



CURRENT REPORT

according to the provisions of Law 24/2017 and ASF Regulation no. 5/2018

Name of the issuing entity: **BUCUR S.A.**
Registered office: **Bucharest, str. Vișinilor, nr.25, sector 2**
Telephone/fax number: **021 323.67.30; 021 323.67.36**
Unique registration code: **RO 1584234**
Serial number in the Trade Register: **J40/392/1991**
Subscribed and paid-up share capital: **RON 8,327,559.4**
Cod CNVM emitent: **27235**
Position in the CNVM register: **3469**
The regulated market on which the securities issued are traded:
BVB Regulated Market – Standard Category

Important event to report:

Decision of the Board of Directors of BUCUR S.A. dated 17.03.2026 regarding the convening of the Ordinary/Extraordinary General Meeting of Shareholders of BUCUR S.A. for April 23/24, 2026.

CONVENING NOTICE for the Ordinary / Extraordinary General Meeting of Shareholders BUCUR S.A.

The Board of Directors of BUCUR S.A., meeting on 17.03.2026, in accordance with the provisions of art. 123, in conjunction with those of art. 79 para. 1 and art. 105 para. 1 of Law no. 24/2017 on issuers of financial instruments and market operations, republished, of art. 117 of the Companies Law no. 31/1990, republished, and of the Company's Articles of Incorporation

CONVOCATION

The Ordinary General Meeting of Shareholders ("OGMS") for 23.04.2026, at 10:00 a.m., and the Extraordinary General Meeting of Shareholders ("EGMS") for 23.04.2026, at 11:00 a.m., at the address in Bucharest, 25 Vișinilor Street, Sector 2, in which all the shareholders of the Company registered in the Shareholders' Register drawn up by the Central Depository for the end of the day of 09.04.2026, considered a reference date.

In case of non-meeting of the legal and statutory conditions of quorum at the first call, a new **OGMS** and **EGMS** meeting will be convened for **24.04.2026**, at the same times (**OGMS – 10:00 a.m. and EGMS – 11:00 a.m.**), in the same place and with the same agenda. The reference date for shareholders' participation in voting at the second call of the OGMS and EGMS is **09.04.2026**.

I. The Ordinary General Meeting of Shareholders will have the following AGENDA:

- 1. Presentation of the Report of the Directors of BUCUR S.A. on the activity carried out in 2025 and of the Financial Auditor's Report for 2025. Approval of the Company's individual financial statements, prepared in accordance with Law 82/1991 and Order no. 1802/2014 for the financial year ended December 31, 2025 and the Company's individual and consolidated financial statements, prepared in accordance with**

International Financial Reporting Standards (IFRS) ended on 31.12.2025 based on the directors' report and the financial auditor's report.

2. Approval of the distribution of the net profit for 2025, in the amount of RON 18,114,318 on the following destinations: undistributed profit - RON 18,114,318.
3. Approval of the prescription of dividends for the financial year 2021, established by the OGMS of 27.04.2022, not collected until 31.08.2025, in the amount of RON 245,082.76 and their registration, according to the regulations applicable to Order 1802/2014, in the category "Other income".
4. Approval of the discharge of the members of the Board of Directors for the financial year 2025.
5. Election of the members of the Board of Directors of Bucur S.A., for a term of 4 years, starting with 27.04.2026 following the expiry of the mandate of the current administrators, members of the Board of Directors.

The list containing information on the name, place of residence and professional training of the persons proposed for the position of directors will be available to the shareholders, and can be consulted and completed by them, under the conditions of the law. Shareholders can make proposals for candidacies for the position of director, until 03.04.2026, inclusive.

