

To:  
**Financial Supervisory Authority**  
Financial Instruments and Investments Sector

**Bucharest Stock Exchange****CURRENT REPORT**

In compliance with the provisions of Law no. 24/2017 on issuers of financial instruments and market operations and Regulation no. 5/2018 on issuers of financial instruments and market operations

**Date of the report:** March 26, 2026  
**Name of issuer:** SSIF BRK Financial Group SA  
**Headquarters:** Cluj-Napoca, 119 Moșilor Street, Cluj County  
**Telephone/fax no:** 0364-401.709/0364-401.710  
**Tax Identification Code:** 6738423  
**Trade Register no/date:** J12/3038/1994  
**Subscribed and paid share capital:** RON 50,614,492.80  
**Regulated market where issued securities are traded:** Bucharest Stock Exchange, Premium Tier, market symbol: BRK

**Important events to be reported: OGMS & EGMS Meeting Announcement****I. Notice Convening the Ordinary General Meeting of Shareholders for April 29/30, 2026**

Pursuant to the Resolution dated **March 25, 2026**, the Board of Directors of SSIF BRK FINANCIAL GROUP S.A., registered with the Cluj Trade Registry under no. J1994003038124, sole registration code 6738423, having its registered office in Cluj-Napoca, 119 Moșilor Street (hereinafter referred to as the "Company"), in accordance with the provisions of Law no. 31/1990 on companies, Law no. 126/2018 on markets in financial instruments and the ASF regulations issued for its implementation, as well as with the provisions of the Company's Articles of Incorporation, hereby convenes the Ordinary General Meeting of Shareholders (hereinafter referred to as the "OGMS"), in accordance with the law and the Articles of Incorporation, for **April 29, 2026, at 12:00 p.m.**, at the Company's registered office in Cluj-Napoca, 119 Moșilor Street, Cluj County, for all shareholders registered in the shareholders' register at the end of **April 17, 2026**, set as the reference date.

Should the quorum or any other validity requirements not be met, the OGMS shall be held on **April 30, 2026, at 12:00 p.m.**, at the same location, with the same agenda, for all shareholders registered in the shareholders' register on the same reference date.

The Ordinary General Meeting of Shareholders shall have the following items on its agenda:

1. Presentation, discussion and approval of the Company's audited separate and consolidated annual financial statements for the 2025 financial year, prepared in accordance with the International Financial Reporting Standards, based on the Directors' Report and the Company's Financial Auditor's Report.
2. Approval of the 2025 annual financial report in accordance with Article 65<sup>1</sup> of Law no. 24/2017.
3. Approval of the discharge of liability of the Company's directors for the activity carried out during the 2025 financial year, based on the reports submitted.
4. Determination and approval of the remuneration of the members of the Board of Directors and of the additional remuneration of the Board members entrusted with specific functions, for the 2026 financial year and until the first balance-sheet OGMS in 2027.
5. Approval of the remuneration policy for the non-executive directors and the managers of the Company, in accordance with Article 106 of Law no. 24/2017 on issuers of financial instruments and market operations, and authorisation of the Board of Directors to complete all related formalities.
6. Submission of the remuneration report regarding the Company's management structure for the 2025 financial year to the advisory vote of the OGMS, in accordance with Article 107 of Law no. 24/2017.

7. Presentation, discussion and approval of the Revenue and Expenditure Budget for the 2026 financial year.
8. Approval of the Board of Directors' proposal regarding the allocation of the net profit for the 2025 financial year to the following destinations: establishment of the legal reserve (5%, amounting to RON 339,861) and allocation of the amount of RON 6,457,357 to retained earnings, to be used for covering losses from previous years.
9. Approval of the Company's strategy.
10. Acknowledgment of the termination by operation of law, as of April 27, 2024, of the mandate of Mr. DĂNILĂ ROBERT IULIAN, in his capacity as director and Chairman of the Board of Directors, following the expiry of the 4-year term established by the deed of appointment, which was not renewed, and approval of the registration of the corresponding mention with the Trade Registry, respectively his removal from the register of persons holding management positions within SSIF BRK FINANCIAL GROUP maintained by the National Trade Register Office.
11. Approval of **May 20, 2026** as the registration date (ex-date: **May 19, 2026**) for the shareholders affected by the resolutions adopted by the Ordinary General Meeting of Shareholders, in accordance with Article 87(1) of Law no. 24/2017.
12. Approval of the authorisation of Mr. Sandu Pali, with the right of substitution, to carry out all procedures and formalities provided by law for implementing the resolutions of the Meeting, to file and collect documents and to sign for this purpose on behalf of the Company in relation to the Trade Registry, the ASF, the BVB, as well as other public or private entities.

