



Transilvania Investments

Nr. 2607/04.05.2026

**To: Bucharest Stock Exchange
Financial Supervisory Authority
Financial Instruments and Investments Sector**

**CURRENT REPORT
According to Law no. 24/2017 and F.S.A. Regulation no. 5/2018
Report date: 04.05.2026**

Transilvania Investments Alliance S.A.
Headquarters: 2, Nicolae Iorga Street, Brasov 500057
Telephone: +40 268 415529, 416171; Fax: +40 268 473215
Tax registration code: RO3047687
Order number in the Trade Register: J1992003306085
LEI Code (Legal Entity Identifier): 254900E2IL36VM93H128
Subscribed and paid-in share capital: RON 212,644,000
Regulated market on which the issued securities are traded: B.S.E., Premium Category (Symbol: TRANSI)

Important event to be reported: Information document regarding the free allotment of shares to the identified personnel

Transilvania Investments Alliance S.A. informs the investors regarding the free allotment of 3,000,000 own shares to the Supervisory Board members discharged of liability, representing the variable remuneration afferent to the year 2024, in accordance with the Company's Remuneration policy and the OGMS Resolution no. 1 of 29.04.2026.

In this respect, the Company publishes the *Information document regarding the free allotment of shares to the identified personnel of Transilvania Investments Alliance S.A.* (attached), drawn up in accordance with Chapter I, art. 1 para. (4) letter i) of Regulation (EU) 2017/1129 *on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC.*

**Marius-Adrian Moldovan
Executive President**

**Dragoş-Ionuţ Bosînceanu
Compliance Officer
through Adriana Păduraru**

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Transilvania Investments
Alliance S.A.

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CUJ/CIF: RO 3047687
R.C. J1992003306085

Autorizată A.F.I.A.:
Autorizaţie ASF nr. 40/15.02.2018

Autorizată F.I.A.I.R.:
Autorizaţie ASF nr. 150/09.07.2021

Cod LEI (Legal Entity Identifier):
254900E2IL36VM93H128

Capital social:
212.644.000 lei

Nr. Registru ASF:
PJR071AFIAA/080005

Nr. Registru ASF:
PJR09FAIR/080006

IBAN B.C.R. Braşov:
RO08 RNCB 0053 0085 8144 0001

Societate administrată în sistem dualist



Transilvania Investments

INFORMATION DOCUMENT REGARDING THE FREE ALLOTMENT OF SHARES TO THE IDENTIFIED PERSONNEL OF TRANSILVANIA INVESTMENTS ALLIANCE S.A.

3,000,000 shares, representing 0.1411% of the share capital

(Information document according to art. 1 para. (4) letter i) of Regulation (EU) 2017/1129 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC)

I. Information on the issuer

Company name	Transilvania Investments Alliance S.A. (<i>Transilvania Investments</i> or the <i>Company</i> hereinafter)
Registered office	Braşov, Nicolae Iorga Street 2, Postal Code 500057
Email	office@transilvaniainvestments.ro
Website	www.transilvaniainvestments.ro
Sole Registration Code	3047687
Tax Registration Code	RO3047687
Trade Registration Number	J1992003306085
Registered with F.S.A. Register - Section 8 - Alternative Investment Fund Managers	Subsection Alternative Investment Fund Managers authorized by F.S.A. (A.I.F.M.A.A.) - under no. PJR07 ¹ AFIAA/080005
Registered with F.S.A. Register - Section 9 - Alternative Investment Funds	Subsection Retail Investor Alternative Investment Funds established in Romania (R.I.A.I.F.) - under no. PJR09FIAIR/080006
Subscribed and paid-up share capital	RON 212,644,000
Number of shares issued	2,126,440,000
Main characteristics of the securities issued by the company	Ordinary, registered, indivisible, of equal value and dematerialized, issued at the nominal value of RON 0.10/share
Regulated market on which the issued securities are traded	Bucharest Stock Exchange, Main Segment, Premium Category (market symbol: TRANSI)

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Cod LEI (Legal Entity Identifier):
254900E2IL36VM93H128

Capital social:
212 644 000 lei

Nr. Registru ASF:
PJR071AFIAA/080005

Nr. Registru ASF:
PJR09FIAIR/080006

IBAN B.C.R. Braşov:
RO08 RNCB 0053 0085 8144 0001

Societate administrată în sistem dualist

Transilvania Investments Alliance is a Romanian legal entity, set up as a joint-stock company (S.A.). The Company is listed on the Bucharest Stock Exchange, the trading of the shares issued by the Company being subject to the rules applicable to the regulated market and closed-end alternative investment funds.

Transilvania Investments is a closed-end Retail Investor Alternative Investment Fund (R.I.A.I.F.), diversified, established as an investment company, self-managed. At the same time, the Company is authorized as an Alternative Investment Fund Manager (A.I.F.M.).

II. Information on the number and nature of the allotted securities

The Company allots free of charge 3,000,000 shares of the same class, namely registered, ordinary, dematerialized and unencumbered shares issued by the Company, with a nominal value of RON 0.1 each, representing 0.1411% of the share capital, to the identified personnel who have exercised their options, namely the members of the Supervisory Board enrolled in the *Incentive and Reward Plan for the identified personnel through free share grants ("Stock Option Plan") for the year 2024*, who have been discharged of liability. The allotted shares represent the variable remuneration afferent to the year 2024, in accordance with the Remuneration Policy in force and the OGMS Resolution no. 1 of 29.04.2026.

