
**Notice of the Ordinary General Meeting and the Extraordinary General Meeting of Shareholders
convened for 30 July / 31 July 2026**

Pursuant to the Resolution dated **25 June 2026**, the Board of Directors of SSIF BRK FINANCIAL GROUP S.A., registered with the Cluj Trade Register under no. 1994003038124, sole registration code 6738423, having its registered office in Cluj-Napoca, 119 Moșilor Street, Cluj County (hereinafter referred to as the “Company”), in accordance with the provisions of Companies Law no. 31/1990, Law no. 126/2018 on markets in financial instruments and the regulations issued by the Financial Supervisory Authority for its implementation, as well as with the provisions of the Company’s Articles of Association,

CONVENES

The Ordinary General Meeting of Shareholders of the Company (the “OGMS”) is hereby convened for **30 July 2026, at 12:00**, at the Company’s registered office located at 119 Moșilor Street, Cluj-Napoca, Cluj County. All shareholders of the Company registered in the shareholders’ register at the close of business on **20 July 2026**, established as the Reference Date, shall be entitled to attend.

Should the statutory requirements or any other validity requirements not be met, the OGMS shall be held on **31 July 2026, at 12:00**, at the same venue and with the same agenda, for all shareholders registered in the shareholders’ register on the same Reference Date.

1. Considering that the term of office of Mr Constantin Sorin George as a member of the Company’s Board of Directors expires on 29 November 2026, it is proposed that a member of the Board of Directors be elected for a four-year term, effective from the date following the expiry of the current term of office, namely 30 November 2026, subject to obtaining the approval/authorisation of the Financial Supervisory Authority, in accordance with the applicable regulations. The newly elected director shall exercise his duties only after the approval decision issued by the Financial Supervisory Authority has been obtained.
2. It is proposed that Mr Constantin Sorin-George be appointed as a member of the Company’s Board of Directors for a new four-year term, effective as of 30 November 2026, subject to obtaining the approval/authorisation of the Financial Supervisory Authority, in accordance with the applicable regulations. The newly elected director shall exercise his duties only after obtaining the approval decision issued by the Financial Supervisory Authority.
3. Approval of the amendment to Article 5.2.4 of the management agreements concluded between the Company and the members of the Board of Directors, in the form presented to the shareholders, and authorisation of Mr Ovidiu Dumitrescu, or of a person designated by him, to negotiate and sign the related addenda and to complete all formalities necessary for their execution.
4. Approval of **20 August 2026** as the registration date (ex-date: **19 August 2026**) for identifying the shareholders upon whom the resolutions adopted by the Ordinary General Meeting of Shareholders shall take effect, pursuant to Article 87(1) of Law no. 24/2017.
5. Approval of the authorisation of Ms Monica Ivan, with the power of substitution, to carry out all procedures and formalities required by law, including amending the Articles of Association for the purpose of implementing the resolutions of the General Meeting, to submit and collect documents and to sign, for this purpose, on behalf of the Company, in its relations with the Trade Register, the Financial Supervisory Authority, the Bucharest Stock Exchange, and any other public or private entities.

The Extraordinary General Meeting of Shareholders of the Company (the “EGMS”) is hereby convened for **30 July 2026, at 1:00 p.m.**, at the Company’s registered office located at 119 Moșilor Street, Cluj-Napoca, Cluj County. All shareholders of the Company registered in the shareholders’ register at the close of business on **20 July 2026**, established as the Reference Date, shall be entitled to attend. Should the statutory requirements or any other validity requirements not be met, the EGMS shall be held on **31 July 2026, at 1:00 p.m.**, at the same venue and with the same agenda, for all shareholders registered in the shareholders’ register on the same Reference Date.