All shareholders registered at the end of **April 17, 2026**, established as the reference date, are entitled to attend and vote at the Ordinary General Meeting of Shareholders.

Access of shareholders entitled to participate in the OGMS shall be allowed upon simple proof of their identity, made, in the case of individual shareholders, by means of an identity document and, in the case of legal entity shareholders and individual shareholders represented by another person, by means of a special or general power of attorney granted to the individual representing them, together with the representative's identity document. The proxy form may be obtained from the Company's registered office starting with **March 28, 2026, at 5:00 p.m.**, and from the Company's website, [www.brk.ro](http://www.brk.ro), being available both in Romanian and in English. The special or general power of attorney shall be drawn up in three original counterparts (one for the Company, one for the principal, and one for the proxy holder). The powers of attorney, together with a copy of the identity document or of the registration certificate and the certificate issued by the Trade Registry, or any other document issued by a competent authority of the state in which the shareholder is legally registered (issued no more than 3 months prior to the publication date of the notice convening the general meeting), shall be filed/sent in original to the Company's registered office or sent by e-mail no later than **April 27, 2026, at 12:00**, to the following e-mail address: **office@brk.ro**.

In the case of a special power of attorney granted by a shareholder to a credit institution providing custody services, such power of attorney shall be signed by the respective shareholder and accompanied by an affidavit issued by the credit institution having received the representation mandate under the special power of attorney, stating that:

- the credit institution provides custody services for the respective shareholder;
- the instructions contained in the special power of attorney are identical to the instructions contained in the SWIFT message received by the credit institution in order to vote on behalf of that shareholder;
- the special power of attorney is signed by the shareholder.

On the date of the meeting, upon entry into the meeting room of the general meeting, the appointed representative shall submit the original power of attorney, if it was previously sent by e-mail with an embedded electronic signature, as well as a copy of his/her identification documents.

One or more shareholders representing, individually or jointly, at least 5% of the share capital have the right to add items to the agenda of the General Meetings.

The proposals regarding the addition of new items to the agenda of the general meeting, as well as the draft resolutions for the items included or proposed to be included on the agenda of the general meeting, shall be accompanied by copies of the identification documents of the initiators. These refer to identity documents (identity card/ID card) in the case of individuals, and registration certificates and certificates issued by the Trade Registry, or any other document issued by a competent authority of the state in which the shareholder is legally registered (issued no more than 2 months prior to the publication date of the notice convening the general meeting), indicating the persons having the capacity of legal representatives of the legal entity shareholders of the Company. Documents attesting the capacity of legal representative, drawn up in a foreign language other than English, shall be accompanied by a translation into Romanian or English made by an authorised translator, and the verification of the capacity of legal representative shall be made based on the list of shareholders made available by the Central Depository. The proposals shall be submitted to the Company's registered office no later than **April 14, 2026, at 5:00 p.m.**, in a sealed envelope bearing the clearly written mention in capital letters "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS", or may also be sent by e-mail, with embedded electronic signature in accordance with Law no. 455/2001 on electronic

signature, within the same deadline, to: [office@brk.ro](mailto:office@brk.ro), mentioning in the subject line "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS".

Shareholders are hereby informed that, with regard to proposals for adding new items to the agenda of the meeting, each item proposed by the initiators must be accompanied by either a justification or a draft resolution proposed for adoption by the general meeting.

The latest updated version of the proxy forms and correspondence voting ballots will be available on the Company's website starting from **April 16, 2026, at 5:00 p.m.**

Each shareholder has the right to submit written questions to the Board of Directors prior to the date of the general meeting regarding the items on the agenda, in accordance with Articles 198–199 of ASF Regulation no. 5/2018. A response shall be deemed to have been provided if the requested information is published on the Company's website.

