



Transilvania Investments

No. 3363/02.06.2026

**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: 02.06.2026

Transilvania Investments Alliance S.A.
Headquarters: 2, Nicolae Iorga Street, Brasov 500057
Telephone: +40 268 415529, 416171; Fax: +40 268 473215, 473216
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: Convening of the Extraordinary and Ordinary General Meetings of Shareholders

The Company's Executive Board decided in the meeting of **02.06.2026** to convene the **Extraordinary and Ordinary General Meetings of Shareholders**, in accordance with the following convening notice:

The Executive Board of Transilvania Investments Alliance S.A.,

headquartered in Brasov, 2 Nicolae Iorga Street, Brasov County (hereinafter referred to as "*the Company's headquarters*"), registered with the Trade Register Office attached to the Brasov Tribunal under no. J1992003306085, with Fiscal Registration Code RO3047687 (hereinafter referred to as "*the Company*"), hereby convenes:

- (i) the **Extraordinary General Meeting of Shareholders** (hereinafter referred to as "EGMS") on **09.07.2026, 10:00 a.m.**
- (ii) the **Ordinary General Meeting of Shareholders** (hereinafter referred to as "OGMS") on **09.07.2026, 11:00 a.m.**

The general meetings of shareholders will take place in Brasov, 27 Eroilor Boulevard, at Aro Palace Hotel, the Europe Hall.

Should the validity conditions be not met on the first convening date, the EGMS/OGMS is/are convened on **10.07.2026**, with the same agenda and at the same venue and time.

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CUJ/CIF: RO 3047687
R.C. J1992003306085

Autoriza a A.F.I.A.:
Autoriza ie ASF nr. 40/15.02.2018

Autoriza a F.I.A.I.R.:
Autoriza ie 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 administrat a  n sistem dualist

The convening is carried out in compliance with the provisions of Law 24/2017 *on issuers of financial instruments and market operations* (hereinafter referred to as "Law 24/2017"), the F.S.A. regulations issued for the enforcement of the above-mentioned law, Law 31/1990 *on companies*, republished in 2004, as further amended and supplemented (hereinafter referred to as "Law 31/1990") and the Company's Articles of Incorporation (hereinafter referred to as "Articles of Incorporation").

The Company's share capital is composed of 2,126,440,000 registered and indivisible shares of equal value, issued in a dematerialized form, each share granting the right to one vote in the general meetings of shareholders, except for the shares bought-back by the Company which have the voting right suspended, according to art. 105, para. 2 of Law 31/1990. At the convening date, the Company holds 171,233,823 own shares acquired under the buyback programmes, shares which have the voting rights suspended. The Company will publish the number of voting rights as at the reference date, on its website www.transilvaniainvestments.ro, in the "EGMS July 2026" and "OGMS July 2026" sections.

The shareholders entitled to attend and vote in the general meetings of shareholders convened by this notice are the shareholders who will be registered in the Shareholder Register at the end of the date of **25.06.2026**, set as the *reference date* for these general meetings.

I. The Extraordinary General Meeting of Shareholders will have the following agenda:

1. Approval of the election of the meeting secretariat comprising two members, namely Mrs. Mihaela Susan and Mr. Cosmin Mihai Stănculescu, shareholders whose identification data is available at the Company's headquarters, responsible for verifying shareholders' attendance, fulfilment of the formalities required by the law and the Articles of Incorporation for carrying out the general meeting, counting the votes cast during the general meeting and drafting the meeting minutes.
2. Approval of the amendment and supplementation of the Company's Articles of Incorporation as follows:
 - (i) Art. 6 para. 3 is supplemented with letter c) which will have the following wording:
"c) granting loans on behalf of the fund"
 - (ii) Art. 8 para. 2 is amended and will have the following wording:
"(2) The share capital may be increased or decreased based on the resolution of the extraordinary general meeting of shareholders, according to the legal provisions in force. Any increase in the share capital may be delegated to the competence of the Executive Board only up to the maximum limit approved by the E.G.M.S. and only for a maximum period of 4 years. This delegation may be renewed by the E.G.M.S. for a new period which, for each renewal, may not exceed 4 years."
 - (iii) Art. 15 para. 1 is amended and 3 new paragraphs are added (para. 1¹, para. 1², and para. 1³) which will have the following wording:
"Art. 15 - (1) The Company is managed in a two-tier system by an Executive Board under the control of the Supervisory Board. The mandate of the Supervisory Board members is granted for a period of up to 4 years. The Supervisory Board is comprised of 3 members natural persons, who must meet the conditions provided for by the legislation in force for holding such position.
(1¹) The provisions of para. (1) may not be considered as having as its purpose or effect the restriction, annulment or modification of the legal right of shareholders to request and obtain the application of the cumulative voting method, a right which remains fully recognized and guaranteed under the law.
(1²) In the event that, in compliance with the deadlines and legal requirements provided for by art. 85 of Law no. 24/2017, the entitled shareholders request in writing the application of the cumulative voting method for the election of the Supervisory Board members, the Company