1. Approval of the issuance by the Company of non-convertible bonds (whether secured or unsecured, in certificated or dematerialised form, listed or unlisted on any stock exchange and/or denominated in RON, EUR, any other currency or any combination thereof), with an aggregate maximum nominal value of RON 10,000,000 or the equivalent of this amount in any other currency, calculated at the official exchange rate published by the National Bank of Romania on the bond issuance date, bearing a maximum annual interest rate of 10%–12% and having a maturity of no less than three (3) years and no more than five (5) years from the date of each issuance (the “Bonds”), in one or more issues and/or tranches, whether having the same and/or different characteristics, including with regard to the form of the Bonds, their nominal value, interest rate, method of payment of interest and principal, early redemption option, security arrangements and/or maturity date. The Bonds shall be placed in accordance with: (i)

one or more public offerings addressed to the public and/or to certain qualified and/or professional investors and/or pursuant to any other exemptions from the obligation to publish a prospectus in connection with the issuance of such Bonds; and/or (ii) one or more private placements to investors through an offer addressed to qualified investors and/or to fewer than 150 natural or legal persons, other than qualified investors, per Member State, in compliance with the applicable legal provisions. The above approval shall apply to Bonds having the maximum maturity specified above, up to an aggregate maximum nominal value of RON 10,000,000 or the equivalent of this amount in any other currency, irrespective of whether the issuance of such Bonds is completed over the course of one or more calendar years.

2. Authorisation and empowerment of the Board of Directors, with the right to sub-delegate such authority and powers to any person, as it may deem necessary and/or appropriate, as applicable:
 - i. to adopt any resolutions and perform all legal acts and actions necessary, useful and/or appropriate for implementing the resolutions to be adopted by the Company's EGMS in accordance with item 1 above, including, without limitation, negotiating, determining and approving the following in connection with each issue or tranche of Bonds: (a) the value of the issue or tranche, as applicable; (b) the price of the Bonds; and (c) any other terms and conditions of the Bonds, including, without limitation, the form of the Bonds, their maturity, early redemption, interest, taxes and fees, the guarantees and/or security interests granted and/or created in connection with the issuance of the Bonds and, where applicable, the prospectus prepared in connection with the issuance of the Bonds; and (d) the intermediaries involved in the issuance and sale of the Bonds, as applicable;
 - ii. to negotiate, approve and execute any agreements and/or arrangements relating to the Bonds and/or pursuant to which the Bonds are issued, sold and/or admitted to trading on a stock exchange, including security agreements, guarantee undertakings, offering documents, subscription, sale, agency, trust and advisory agreements, certificates, statements, registers, notices, addenda and any other necessary deeds and documents; to complete any formalities and authorise and/or perform any other actions required to give full effect to the issuance of the Bonds and/or the related offering and sale thereof and/or the related security interests, as applicable; and to negotiate, approve and execute any other documents and carry out any other operations and/or formalities necessary or useful for implementing and giving full effect to the foregoing and to the issuance of the Bonds;
 - iii. to decide whether the Bonds or any issue and/or tranche thereof will be listed on any stock exchange and, where applicable, to negotiate, approve and execute any documents and carry out any operations and/or formalities necessary in connection with the admission of the Bonds to trading on such stock exchange, including, where applicable, negotiating and approving the prospectus prepared in connection with the admission of such Bonds to trading on the stock exchange;
 - iv. to negotiate, approve and execute any agreements and/or arrangements relating to the operations referred to in item 3 above and to perform any actions and/or complete any formalities necessary in connection with such operations.
3. Amendment of Article 15(4) of the Articles of Association by inserting a new paragraph, as follows: "In its relations with third parties, BRK FINANCIAL GROUP S.A. shall be represented by the General Manager. In the event that the position of General Manager becomes vacant, the General Manager's term of office is suspended or the General Manager is temporarily unable to perform their duties, the Company may be represented by one of the Deputy General Managers, within the limits of the powers and duties delegated by resolution of the Board of Directors. The Board of Directors may establish, by resolution, rules concerning the individual or joint representation of the Company by the Deputy General Managers, as well as the financial or substantive limits of their mandates."
4. Approval of **20 August 2026** as the registration date (ex-date: **19 August 2026**) for identifying the shareholders upon whom the resolutions adopted by the Extraordinary General Meeting of Shareholders shall take effect, pursuant to Article 87(1) of Law no. 24/2017.
5. Approval of the authorisation of Ms Monica Ivan, with the right of substitution, to carry out all procedures and formalities required by law for the implementation of the resolutions of the General Meeting, to submit and collect documents and, for this purpose, to sign on behalf of the Company in its relations with the Trade Register, the Financial Supervisory Authority, the Bucharest Stock Exchange and any other public or private entities.

All shareholders registered at the close of business on **20 July 2026**, established as the Reference Date, shall be entitled to attend and vote at the OGMS and the EGMS.