Shareholders registered in the shareholders' register on the reference date have the possibility to vote by correspondence prior to the date of the meeting by using the correspondence voting form. The correspondence voting form, together with a copy of the identity document and/or the registration certificate and the certificate issued by the Trade Registry, or any other document of the shareholder issued by a competent authority of the state in which the shareholder is legally registered (issued no more than 3 months prior to the publication date of the notice convening the general meeting), shall be sent to the Company, in original, to its registered office or by e-mail, with an extended electronic signature incorporated in accordance with Law no. 455/2001, to the e-mail address [office@brk.ro](mailto:office@brk.ro), no later than **April 27, 2026, at 12:00 p.m.** The forms shall be drafted either in Romanian or in English. Shareholders who have voted by special powers of attorney or by correspondence voting ballots may amend their initial voting option or the means of expressing their vote, the last vote expressed and registered by **April 27, 2026, at 12:00 p.m.** being deemed valid.

If a shareholder who has voted by correspondence attends the general meeting in person or through a representative, the correspondence vote cast for that general meeting shall be cancelled. In such case, only the vote cast in person or through a representative shall be taken into account.

The correspondence voting ballot forms, the special proxy forms (both available in Romanian and in English), the documents and information materials relating to the items included on the agenda, including the draft resolutions, shall be made available to shareholders starting from **March 28, 2026, at 5:00 p.m.**, on the Company's website at [www.brk.ro](http://www.brk.ro) and at the Company's registered office in Cluj-Napoca, 119 Moșilor Street.

The Board of Directors recommends that shareholders consult the supporting materials for the OGMS, available on the website [www.brk.ro](http://www.brk.ro) starting from the date of publication of the Convening Notice in Part IV of the Official Gazette of Romania.

## II. Notice Convening the Extraordinary General Meeting of Shareholders for April 29/30, 2026

Pursuant to the Resolution dated **March 25, 2026**, the Board of Directors of SSIF BRK FINANCIAL GROUP S.A., registered with the Cluj Trade Registry under no. J1994003038124, sole registration code 6738423, having its registered office in Cluj-Napoca, 119 Moșilor Street (hereinafter referred to as the "Company"), in accordance with the provisions of Law no. 31/1990 on companies, Law no. 126/2018 on markets in financial instruments and the ASF regulations issued for its implementation, as well as with the provisions of the Company's Articles of Incorporation, hereby convenes the Extraordinary General Meeting of Shareholders (hereinafter referred to as the "EGMS"), in accordance with the law and the Articles of Incorporation, for **April 29, 2026, at 10:00 a.m.**, at the Company's registered office in Cluj-Napoca, 119 Moșilor Street, Cluj County, for all shareholders registered in the shareholders' register at the end of **April 17, 2026**, set as the reference date. Should the quorum or any other validity requirements not be met, the EGMS shall be held on **April 30, 2026, at 10:00 a.m.**, at the same location, with the same agenda, for all shareholders registered in the shareholders' register on the same reference date.

The Extraordinary General Meeting of Shareholders shall have the following items on its agenda:

1. Approval of the implementation of an equity stock option plan ("ESOP") from the treasury shares held by the Company, for the benefit of the Company's directors, officers and employees, in an amount of up to 20% of the net profit recorded at the end of the 2026 financial year. The Board of Directors shall be authorised to approve the ESOP structure, adopt all necessary measures and carry out all formalities required for the approval and implementation of the ESOP, including, without limitation: (i) determining the criteria on the basis of which shares shall be granted to the Company's directors and employees; (ii) determining the positions within the organisational chart to which the plan will apply; (iii) the conditions for vesting/acquiring the shares; (iv) the preparation and publication of the information documents in accordance with the law, etc. The allocation criteria and the value of the shares granted to the members of the Board of Directors shall be subject to the approval of the next General Meeting of Shareholders.
2. Approval of a share buyback transaction for a maximum number of 33,000,000 treasury shares, in compliance with the applicable legal provisions and having the following main characteristics:
  - a) The Company shall repurchase shares for the purpose of fulfilling the legal settlement obligations in financial instruments under ESOP-type programs for the distribution of shares to the Company's employees, directors and officers.

