

## CURRENT REPORT

Current report according to	The provisions of Law no 24/2017 and FSA Regulation 5/2018
Date of the report	27.03.2026
Name of the issuer	CASA DE BUCOVINA – CLUB DE MUNTE S.A.
Headquarters	Bucharest, Aleea Campul Mosilor no. 5, office Pa 6SC, 1st floor, sector 2
Phone no	+40.736.302.030
Sole Registration Code	10376500
Registration Number with the Trade Register	J1998000718333
Subscribed and paid-in share capital	16.231.941,2 lei
Main features of the issued securities	162.319.412 shares, with a face value of 0,1 lei/share
Regulated market on which the securities are traded	Bucharest Stock Exchange
LEI code	2549003JCE4UBBB88S53

**Important event to report:** Resolution of the Board of Administrators of Casa de Bucovina – Club de Munte S.A. regarding the convening of the Extraordinary General Meeting of Shareholders on April 29–30, 2026 (Convocation attached)

The Board of Administrators of Casa de Bucovina – Club de Munte S.A., meeting on March 26, 2026, following a request received on March 24, 2026 to convene an Extraordinary General Meeting of Shareholders of Casa de Bucovina – Club de Munte S.A. from a shareholder representing at least 5% of the company's share capital, namely Longshield Investment Group S.A., decided to convene the Extraordinary General Meeting of Shareholders of the company ("EGSM") in Bucharest, Aleea Campul Mosilor no 5, Office Pa 6SC, 1st Floor, Sector 2, on April 29, 2026 (first convocation) at 12:00 p.m., and on April 30, 2026 (second convocation), at 12:00 p.m., for all shareholders registered in the company's shareholder register, maintained by Depozitarul Central S.A. Bucharest, as of the close of business on April 20, 2026, considered the Reference Date for this meeting, with the following agenda:

1. Appointment of the secretary of the meeting, namely the shareholder Longshield Investment Group S.A. through its representative, whose identification details are available at the company's headquarters, who will draw up the minutes of the meeting and count the votes cast by the shareholders at the meeting.
2. Approval of the initiation of the merger process between Casa de Bucovina – Club de Munte S.A., headquartered in Bucharest, Semrom Oltenia S.A., headquartered in Bucharest, and Bucur S.A., headquartered in Bucharest, in which Bucur S.A. is the acquiring company, and the other two companies are the companies being absorbed, in which regard the company's administrators will draw up the merger plan and fulfill all legal formalities to finalize the merger, with the financial statements of the companies participating in the merger as of December 31, 2025.
3. Approval of May 26, 2026 as the registration date in accordance with the provisions of Article 87(1) of Law No. 24/2017, and May 25, 2026 as the ex-date, as defined in FSA Regulation No. 5/2018.
4. Approval of the empowerment of Mr. Petre-Florian Dinu, President of the Board of Administrators and General Manager of the company, with the possibility of substitution, to perform and/or sign and/or execute on behalf of the company and/or the company's shareholders all acts and carry out all formalities provided by law to implement the resolutions of the EGSM, including, but not limited to signing the EGSM resolutions, negotiating, concluding, and executing the legal acts necessary for the execution of the resolutions, submitting and taking over the documents and signing them on behalf of and for the account of the company at and from the Trade Register Office attached to the Bucharest Tribunal, the Financial Supervisory Authority, the Central Depository S.A., the Bucharest Stock Exchange S.A., tax authorities, as well as other natural or legal persons, public or private.

The convocation notice for the Extraordinary General Meeting of Shareholders on April 29–30, 2026, as well as all other documents and informational materials related to the items on the meeting's agenda, including the Special Power of Attorney forms, the Correspondence Voting Ballot forms, and the draft resolutions, will be made available to shareholders starting on March 27, 2026, in accordance with applicable legal and statutory provisions, both in electronic format on the company's website <https://www.casadebucovina.ro/> and in hard copy at the company's headquarters.