Shareholders entitled to attend the OGMS and the EGMS shall be granted access upon proof of identity, as follows: individual shareholders shall present their identity document, while legal entity shareholders and individual shareholders acting through a representative shall present the special or general power of attorney granted to the individual representing them, together with the representative's identity document. The power of attorney form may be obtained from the Company's registered office starting from **29 June 2026** and may also be downloaded from the Company's website, www.brk.ro, in both Romanian and English.

The special or general power of attorney shall be executed in three original counterparts: one for the Company, one for the principal and one for the representative. The powers of attorney, accompanied by a copy of the identity document or, as applicable, the registration certificate and the ascertaining certificate issued by the Trade Register, or any other document issued by a competent authority in the state in which the shareholder is legally incorporated, dated no more than three months prior to the date of publication of the notice convening the General Meeting, shall be submitted or sent in original form to the Company's registered office or transmitted by email to office@brk.ro no later than **28 July 2026, at 12:00** for the OGMS and at **1:00 p.m.** for the EGMS.

Where a special power of attorney is granted by a shareholder to a credit institution providing custody services, it shall be signed by the respective shareholder and accompanied by a statement on its own responsibility issued by the credit institution authorised to represent the shareholder under the special power of attorney, confirming that:

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

On the date of the meeting, upon entering the meeting room of the General Meeting, the appointed representative shall submit the original power of attorney, where it was previously transmitted by email with an embedded electronic signature, together with a copy of the representative's identity documents.

Pursuant to Article 117¹(1) and (2) of Law no. 31/1990 and Article 105(3) of Law no. 24/2017, one or more shareholders representing, individually or jointly, at least 5% of the share capital shall be entitled to add items to the agenda of the General Meetings, provided that each item is accompanied by a justification or by a draft resolution proposed for adoption, as well as to submit draft resolutions for items included or proposed to be included on the agenda.

Proposals for the inclusion of new items on the agenda of the General Meeting, as well as draft resolutions concerning 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 proposing shareholders. These shall consist of identity documents (identity card/identification document) in the case of individuals and registration certificates and ascertaining certificates, or any other document issued by a competent authority in the state in which the shareholder is legally incorporated, dated no more than two months prior to the date of publication of the notice convening the General Meeting, indicating the persons authorised to act as legal representatives of the Company's legal entity shareholders.

Documents certifying the capacity of legal representative that are drawn up in a foreign language other than English shall be accompanied by a translation into Romanian or English prepared by an authorised translator. The capacity of legal representative shall be verified on the basis of the list of shareholders made available by the Central Depository.

*Requests shall be submitted in writing no later than 15 days from the publication of this Notice of Meeting, namely by **15 July 2026**, in order to be published and brought to the attention of the other shareholders.*

Shareholders are hereby informed that, with respect to proposals for the inclusion of new items on the agenda of the General Meeting, each item proposed by the initiating shareholders must be accompanied by a justification or by a draft resolution proposed for adoption by the General Meeting.

The latest updated versions of the powers of attorney and postal ballot forms will be available on the Company's website starting from **17 July 2026, at 5:00 p.m.**

Each shareholder shall be entitled to submit written questions to the Board of Directors, prior to the date of the General Meeting, concerning the items on the agenda, pursuant to Articles 198–199 of FSA Regulation no. 5/2018. A response shall be deemed to have been provided where the requested information is published on the Company's website.

Shareholders registered in the shareholders' register on the Reference Date may vote by correspondence prior to the date of the General Meetings by using the postal ballot form. The postal ballot form, accompanied by a copy of the identity document and/or the registration certificate and ascertaining certificate issued by the Trade Register, or any other document relating to the shareholder issued by a competent authority in the state in which the shareholder is legally incorporated, dated no more than three months prior to the date of publication of the notice convening the General Meeting, shall be submitted to the Company in original form at its registered office or sent by email to **office@brk.ro**, bearing an embedded extended electronic signature in accordance with Law no. 455/2001, no later than **28 July 2026, at 12:00 noon for the OGMS and at 1:00 p.m. for the EGMS**. The forms shall be completed either in Romanian or in English.

Shareholders who have voted by means of special powers of attorney or postal ballot forms may amend their initial voting option or the method used to cast their vote. The last vote cast and registered by **28 July 2026, at 12:00 for the OGMS and at 1:00 p.m. for the EGMS**, shall be deemed valid.

