

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

Iulian NEDEA

Chairman of the Board of Directors

SIMTEL TEAM S.A.

Headquarters: Splaiul Independenței No. 319H, London Office Building, 2nd Floor, Space 1, District 6, Bucharest, Romania
Sole Identification Code.: RO 26414626 • Trade Registry Registration Number: J2010000564406
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JUDGMENTS

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

Societății SIMTEL TEAM S.A.

From 30.09.2026

The shareholders of **SIMTEL TEAM S.A.**, registered with the Trade Register attached to the Bucharest Tribunal under no. J2010000564406, EUID ROONRC. J2010000564406, unique registration code 26414626, with registered office in Splaiul Independenței no. 319H, London Office Building, 2nd Floor, Space 1, Sector 6, Bucharest, Romania, 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 30.09.2026, at 12:00 p.m. in the Extraordinary General Meeting of Shareholders ("**the Meeting**" or the "**EGMS**") at the Company's headquarters, with the fulfillment of the formalities required by law for convening such a Meeting, 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 114 shareholders were present, holding 5,131,722 shares in the Company, representing 63.02986% 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:

DECISION no. 1

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

Decision no. 1 was adopted with 5,040,746 votes "for", representing 61.9125% of the Company's share capital, respectively 98.1834% of the voting rights for this item.

SIMTEL TEAM S.A.

DECISION no. 2

The shareholders approve 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 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.

Decision no. 2 was adopted with 5,046,888 votes "for", representing 61.9879% of the Company's share capital, respectively 98.3030% of the voting rights for this item.

DECISION no. 3

The shareholders approve the acquisition by the Company, as a divided company, of the 3,194,442 shares, with a nominal value of RON 10 each and a total nominal value of RON 31,944,420, 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

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Decision no. 3 was adopted with: 5,046,660 votes "for", representing 61.9851% of the Company's share capital, respectively 98.2986% of the voting rights for this item.

DECISION no. 4

The shareholders approve 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.

Decision no. 4 was adopted with 5,046,660 votes "for", representing 61.9851% of the Company's share capital, respectively 98.2986% of the voting rights for this point.

DECISION no. 5

The shareholders approve 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.

Decision no. 5 was adopted with 5,046,658 votes "for", representing 61.9851% of the Company's share capital, respectively 98.2986% of the voting rights for this item.

DECISION no. 6

The shareholders approve 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 of 22.06.2026, prepared by the independent evaluator 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.

Decision no. 6 was adopted with 5,075,932 votes "for", representing 62.3446% of the Company's share capital, respectively 98.8687% of the voting rights for this item.

DECISION no. 7

The shareholders approve 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 shareholders of the Company.

Decision no. 7 was adopted with 5,077,878 votes "for", representing 62.3685% of the Company's share capital, respectively 98.9066% of the voting rights for this item.

DECISION no. 8

The shareholders approve the modification of the scope of activity, main activity and secondary activities of the Company, 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 – Rental and subletting of own or leased real estate and 7020 – Business and management consulting activities.

Decision no. 8 was adopted with 5,056,902 votes "for", representing 62.1109% of the Company's share capital, respectively 98.4981% of the voting rights for this item.

DECISION no. 9

The shareholders approve 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 name of the company issued by the National Trade Register Office and according to the Substantiation Note made available to the shareholders.

Decision no. 9 was adopted with 5,054,580 votes "for", representing 62.0824% of the Company's share capital, respectively 98.4529% of the voting rights for this item.

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DECISION no. 10

The shareholders approve 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 dated 29.02.2024, for the period 2024 – 2025.

Decision no. 10 was adopted with 5,046,108 votes "for", representing 61.9783% of the Company's share capital, respectively 98.2878% of the voting rights for this item.

DECISION no. 11

The shareholders approve the amendment of art. 2.1. of the Company's Articles of Incorporation to reflect the amendment proposed in item 8 on the agenda, as follows:

INITIAL 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:

The main field of activity is: 422 – Construction works of utility projects

The main activity is: 4222 - Construction works of utility projects for electricity and telecommunications

The Society's secondary activities are:

3312 - Repair and maintenance of machinery

3313 - Repair and maintenance of electronic and optical equipment

3314 - Repair and maintenance of electrical equipment

3319 - Repair and maintenance of other equipment

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:

Main field of activity is: 642 — Activities of holding companies and financing channels

Main activity is: 6421 — Activities of holding companies

The Society's secondary activities are:

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.

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

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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

Decision no. 11 was adopted with 5,055,582 votes "for", representing 62.0947% of the Company's share capital, respectively 98.4724% of the voting rights for this item.

DECISION no. 12

The shareholders approve the amendment of art. 1.2.1. of the Company's Articles of Incorporation to reflect the amendment proposed in item 9 on the agenda, as follows:

INITIAL FORM

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

PROPOSED FORM

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

Decision no. 12 was adopted with 5,052,982 votes "for", representing 62.0628% of the Company's share capital, respectively 98.4217% of the voting rights for this point.

DECISION no. 13

The shareholders approve the amendment of art. 3.1.1. and art. 3.1.2. of the Articles of Association to reflect the amendment proposed in item 10 on the agenda, as follows:

INITIAL FORM

3.1.1. The total share capital of the Company, fully private, subscribed and paid-

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**.

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**.

Decision no. 13 was adopted with 5,055,651 votes "for", representing 62.0955% of the Company's share capital, respectively 98.4737% of the voting rights for this item.

DECISION no. 14

The shareholders approve 21.10.2026 as the registration date and 20.10.2026 as ex-dates for identifying the shareholders on whom the effects of the resolutions adopted by the EGMS will be affected.

Decision no. 14 was adopted with 5,086,182 votes "for", representing 62.4705% of the Company's share capital, respectively 99.0684% of the voting rights for this item.

DECISION no. 15

The shareholders approve the empowerment 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 resolutions 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 resolutions to be adopted by the EGMS.

Decision no. 15 was adopted with 5,064,947 votes "for", representing 62.2097% of the Company's share capital, respectively 97.7189% of the voting rights for this item.

These Decisions were drafted and signed today, 30.09.2026, in 5 (five) original copies [or in electronic format, with qualified electronic signature, as the case may be].

SIMTEL TEAM S.A.

By General Manager