

EGMS
29/30 April 2024

AIFM authorised by
FSA under no. 20 of
23 January 2018

RIAIF authorised by
FSA under no. 101
of 25 June 2021

Extraordinary General Meeting of Shareholders Draft
Resolutions

1. Approves the election of the Extraordinary General Meeting of Shareholders secretariat, consisting of 1-3 individuals, from among the company's shareholders, registered on the ballots, namely: Ardeleanu Silviu, Puşcaşu Marius Sebastian and Sofian Virginia.
2. Approves the reduction of EVERGENT Investments' share capital from RON 96,175,359.20 to RON 90,902,859.20, namely by the amount of RON 5,272,500, following the cancellation of a number of 52,725,000 own shares acquired by the Company, in accordance with and justified by EGMS Resolutions no. 4 of 20 January 2022, no. 2 of 28 April 2022 and no. 2 of 27 April 2023, pursuant to Article 207 paragraph (1) letter c) of Law no. 31/1990 on companies. Following the reduction, EVERGENT Investments' share capital will amount to RON 90,902,859.20, divided into 909,028,592 shares.
Approves the modification of Article 3 paragraph (1) of the Articles of Association, following the reduction of the share capital, which will have the following content: *“The share capital is RON 90,902,859.20 and is divided into 909,028,592 shares”*.
3. Approves the own shares buy-back programs – “Programs 10, 11 and 12” abiding by the applicable legal provisions and meeting the following main characteristics:
 - a) Purpose of the programs: EVERGENT Investments will buy-back shares for the carrying out of “*stock option plan*” programs, as well as for the reduction of the share capital through share cancellation.
 - b) The number of shares that can be bought-back and the share capital percentage, as it will result following the share capital reduction in accordance with item 2 on the EGMS agenda:
 - i) a maximum of 12,500,000 shares through market operations (1.3751% of the share capital) for the distribution to employees, directors and executives of the Company, within the “*stock option plan*” programs (Program 10)
 - ii) a maximum of 18,200,000 shares (2.0021% of the share capital) through a public purchase offer, for the purpose of reducing the share capital by cancelling shares (Program 11)
 - iii) a maximum of 9,100,000 shares (1.0010% of the share capital) through market operations, for the purpose of lowering the share capital by cancelling shares (Program 12)

c) Minimum price per share: the minimum purchase price shall be the Bucharest Stock Exchange market price at the time of the purchase.

d) Maximum price per share: RON 2.

e) Duration of programs: maximum 18 months from the date the resolution is registered in the Trade Registry.

f) The payment of bought-back shares shall be made from the distributable profit or from the Company's available resources, as recorded in the latest approved annual financial statements, with the exception of legal reserves, specifically those recoded in the financial statements for the financial year 2023, in accordance with the provisions of article 103 index 1 of Law no. 31/1990 on companies.

Authorizes the Board of Directors and, individually, its members to adopt all the necessary decisions in order to carry out the resolution, including going through all the stages and formalities for implementing the programs, applying the allocation criteria, determining the beneficiaries and the number of rights/options to acquire shares, the period of exercising the rights, the preparation and publication of information documents in accordance with the law.

4. Approves the date of 22 May 2024 as registration date (*ex-date* 21 May 2024) for the shareholders impacted by the resolutions adopted by the Extraordinary General Meeting of Shareholders.
5. Approves the empowerment of the Board of Directors and individually of its members to fulfill the resolutions adopted by the Extraordinary General Meeting of Shareholders. Authorizes the President CEO and/or the Deputy CEO, with the possibility of substitution, to carry out all the legal procedures and formalities and to sign any document necessary for the implementation of the resolutions of the Extraordinary General Meeting of Shareholders, including the formalities for publication and registration in the Trade Registry.

Claudiu Doros
President and CEO

Gabriel Lupaşcu
Compliance Officer

Georgiana Dolgoş
Director