The convocation notice for the Extraordinary General Meeting of Shareholders on April 29–30, 2026, is to be published in the Official Journal of Romania, Part IV, and in a widely circulated newspaper.

We present below the convening of the EGSM.

**CONVENING NOTICE  
FOR THE EXTRAORDINARY GENERAL SHAREHOLDERS MEETING OF  
CASA DE BUCOVINA - CLUB DE MUNTE S.A.**

Casa de Bucovina - Club de Munte S.A., with Trade Registry number J1998000718333 and Unique Registration Code (CUI) 10376500, with its registered office in Bucharest, Aleea Campul Mosilor no 5, Office Pa 6SC, 1st floor, Sector 2 (“the company”), through its Board of Administrators,

In accordance with the Companies Act No. 31/1990, as republished (“Act No. 31/1990”), Law No. 126/2018 on financial instrument markets (“Law No. 126/2018”), Law No. 24/2017 on issuers of financial instruments and market operations, as republished (“Law No. 24/2017”), ASF Regulation No. 5/2018 on issuers of financial instruments and market operations (“Regulation No. 5/2018”), and the company’s Articles of Incorporation,

Following the request received on March 24, 2026, to convene an Extraordinary General Meeting of Shareholders of Casa de Bucovina - Club de Munte S.A. from a shareholder representing at least 5% of the company’s share capital, namely Longshield Investment Group S.A., the company hereby **convenes**:

**The Extraordinary General Meeting of Shareholders of Casa de Bucovina - Club de Munte S.A. for April 29, 2026, at 12:00 p.m. at the registered office ("the meeting" / "EGSM").**

Only shareholders registered in the company's shareholder register at the end of **April 20, 2026**, established as the "**reference date**", are entitled to participate and vote at the meeting, which will remain valid even if the general meeting is reconvened due to failure to meet the legal or statutory conditions for holding it. If the legal and statutory conditions for holding the meeting on the date of the first convocation are not met, a new meeting shall be convened for **April 30, 2026**, at the same time, in the same place, and with the same agenda.

**The agenda of the Extraordinary General Meeting of Shareholders of the company is as follows:**

1. Appointment of the secretary of the meeting, namely the shareholder Longshield Investment Group S.A. through its representative, whose identification details are available at the company's headquarters, who will draw up the minutes of the meeting and count the votes cast by the shareholders at the meeting.
2. Approval of the initiation of the merger process between Casa de Bucovina – Club de Munte S.A., headquartered in Bucharest, Semrom Oltenia S.A., headquartered in Bucharest, and Bucur S.A., headquartered in Bucharest, in which Bucur S.A. is the acquiring company, and the other two companies are the companies being absorbed, in which regard the company’s administrators will draw up the merger plan and fulfill all legal formalities to finalize the merger, with the financial statements of the companies participating in the merger as of December 31, 2025.
3. Approval of May 26, 2026 as the registration date in accordance with the provisions of Article 87(1) of Law No. 24/2017, and May 25, 2026 as the ex-date, as defined in FSA Regulation No. 5/2018.
4. Approval of the empowerment of Mr. Petre-Florian Dinu, President of the Board of Administrators and General Manager of the company, with the possibility of substitution, to perform and/or sign and/or execute on behalf of the company and/or the company's shareholders all acts and carry out all formalities provided by law to implement the resolutions of the EGSM, including, but not limited to signing the EGSM resolutions, negotiating, concluding, and executing the legal acts necessary for the execution of the resolutions, submitting and taking over the documents and signing them on behalf of and for the account of the company at and from the Trade Register Office attached to the Bucharest Tribunal, the Financial Supervisory Authority, the Central Depository S.A., the Bucharest Stock Exchange S.A., tax authorities, as well as other natural or legal persons, public or private.

In order to participate and vote at the meeting, shareholders must comply with the procedures provided by law and by the meeting notice, having the rights provided by the legislation in force, the company's articles of incorporation and the specific applicable documents.