- b) The repurchase of shares, up to a maximum number of 33,000,000 shares, shall be carried out on the market on which the shares are listed and/or by means of public tender offers. The purpose of the buyback is their allocation within the ESOP. If the number of shares exceeds the volume required for the ESOP, the EGMS shall decide on their alternative destination, including, without limitation, cancellation of the shares, use within a subsequent ESOP, etc.
- c) Minimum price per share: RON 0.1
- d) Maximum price per share: RON 0.2
- e) The buyback transaction shall be carried out over a maximum period of 12 months from the date of publication of this resolution.
- f) The implementation of the buyback transaction shall be made from the Company's own funds, in accordance with the applicable legal provisions.
3. Authorisation of the Board of Directors to adopt all decisions necessary for the implementation of the resolution regarding the buyback of treasury shares, including, without limitation: determining the acquisition methods and the execution method for each component of the transaction, carrying out all stages and formalities for the implementation of the resolution, adopting the necessary measures regarding the application of the allocation criteria, determining the beneficiaries and the number of rights/options to acquire shares, the exercise period of such rights, and the preparation and publication of the information documents in accordance with the law.
4. Approval of **May 20, 2026** as the registration date (ex-date: **May 19, 2026**) for the shareholders affected by the resolutions adopted by the Extraordinary General Meeting of Shareholders, in accordance with Article 87(1) of Law no. 24/2017.
5. Approval of the authorisation of Mr. Sandu Pali, with the right of substitution, to carry out all procedures and formalities provided by law for implementing the resolutions of the Meeting, to file and collect documents and to sign for this purpose on behalf of the Company in relation to the Trade Registry, the ASF, the BVV, as well as other public or private entities.

All shareholders registered at the end of **April 17, 2026**, established as the reference date, are entitled to attend and vote at the Extraordinary General Meeting of Shareholders.

Access of shareholders entitled to participate in the EGMS shall be allowed upon simple proof of their identity, made, in the case of individual shareholders, by means of an identity document and, in the case of legal entity shareholders and individual shareholders represented by another person, by means of a special or general power of attorney granted to the individual representing them, together with the representative's identity document. The proxy form may be obtained from the Company's registered office starting with **March 28, 2026, at 5:00 p.m.**, and from the website [www.brk.ro](http://www.brk.ro), being available both in Romanian and in English. The special or general power of attorney shall be drawn up in three original counterparts (one for the Company, one for the principal, and one for the proxy holder). The powers of attorney, together with a copy of the identity document or of the registration certificate and the certificate issued by the Trade Registry, or any other document issued by a competent authority of the state in which the shareholder is legally registered (issued no more than 3 months prior to the publication date of the notice convening the general meeting), shall be filed/sent in original to the Company's registered office or sent by e-mail no later than **April 27, 2026, at 10:00 a.m.**, to the following e-mail address: **office@brk.ro**.

In the case of a special power of attorney granted by a shareholder to a credit institution providing custody services, such power of attorney shall be signed by the respective shareholder and accompanied by an affidavit issued by the credit institution having received the representation mandate under the special power of attorney, stating that:

- the credit institution provides custody services for the respective shareholder;
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legally registered (issued no more than 2 months prior to the publication date of the notice convening the general meeting), indicating the persons having the capacity of legal representatives of the legal entity shareholders of the Company. Documents attesting the capacity of legal representative, drawn up in a foreign language other than English, shall be accompanied by a translation into Romanian or English made by an authorised translator, and the verification of the capacity of legal representative shall be made based on the list of shareholders made available by the Central Depository. The proposals shall be submitted to the Company's registered office no later than **April 14, 2026, at 5:00 p.m.**, in a sealed envelope bearing the clearly written mention in capital letters "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS", or may also be sent by e-mail, with an embedded electronic signature in accordance with Law no. 455/2001 on electronic signature, within the same deadline, to: **office@brk.ro**, mentioning in the subject line "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS".

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Ovidiu Dumitrescu  
Deputy General Manager