will comply with the request, through the direct and appropriate application of the mandatory legal provisions.

(1³) Under the conditions described in para. (1²), by the direct application of the provisions of art. 85 of Law no. 24/2017 the total number of vacancies subject to election at the respective general meeting is increased by operation of law to 5 (five) members, and the election of the entire composition of the Supervisory Board by the cumulative voting method will be carried out with the application of the technical voting procedure provided by the F.S.A. Regulation no. 5/2018, the members in office being enrolled by operation of law on the list of candidates.

(iv) Art. 17 para. 7 is amended and will have the following wording:

“(7) The Supervisory Board may establish advisory committees, each comprising at least two members, responsible for conducting investigations and providing recommendations to the Board. The establishment of the Audit Committee and the Nomination and Remuneration Committee is mandatory. At least one member of the audit committee shall have expertise in accounting and statutory audit fields.”

(v) Art. 23 is amended and will have the following wording:

“Art. 23 – The Executive Board members shall submit the annual financial statements, accompanied by the reports of the Executive Board, the Supervisory Board and the financial auditor to the F.S.A. and to the other institutions provided for by the applicable legal regulations.”

3. Approval of the date of 24.07.2026 as the record date (ex-date 23.07.2026), in accordance with the applicable legal provisions, for the identification of the shareholders who are subjected to the effects of the EGMS resolutions.
4. Empowerment of Mr. Marius-Adrian Moldovan, Executive President, to sign the Resolution of the Extraordinary General Meeting of Shareholders and to fulfil the formalities for the registration and publication thereof.

II. The Ordinary General Meeting of Shareholders will have the following agenda:

1. Approval of the election of the meeting secretariat comprising two members, namely Mrs. Mihaela Susan and Mr. Cosmin Mihai Stănciulescu, shareholders whose identification data is available at the Company's headquarters, responsible for verifying shareholders' attendance, fulfilment of the formalities required by the law and the Articles of Incorporation for carrying out the general meeting, counting the votes cast during the general meeting and drafting the meeting minutes.
2. Subject to the approval by the shareholders of the item 2 of the E.G.M.S. agenda of July 9/10, 2026, approval of the establishment of a Supervisory Board consisting of 3 members and approval of 2 vacancies for the mandate between the date of authorization of the new members and the date of 19.04.2029.
3. Election of the members of the Supervisory Board for the vacant positions, for a mandate between the date of authorization of the Supervisory Board members by the Financial Supervisory Authority and 19.04.2029, the expiry date of the current mandate of the Board, under the conditions of the management contract and the remuneration approved by shareholders through the O.G.M.S. Resolution no. 1/16.14.2024. The Supervisory Board members will exercise their duties only after the Financial Supervisory Authority issues the authorization decision.
4. Approval of the date of 24.07.2026 as the record date (ex-date 23.07.2026), in accordance with the applicable legal provisions, for the identification of the shareholders who are subjected to the effects of the OGMS resolutions.

5. Empowerment of Mr. Marius-Adrian Moldovan, Executive President, to sign the Resolution of the Ordinary General Meeting of Shareholders and to fulfil the formalities for the registration and publication thereof.

III. In accordance with article 153⁶ para. (2) of Law 31/1990, the candidates for the position of member of the Supervisory Board shall be nominated by the current members of the Supervisory Board or by the shareholders, with the observance of the minimum conditions that must be fulfilled by the nominated persons, provided for by the FSA Regulation no. 1/2019. The eligibility conditions that must be fulfilled by the candidates for the position of member of the Supervisory Board and the content of the application file will be available on the Company's website www.transilvaniainvestments.ro, under the "OGMS July 2026" section, starting on **09.06.2026**.