**I. Rules regarding shareholder identification**

For the identification of individual shareholders it is necessary the copy of the identity document, certified by mentioning “certified true copy”, followed by handwritten signature of the shareholder.

For the identification of shareholders – legal persons it is necessary the copy of the legal representative’s identity document, certified by mentioning “certified true copy”, followed by handwritten signature of the legal representative and the proof of the capacity of legal representative.

The capacity of shareholder, as well as, in the case of legal persons or entities without legal personality, the capacity of legal representative is established on the basis of the list of shareholders from the reference/registration date received by the issuer from the central depository or, as the case may be, for dates different from the reference/registration date, on the basis of the following documents submitted to the issuer by the shareholder, issued by the central depository or by the participants that provide custody services:

- a) the statement showing the shareholder capacity and the number of shares held;
- b) documents evidencing the entry of information on the legal representative to the central depository/ participants.

The company accepts proof of legal representative capacity also on the basis of the documents deemed relevant by the company, submitted by the shareholder legal entity, issued by the trade registry or other similar authority in the state in which the shareholder is registered, within its term of validity, if the shareholder did not provide the central depository/ the participant with adequate information on its legal representative.

Documents attesting the capacity of a legal representative drawn up in a foreign language, other than English, shall be accompanied by a translation made by an authorized translator in Romanian or English language.

## **II. The shareholders rights to insert additional items on the EGSM agenda and to submit new resolution proposals for the items on the agenda**

One or more shareholders representing, individually or jointly, at least 5% of the share capital has/have the right:

- (a) to add items on the agenda of the EGSM, under the condition that each item is accompanied by a justification or a draft of the resolution proposed to be approved by the EGSM; and
- (b) to submit draft resolutions for the items included or proposed to be included on the agenda of the EGSM.

These rights may be exercised within a maximum of 15 days from the date of publication of the notice of meeting, namely until April 11, 2026. If this day is a non-working day, the deadline shall be extended to the next working day.

The rights mentioned under para. (a) and (b) above may be exercised only in written form, the proposals following to be sent by courier services to the company headquarters or by e-mail to [office@casadebucovina.ro](mailto:office@casadebucovina.ro) in pdf format, incorporating, attaching or logically associating an electronic signature, complying with the requirements of Law no. 214/2024. Shareholders will submit proposals for new items on the agenda and the draft resolutions accompanied by the documents mentioned in point I. Rules for shareholders' identification.

In cases where the exercise of the aforementioned rights determines the modification of the EGSM agenda already communicated to the shareholders, the company makes available a revised agenda, using the same procedure as the one used for the previous agenda, before the reference date of the general meeting, so as to allow the other shareholders to appoint a representative or, if the case may be, to vote by correspondence.

## **III. The shareholders right to ask questions concerning the agenda**

The shareholders of the Company, regardless of the share held in the share capital, may ask questions in writing about the items on the EGSM agenda. This right may be exercised at the latest until April 22, 2026, 10:00 a.m.

The proof of the status as shareholder will be done in compliance with the requirements specified in point I. Rules for shareholders' identification from this convening notice.

The questions will be sent by courier services to the company headquarters or by e-mail to [office@casadebucovina.ro](mailto:office@casadebucovina.ro) in pdf format, incorporating, attaching or logically associating an electronic signature, complying with the requirements of Law no. 214/2024.

The company will respond to questions submitted by shareholders, in accordance with the law, and the answers will be posted on the company's website <https://www.casadebucovina.ro/>.

Where the relevant information is available on the company's website in question-answer format, an answer is deemed to have been given if the company indicates to the shareholder where he can find the answer on the website.

## **IV. Participation and voting in the EGSM**

Shareholders can exercise their vote by directly participating to the EGSM, can vote through correspondence or may be represented by other persons, based on a special or general power of attorney, given in compliance with the provisions of the FSA Regulation no. 5/2018.

The voting procedure for the EGSM shall be made available to shareholders at the company's headquarters and on the company's website <https://www.casadebucovina.ro/> starting on March 27, 2026.