III. Decisional documents

Through the EGMS Resolution no. 1 of 22.04.2024, the shareholders approved a buy-back programme for a total number of 34,003,797 own shares, with a nominal value of RON 0.10 /share, at a maximum price of RON 0.50 /share, of which 24,003,797 shares with the purpose of reducing the share capital by cancelling the bought-back shares and 10,000,000 shares with the purpose of being freely distributed to the identified personnel within a Stock Option Plan program, in accordance with the Remuneration Policy approved at the Company level. Also, the above-mentioned EGMS authorized the Executive Board to implement the said resolution.

The shares subject of this information document have been acquired by the Company through buy-back transactions carried out at the Bucharest Stock Exchange, through the intermediary BT Capital Partners, during the second stage of the above-mentioned buy-back programme, which took place between 26.11.2024 – 13.03.2025.

Through the OGMS Resolution no. 1 of 28.04.2025 (art. 5), the shareholders approved the variable remuneration afferent to the year 2024 for the Supervisory Board, consisting of 3,000,000 shares.

Through the OGMS Resolution no. 1 of 28.04.2025 (art. 6), the shareholders approved the liability discharge of the Supervisory Board members Patrițiu Abrudan, Marius-Petre Nicoară, Cosmin-Vasile Turcu and Horia-Cătălin Bozgan and rejected the liability discharge of the Supervisory Board member Constantin Frățilă for the activity performed in the financial year 2024, corresponding to the term of office held by each of them.

On 16.10.2025, the Company published the *Information Document on the allocation of free shares to the identified personnel of Transilvania Investments Alliance S.A., namely 7,000,000 shares, representing 0.3255% of the share capital*, shares representing the variable remuneration for the year 2024 (initial component) for the Executive Board members, the Compliance Officer, the Risk Manager, and other individuals enrolled in the *Incentive and reward plan for the identified personnel through free share grants („Stock Option Plan”) for the year 2024*. Considering that, starting with April 20, 2025, the Supervisory Board of Transilvania Investments has a structure that does not allow it to make

statutory decisions, the variable remuneration for the year 2024 (3,000,000 shares) for the Supervisory Board could not be allotted.

Through the OGMS Resolution no. 1 of 29.04.2026 (art. 5), the shareholders approved the free allocation of 3,000,000 shares to the Supervisory Board, representing the variable remuneration for the year 2024, as it was approved through the EGMS Resolution no. 1/28.04.2025.

Through the OGMS Resolution no. 1 of 29.04.2026 (art. 13), the shareholders approved the empowerment of the Company's Executive Board to adopt and implement any decision and to perform all the necessary, useful and/or appropriate legal acts and facts for the fulfilment of the OGMS resolution.

IV. Reasons for the allotment of shares

The implementation of a Stock Option Plan program is provided for by the Company's Remuneration Policy which is one of the instruments used to implement the Corporate Governance principles within the Company.

According to the Remuneration Policy, applicable to the Incentive and Reward Plan for the identified personnel for the year 2024, the identified personnel have the right to receive a variable remuneration in the form of shares issued by the Company, within the Stock Option Plan (SOP) programs, approved annually by the Company's shareholders, in compliance with the legal provisions in force regarding variable remuneration within A.I.F.M.

The allotment of the shares subject of this information document is based on the EGMS Resolution no. 1 of 22.04.2024, by which the shareholders approved the buy-back of 10,000,000 own shares, with a nominal value of RON 0.10 /share, in order to be distributed, free of charge, to the Supervisory Board members, the Executive Board members and the identified personnel, within a Stock Option Plan program.

V. Information on the allotment of shares

V.1. Description of the type and class of securities allotted

The shares allotted are of the same class, namely ordinary, registered, indivisible, of equal value and dematerialized, issued at the nominal value of RON 0.10/share and traded on the Bucharest Stock Exchange, under the Premium category.

V.2. Share subscription period

In accordance with the *Incentive and Reward Plan for the identified personnel („Stock Option Plan”) for the year 2024*, the Subscription period is subsequent to the expiry date of the Vesting Period, during which the Beneficiary can exercise their subscription option, under the terms of the Plan. Vesting means the one-year period starting from the date of the Letter of Grant.

The adoption of the shareholders' resolution approving the free allotment to the Supervisory Board of 3,000,000 shares, representing the variable remuneration for 2024, represents a derogation from the provision regarding the fulfillment of the vesting period according to *the Incentive and Reward Plan of the identified personnel („Stock Option Plan”) for the year 2024*.

The transfer of the ownership right over the shares, from the Company to the beneficiaries, will be carried out after the fulfillment of all the conditions required for such transfer and after sending to

Depozitarul Central this Information document and the documents related to the transfer, in accordance with the legislation in force.

V.3. Subscription price

In accordance with the Executive Board decision and the OGMS Resolution no. 1 of 29.04.2026, the free allotment of 3,000,000 shares to the Supervisory Board members who were discharged of liability, representing the variable remuneration, within the *Incentive and Reward Plan for the identified personnel („Stock Option Plan”) for the year 2024* was approved. The price in exchange for which the grantable shares can be acquired in accordance with the provisions of the Plan and the Letter of Grant is RON 0 /share.

Transilvania Investments Alliance EXECUTIVE BOARD

Marius-Adrian Moldovan
Executive Vice-President

Răzvan-Legian Raț
Executive Vice-President