The application files of the nominated candidates shall be submitted to the Company, between **12.06.2026-16.06.2026**, through the methods provided for in the information material regarding the eligibility conditions which will be available on the Company's website. The application files will be registered at the Company's Registry Office in the chronological order of their submission. Only candidates whose application files are complete and include the documents specified in the list published on the Company's website will be listed on the ballot paper, in the chronological order of their registration.

The individuals elected as members of the Supervisory Board by the general meeting of shareholders shall exercise their duties only after their authorization by the F.S.A. as members of the Supervisory Board.

The information regarding the persons nominated for the position of member of the Supervisory Board and the result of their preliminary assessment, will be made available to the shareholders on the Company's website starting on **23.06.2026**.

IV. Adding new items to the EGMS/OGMS agenda. Requirements. Deadline.

In accordance with article 105 of Law 24/2017, one or more shareholders individually or jointly representing at least 5% of the share capital, has/have the right: **(i)** to add items to the agenda of the general meeting, provided that each item is accompanied by a justification or by a draft resolution proposed for approval of the general meeting and **(ii)** to present draft resolutions for the items on the agenda or proposed to be added to the agenda of the general meeting.

The shareholders' request to supplement the agenda shall include provisions that fall within the legal duties of the EGMS/OGMS and fulfil the following conditions:

- (i)** the request shall be made only in written, until **19.06.2026, 10:00 a.m.**, by submitting the original documents to the Company's headquarters or by sending them by e-mail at office@transilvaniainvestments.ro with qualified electronic signature (according to Law 214/2024 *on the use of electronic signature*);
- (ii)** the capacity as shareholder, in the case of natural persons and the capacity as legal representative, in the case of legal entities or entities without legal personality shall be ascertained based on the List of shareholders received by the Company from Depozitarul Central S.A. or based on the documents issued by Depozitarul Central S.A. or by the participants providing custody services, respectively the account statement indicating the capacity as shareholder and the number of shares held and the documents attesting the registration of the information regarding the legal representative with Depozitarul Central S.A. or with the respective participants, as the case may be;
- (iii)** each new item proposed to be added to the agenda shall be accompanied by a justification or by a draft resolution submitted to the EGMS/OGMS for approval.

Should the exercise of the right to add new items to the agenda lead to the amendment of the EGMS/OGMS agenda that has already been communicated to shareholders, the Company will make available a new agenda using the same procedure as the one used in respect to the initial agenda, before the reference date set for the EGMS/OGMS, in such a way that the shareholders are notified of this change.

The documents submitted by shareholders in a foreign language (except for identity documents and documents drafted in English) shall be accompanied by a translation into Romanian or English carried out by a certified translator.

V. Documents related to the EGMS/OGMS

The documents regarding to the items on the agenda, the procedure for voting by proxy and by correspondence, including by electronic means and the draft resolutions of the general meetings will be available starting on **09.06.2026** at the Company's headquarters, during working days, between 9:00 a.m. and 3:00 p.m. and on the Company's website www.transilvaniainvestments.ro, in the "EGMS July 2026" and "OGMS July 2026" sections.

The shareholders may obtain from the Company's headquarters, upon request and for a fee, copies of the documents pertaining to the items included on the agenda, or they may print them from the Company's website.

VI. Voting by correspondence. Powers of attorney. Attending the EGMS/OGMS.

The shareholders registered in the Shareholder Register on the reference date may attend the EGMS/OGMS in person or may be represented by other persons, based on a special or general power of attorney, or they may vote by correspondence, including by electronic means, in accordance with the procedures to be published on the Company's website, under the "EGMS July 2026" and "OGMS July 2026" sections.

(i) Voting by correspondence. The shareholders registered in the Shareholders Register on the reference date may vote by correspondence before the general meetings by using *ballot papers* forms, in accordance with article 105 of Law 24/2017.

The ballot papers forms will be available at the Company's headquarters and on its website www.transilvaniainvestments.ro, in the "EGMS July 2026" and "OGMS July 2026" sections, starting with **09.06.2026**. The ballot paper forms for the OGMS containing the list of candidates will be available starting with **23.06.2026**.

The shareholders registered in the Shareholder Register on the reference date may also vote before the general meetings by electronic means until **08.07.2026**, 10:00 a.m., by accessing the Company's website www.transilvaniainvestments.ro, the "Electronic Voting" section.