### **IV.1. Direct participation to the EGSM**

The access of the shareholders entitled to participate to the EGSM shall be allowed by simply proving their identity in the case of individual shareholders, made with the identity document presented in original, or, in the case of legal persons shareholders, their legal representative's one and in the case of legal entities and represented individuals with the empowerment given to the person that represents them, by complying with the applicable legislation.

### **IV.2. Participation to the EGSM by representative**

The shareholders may also be represented in the EGSM by other persons who are not shareholders, based on a special or general power of attorney.

For the vote through representative based on a special power of attorney, the shareholder must use the special power of attorney forms. These can be downloaded from the company's website <https://www.casadebucovina.ro/> and will also be available at the company's headquarters starting with March 27, 2026.

Shareholders will complete and sign the special power of attorney in three original copies: one for the shareholder, one for the representative and one for the company.

Identification of shareholders and their legal representatives will be made according to the rules stipulated under point I. Rules for shareholders' identification from this convening notice.

The shareholders may grant a general power of attorney for a period which will not exceed 3 years, allowing its representative to vote on all items on the agenda of the shareholders meetings of one or more issuers which are identified within the power of attorney, individually or through a general formula referring to a certain category of issuers, including on issues referring to disposal deeds, under the condition that the special power of attorney is granted by the shareholder, as client to an intermediary as defined according to provisions of art. 2 para. (1) point 19 of Law no. 24/2017, or to a lawyer.

The Company accepts a general power of attorney for participation and voting within the EGSM, without requiring additional documents relating to that shareholder, if the general power of attorney complies with the provisions of the FSA Regulation no. 5/2018, is signed by that shareholder and is accompanied by an affidavit given by the legal representative of the intermediary or by the lawyer who has received the power of representation through general power of attorney, in accordance with the provisions of art. 205 of the FSA Regulation no. 5/2018.

In case a shareholder is represented by a credit institution that provides custody services, the latter will be able to vote on the General meeting based on the voting instructions received by electronic means of communication, without the need for a special or general power of attorney to be drawn up by the shareholder. The custodian votes in the EGSM exclusively in accordance with and within the limits of instructions received from its clients as shareholders of the Company at the reference date.

The Company will take into consideration only special/general power of attorney forms submitted/transmitted by mail/courier/e-mail at the company's headquarters, respectively at the e-mail address [office@casadebucovina.ro](mailto:office@casadebucovina.ro), in pdf format, incorporating, attaching or logically associating an electronic signature, complying with the requirements of Law no. 214/2024, at the latest on April 27, 2026, 12:00 p.m.

#### **IV.3. Correspondence vote**

The shareholders may vote by correspondence. The correspondence forms drafted both in Romanian and in English, can be downloaded starting with March 27, 2026 from the company's website <https://www.casadebucovina.ro/> and will also be available at the company's headquarters.

The correspondence forms shall be accompanied by documents allowing the identification of shareholders and their legal representatives in accordance with the rules set out in point I from this convening notice.

The Company will take into consideration only correspondence forms submitted/transmitted by mail/courier/e-mail at the company's headquarters, respectively at the e-mail address [office@casadebucovina.ro](mailto:office@casadebucovina.ro), in pdf format, incorporating, attaching or logically associating an electronic signature, complying with the requirements of Law no. 214/2024, at the latest on April 27, 2026, 12:00 p.m.

#### **V. Documents related to the EGSM**

The documents related to the items on the meeting's agenda will be made available to shareholders starting on March 27, 2026.

The remaining materials to be submitted for approval at the meeting, the special power of attorney forms, correspondence forms, draft resolutions of the meeting, as well as the procedure for exercising voting rights, will be made available to shareholders starting on March 27, 2026, and can be consulted at the company's headquarters or on the company's website at <https://www.casadebucovina.ro/>.

Shareholders may request copies of the documents to be presented in the EGSM, against payment of an amount of 0.1 lei/page.

Petre-Florian Dinu  
President of the Board of Administrators  
Casa de Bucovina – Club de Munte S.A.