Where a shareholder who has cast a postal vote attends the General Meeting in person or through a representative, the postal vote cast for that General Meeting shall be cancelled. In such case, only the vote cast in person or through the representative shall be taken into account.

The postal ballot forms, the special power of attorney forms, both available in Romanian and English, as well as the documents and information materials relating to the matters included on the agenda, including the draft resolutions, shall be made available to shareholders starting from **29 June 2026, at 5:00 p.m.**, on the Company's website at www.brk.ro and at the Company's registered office located at 119 Moșilor Street, Cluj-Napoca.

Candidates for the position of director shall submit their applications, accompanied by the documents listed below, in original form, to the Company's secretariat no later than **15 July 2026, at 5:00 p.m.** *The list containing information regarding the names, places of residence and professional qualifications of the persons proposed for the position of director shall be made available to shareholders at the Company's registered office and on the Company's website and may be reviewed and supplemented by shareholders in accordance with Article 117(6) of Law no. 31/1990.*

Candidates shall be listed on the ballot papers in alphabetical order. Following the secret ballot, the candidate who ranks first in descending order of the number of votes received shall be declared elected as director. In the event of a tie between the candidates ranking first, a run-off ballot shall be held, and the candidate receiving the highest number of votes shall be declared elected.

For the purpose of obtaining the approval of the Financial Supervisory Authority, candidates for the position of director must cumulatively meet all the criteria and requirements laid down in the republished Companies Law no. 31/1990 and FSA Regulation no. 1/2019.

Any proposals for supplementing the list of candidates shall be submitted no later than **15 July 2026, at 5:00 p.m.**, and shall be accompanied by the information and documents required to verify compliance with the legal and regulatory requirements applicable to the position of director.

The proposals shall include the following documents:

- a) the nomination proposal itself, which may designate one candidate for the position of member of the Board of Directors of BRK Financial Group S.A., bearing the signature of the authorised signatory, where applicable;
- b) a copy of the identity document, certified as a true copy of the original by the handwritten signature of the holder of the identity document;
- c) the candidate's updated Curriculum Vitae, dated and signed in original, in Europass format, specifying the relevant education and training courses, professional experience, including the names of all organisations for which the candidate has worked or currently works, as well as the nature and duration of the duties performed, particularly those activities relevant to the position of director. With respect to positions held during the previous ten years, the description of the relevant activities must include details regarding all delegated powers, internal decision-making powers and the areas of activity under the candidate's control or, as applicable, in which the candidate was active. Where applicable, the supervisory authority of the entities for which the candidate performed activities shall also be specified;
- d) copies of educational qualifications and any other relevant certificates held by the candidate, certified as true copies by the candidate;
- e) a statement on the candidate's own responsibility confirming that the candidate meets the legal and statutory requirements

for holding the position of director, signed in original;

f) the candidate's statement on their own responsibility, completed with the information required under Annex no. 1 to FSA Regulation no. 1/2019;

g) a valid criminal record certificate and tax record certificate, or other equivalent documents issued by the competent authorities of the country in which the candidate has established their domicile and/or residence, as well as of their country of origin, where their domicile or residence is located in a country other than their country of origin. Persons who have established their residence in Romania for less than three years shall also submit criminal record and tax record certificates, or equivalent documents, issued by the competent authorities of the most recent countries in which they previously had their domicile and/or residence;

h) a list of persons who may provide references, together with letters of recommendation concerning the reputation and experience of the person being assessed, including their contact details;

i) a statement on the candidate's own responsibility concerning conflicts of interest;

j) the GDPR form, available on the website www.brk.ro, under the section Investor Relations/General Meetings of Shareholders.

The list containing information regarding the names, places of residence and professional qualifications of the persons proposed for the position of director shall be made available to shareholders and may be consulted and supplemented by them on the Company's website, www.brk.ro, under the Investor Relations section.

Documents drawn up in a foreign language other than English, except for identity documents valid in Romania, shall be accompanied by a translation into Romanian or English prepared by an authorised translator.

The Board of Directors recommends that shareholders consult the supporting materials for the OGMS and the EGMS, which will be available on the Company's website, www.brk.ro, starting from the date of publication of the Notice of Meeting in Part IV of the Monitorul Oficial of Romania.

Sandu Pali
Deputy General Manager