

## **The resolutions of the Extraordinary and Ordinary General Meetings of Shareholders of EVERGENT Investments held on April 29, 2025**

### **A. Holding the Extraordinary General Meeting of Shareholders on April 29, 2025**

The Extraordinary General Meeting of Shareholders of EVERGENT Investments, a company headquartered in Bacău, 94C Pictor Aman street, Bacău county, registered in the Trade Register under number J1992002400045 and in the FSA register under number PJRO9FIAIR/040003, classified as a Retail Investors Alternative Investment Fund (FSA authorization no. 101 of June 25, 2021), and as Alternative Investment Fund Manager (FSA authorization no. 20 of January 23, 2018), ISIN ROSIFBACNOR0, sole registration code 2816642, EUID: ROONRC.J1992002400045 and having the subscribed and paid-in share capital of 90,902,859.20 lei, carried out its works at the first call, on April 29, 2025 at 12:00, at the headquarter of the company. According to the convening notice, the persons who were shareholders on the reference date, on April 16, 2025, were entitled to participate and vote. The meeting was attended, both in person and by correspondence, by shareholders holding a total of 405,560,141 voting shares, representing 46.24% of the total number of voting shares in the share capital of EVERGENT Investments SA (total voting shares: 877,019,965, representing 96.48% of the share capital of EVERGENT Investments).

The meeting of the General Assembly was chaired by Mr. Claudiu Doroș, President of the Board of Directors of EVERGENT Investments.

Within the Extraordinary General Meeting, all the items on the agenda were discussed and approved, in compliance with the provisions of EVERGENT Investments' Articles of Association and the provisions of Law no. 31/1990 on companies, namely with the majority of the votes cast by the shareholders who were present.

### **EVERGENT Investments Extraordinary General Meeting of Shareholders of April 29, 2025**

#### **DECIDES**

#### **Resolution no. 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, Pușcașu Marius Sebastian, Sofian Virginia.

#### **Resolution no. 2**

Approves the buyback operation for a maximum number of 39,730,955 treasury shares, within a limit of 4.46% of share capital, abiding by the legal provisions applicable, under the following conditions:

- a) the Company will buy-back shares for the purpose of reducing the share capital by cancelling shares and fulfilling its legal obligations to settle in financial instruments



under stock option plan (SOP) programs for the distribution of shares to employees, directors and officers of the Company

- b) the buy-back of shares, up to a maximum number of 39,730,955 shares (representing 4.46% of share capital that will result following the capital reduction in agreement with EGMS Resolution no. 2 on January 20, 2025) is to be made through market acquisitions and public offering as follows:
  - i. a maximum of 13,006,097 shares, representing 1.46% of the share capital, will be bought back through market transactions for the stock option plan (SOP);
  - ii. a maximum of 26,724,858 shares, representing 3% of the share capital, will be repurchased through a public offer (OPC) for the purpose of reducing the share capital by canceling the shares.
- c) minimum price per share: the market price on Bucharest Stock Exchange at the time the purchase is made.
- d) maximum price per share: 2 RON.
- e) the buy-back operation shall be carried out within a term of maxim 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 available reserves of the Company, registered on the latest approved financial statements, with the exception of legal reserves, namely those registered in 2024 financial statements, in accordance with the provisions of art. 103 index 1 Companies' Law 31/1990.

Cancels the share buy-back programs no. 12 and no. 13, as described in the supporting material and approved by the Resolutions of the Extraordinary General Meeting of Shareholders of the Company no. 3 dated April 29, 2024, and no. 2 dated October 28, 2024, starting from the date of adoption of this Resolution, considering the amendment of Article 29 of Law no. 243/2019 by Government Emergency Ordinance no. 71/2024.

Authorizes the Board of Directors to adopt all the necessary decisions in order to carry out the resolution concerning the conduct of the share buyback operation including, but not limited to: establishing the purchase methods, as well as the implementation method of each component of the operation, going through all the stages and formalities for implementing the resolution, adopting the necessary measures concerning the application of 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.

### **Resolution no. 3**

Approves the date of May 23, 2025 as registration date (*ex-date* May 22, 2025) for the shareholders impacted by the resolutions adopted by the Extraordinary General Meeting of Shareholders.

### **Resolution no. 4**

Mandates the Board of Directors to implement the resolutions adopted by the Extraordinary General Meeting of Shareholders. Authorizes the Chief Executive Officer and/or the Deputy



Chief Executive Officer, with the right of substitution, to carry out all 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 with the Trade Registry.

## **B. Holding the Ordinary General Meeting of Shareholders on April 29, 2025**

The Ordinary General Meeting of Shareholders of EVERGENT Investments, a company headquartered in Bacău, 94C Pictor Aman street, Bacău county, registered in the Trade Register under number J1992002400045 and in the FSA register under number PJRO9FIAIR/040003, classified as a Retail Investors Alternative Investment Fund (FSA authorization no. 101 of June 25, 2021), and as Alternative Investment Fund Manager (FSA authorization no. 20 of January 23, 2018), ISIN ROSIFBACNOR0, sole registration code 2816642, EUID: ROONRC.J1992002400045 and having the subscribed and paid-in share capital of 90,902,859.20 lei, carried out its works at the first call, on April 29, 2025 at 12:45, at the headquarter of the company. According to the convening notice, the persons who were shareholders on the reference date, on April 16, 2025, were entitled to participate and vote. The meeting was attended, both in person and by correspondence, by shareholders holding a total of 405,560,141 voting shares, representing 46.24% of the total number of voting shares in the share capital of EVERGENT Investments SA (total voting shares: 877,019,965, representing 96.48% of the share capital of EVERGENT Investments).