The procedure for voting by correspondence, including by electronic means, will be presented in the information materials that will be made available to the shareholders on the Company's website www.transilvaniainvestments.ro, in the "EGMS July 2026" and "OGMS July 2026" sections.

(ii) Exercising the voting right by correspondence. The ballot papers, accompanied by the documents requested according to the procedure, shall be sent by e-mail at office@transilvaniainvestments.ro as an electronic document signed with qualified electronic signature, according to Law no. 214/2024 *on the use of electronic signature*, or they shall be submitted/sent to the Company's headquarters, so that they are received by the Company until **08.07.2026**, 10:00 a.m., under the sanction of losing the right to vote by correspondence in the general meetings convened by this notice, according to the legal provisions.

(iii) Powers of attorney. The shareholders registered in the Shareholder Register on the reference date may be represented at the general meetings by another person, based on a *Special Power of Attorney*. A shareholder may designate a single person to represent them and an alternate representative for

the situations where the designated representative is unable to fulfil their mandate. A shareholder is allowed to grant a Special Power of Attorney to a single representative.

The special power of attorney forms, valid for the general meetings convened through this convening notice, will be available at the Company's headquarters, during working days, from 9:00 a.m. to 3:00 p.m. or they may be printed from the Company's website www.transilvaniainvestments.ro, the "EGMS July 2026" and "OGMS July 2026" sections, starting on **09.06.2026**. The special power of attorney form for the OGMS containing the list of candidates will be available starting with **23.06.2026**.

The shareholders representation in the general meetings by other persons can also be made based on a *General Power of Attorney*, accompanied by an affidavit given by the legal representative of the intermediary (defined according to article 2, paragraph (1) entry 19 of Law 24/2017) or by the attorney who was granted the power of attorney, under the applicable legal provisions and the general meetings procedure. The general power of attorney shall be granted by the shareholder for the entire holding on the reference date and submitted to the Company until the deadline mentioned below, in true copy, certified by signature of the representative.

(iv) Exercising the voting right through authorized representatives. The special powers of attorney and the general powers of attorney, accompanied by the documents requested according to the procedure, shall be submitted/sent to the Company's headquarters or they shall be sent by email at office@transilvaniainvestments.ro as an electronic document signed with qualified electronic signature, according to Law no. 214/2024 *on the use of electronic signature*, so that they are received by the Company until **07.07.2026**, 10:00 a.m., under the sanction of losing the right to vote through the authorized representative in the general meetings convened through this notice, according to the legal provisions.

The revocation of a special/general power of attorney can be made in written, by any of the means of designation and shall be sent to the Company's headquarters until **07.07.2026**, 10:00 a.m.

The special/general powers of attorney bearing a later date (registered with the Company until **07.07.2026**, 10:00 a.m.) have as an effect the revocation of the previously issued powers of attorney.

(v) Attending the General Meetings of Shareholders. The access of natural persons to the general meetings is allowed by simple proof of their identity.

The legal persons and the entities without legal personality may attend the general meetings through their legal representative. The capacity as legal representative is acknowledged as mentioned in Chapter IV above.

Shareholder's direct participation at the general meetings, in person or through their legal representative, removes any other voting option previously sent, only the vote expressed in person or through the legal representative being considered.

VII. Shareholders' questions. Each shareholder has the right to ask questions regarding the items on the agenda of the General Meetings of Shareholders until **03.07.2026**, 10:00 a.m. The Company may answer the questions also by posting the answer on its website, under the "FAQ" section or during the general meetings, provided that the requested information complies with the public information character and cannot be found in the documents pertaining to the agenda or in the reports published by the Company.

The shareholders' questions shall be sent in written, by submitting the documents in original copy to the Company's headquarters or by e-mail at office@transilvaniainvestments.ro with qualified electronic signature (according to Law no. 214/2024 *on the use of electronic signature*), clearly referenced „*For the EGMS/OGMS of July 9(10), 2026*”.

The capacity as shareholder (natural person or legal representative of the legal person) shall be ascertained based on the Shareholder Register as at the reference date, based on the identity document or, prior to the receipt of the Shareholders' Register, according to Chapter IV above.

Marius-Adrian Moldovan
Executive President

Dragoș-Ionuț Bosînceanu
Compliance Officer