The meeting of the General Assembly was chaired by Mr. Claudiu Doroş, President of the Board of Directors of EVERGENT Investments.

During the Ordinary General Meeting, all agenda items were discussed and put to a vote by the shareholders. The resolutions were adopted in compliance with the provisions of the Articles of Association of EVERGENT Investments and the provisions of Law no. 31/1990 on companies, respectively by a majority of the votes cast by the shareholders present.

## **EVERGENT Investments Ordinary General Meeting of Shareholders of April 29, 2025**

### **DECIDES**

#### **Resolution no. 1**

Approves the Ordinary 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, Sofian Virginia.

#### **Resolution no. 2**

Approves the consolidated financial statements for the financial year ended on 31 December 2024, prepared in accordance with the Accounting Regulations compliant with the International Financial Reporting Standards (IFRS) applicable to entities authorized, regulated and supervised by the FSA, approved by FSA Norm no. 39/ 2015 (including in the



format compliant with the provisions of the Commission Delegated Regulation (EU) 2019/815 with regard to regulatory technical standards on the specification of a single electronic reporting format), accompanied by the Report of the Independent Auditor and the Annual Report of the Board of Directors corresponding to the consolidated financial statements for the financial year 2024.

### **Resolution no. 3**

Approves the individual financial statements for the financial year ended on 31 December 2024, prepared in accordance with the Accounting Regulations compliant with the International Financial Reporting Standards (IFRS) applicable to entities authorized, regulated and supervised by FSA, approved by FSA Rule no. 39/ 2015 (including in the format compliant with the provisions of the Commission Delegated Regulation (EU) 2019/815 with regard to regulatory technical standards on the specification of a single electronic reporting format), accompanied by the Independent Auditor's Report, the Annual Report of the Board of Directors corresponding to the individual financial statements and EVERGENT Investments' Remuneration Report for the financial year 2024.

### **Resolution no. 4**

Approves the distribution of dividends from the net result achieved in the financial year ended on December 31, 2024, comprised of net profit and net gain reflected in retained earnings from the sale of financial assets (equity instruments) classified at fair value through other comprehensive income (FVTOCI), with a gross dividend of 0.11 lei/share, and the total dividend amount (dividend fund) of 97,759,147.20 lei.

The distribution of dividends will be made from the net profit of EVERGENT Investments, and the difference up to the total value of the net profit will be allocated to "Other reserves". The costs related to the payments will be covered from the net dividend value. The dividend payments will be made through the Depozitarul Central and the payment agent, Banca Transilvania.

Approves the date of May 23, 2025 as the registration date (*ex-date* May 22, 2025) and June 13, 2025 as the dividend payment date.

### **Resolution no. 5**

Approves the Activity Program for the year 2025, in accordance with the "Strategy and Investment Policy of EVERGENT Investments S.A." and the Revenue and Expense Budget for the 2025 financial year:

Million RON	2025 Budget
Total revenues	156.7
Total expenses	(122.5)
Gross profit	34.2
Net profit	21.0
Net gain from the sale of FVTOCI assets	80.6
Net result	101.6
Investment program	224.9

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Share Capital: 96,175,359.20, Depository: BCR S.A., Bucharest, FIC: 2816642, EUID: ROONRC,J04/2400/1992

FSA Registry No.: PJR09FIAIR/040003, LEI CODE: 254900Y1O0025N04US14, ISIN CODE: ROSIFBACNOR0

**Resolution no. 6**

Approves the discharge of the members of the Board of Directors for the financial year 2024.

**Resolution no. 7**

Approves the prescription of dividends for the financial year 2021, established by the Ordinary General Meeting of Shareholders' Resolution No. 4 of April 28, 2022, that have not been collected by June 10, 2025, and their registration in accordance with applicable regulations.

**Resolution no. 8**

Rejects the extension of the mandate of the financial auditor Deloitte Audit SRL, with registered office in Bucharest, Sector 1, The Mark Building, Calea Grivitei no. 84-98 and 100-102, 9th floor, registered with the Trade Register under no. J40/6775/1995, tax identification code RO7756924, for the period from January 1, 2026 to December 31, 2026, as well as the extension of the duration of the contract for audit and related services.

**Resolution no. 9**

Approves the date of May 23, 2025 as registration date (*ex-date*: May 22, 2025) for the shareholders impacted by the resolutions adopted by the Ordinary General Meeting of Shareholders.

**Resolution no. 10**

Mandates the Board of Directors to implement the resolutions adopted by the Ordinary General Meeting of Shareholders. Authorizes the Chief Executive Officer and/or the Deputy Chief Executive Officer, with the right of substitution, to carry out all legal procedures and formalities and to sign any documents necessary for the implementation of the resolutions of the Ordinary General Meeting of Shareholders, including the formalities for publication and registration with the Trade Register

Claudiu Doros  
President of the Board of Directors

Gabriel Lupaşcu  
Compliance Officer