6. Approval of the management contract for the members of the Board of Directors, valid until the date of termination of their mandate.
7. Empowerment of a person to negotiate and sign the Management Contracts on behalf of Bucur S.A. with the members of the Board of Directors appointed/appointed according to item 5 of the agenda.
8. Approval of the remuneration of the members of the Board of Directors for the current financial year, respectively the establishment of the insurance premium for professional civil liability as well as any other advantages granted in accordance with the provisions of art. 153 index 18 of Law 31/1990 republished, with subsequent amendments and completions.
9. Approval of the remuneration policy of Bucur S.A. in accordance with the information material made available to the Company's shareholders for the ordinary general meeting of shareholders.
10. Approval of the appointment of the Financial Auditor of Bucur S.A. for a period of 3 years, respectively 3 (three) financial years (2026, 2027, 2028). Mandate of the General Manager to negotiate and sign with the Audit Company the Contract for the provision of financial audit services.
11. Approval of the Revenue and Expenditure Budget for 2026.
12. Approval of the Investment and Repair Plan for 2026.
13. Approval of the mandate of Mr. Ștefan Andrei Gabriel, General Manager of the Company, with the possibility of substitution, to perform and/or sign in the name and on behalf of the Company all the documents and to carry out all the legal formalities for the implementation, registration, publicity, enforceability, execution and publication of these Resolutions at the ORCTB, Official Gazette of Romania, Part IV, ASF, BVB.
14. Approval of the date of **13.05.2026** as the registration date for the identification of the shareholders on whom the effects of the OGMS resolutions are reflected. The approval of **12.05.2026** as the "ex date" date, in accordance with the provisions of art. 2, paragraph 2, letter l) of the ASF Regulation no. 5/2018.

II. The Extraordinary General Meeting of Shareholders will have the following AGENDA:

1. Approval of the amendment/completion of the Company's articles of incorporation, as follows:

Art. 18 – "Functioning of the Board of Directors" is amended and will have the following content:

"The Board of Directors meets at least once every three months.

The President shall convene the Board of Directors, while also setting the agenda. The Board of Directors may also be convened at the reasoned request of at least 3 of its members or of the Director General, in which case the agenda shall be established by the authors of the request.

The convocations of the Board of Directors will include the date, time, place where the meeting is held and the agenda. The meetings of the Board of Directors can also be held by electronic means of data transmission.

The decisions of the board of directors are adopted with the vote of at least 3 members from the total composition of the board of directors.

In exceptional cases, justified by the urgency of the situation and by the interest of the company, the decisions of the board of directors or the board of directors may be taken by the unanimous vote expressed in writing of the members, without the need for a meeting of the respective body. This procedure may not be used in the case of decisions of the Board of Directors or the Executive Board regarding the annual financial statements or the authorized capital.

At each meeting, the secretary of the Board of Directors will draw up a report, which will include: the order of deliberations of the decisions taken, the number of votes cast, the separate opinions, as well as the signatures of the administrators.

A director who has interests in a particular transaction, directly or indirectly, contrary to the interests of the company must notify the other directors or the internal auditor of this and not take part in any deliberation regarding that transaction. The same obligation applies to the administrator who, in a certain operation, knows that his or her spouse, relatives or relatives up to and including the fourth degree are interested.

The members of the Board of Directors are obliged to take out professional liability insurance.'

2. Subject to the approval of item 1 on the agenda, the approval of the mandate of the Chairman of the Board of Directors to sign the updated Articles of Association according to the EGMS resolutions.
3. Approval of the mandate of Mr. Ștefan Andrei Gabriel, General Manager of the Company, with the possibility of substitution, to perform and/or sign in the name and on behalf of the Company all the documents and to carry out all the legal formalities for the implementation, registration, publicity, enforceability, execution and publication of these Resolutions at the ORCTB, Official Gazette of Romania, Part IV, ASF, BVB.
4. Approval of the date of **13.05.2026** as the registration date for the identification of the shareholders on whom the effects of the OGMS resolutions are reflected. The approval of **12.05.2026** as the "ex date" date, in accordance with the provisions of art. 2, paragraph 2, letter l) of the ASF Regulation no. 5/2018.

At the General Meeting of Shareholders, the shareholders of the Company registered in the Register of Shareholders kept by "DEPOZITARUL CENTRAL S.A.", at the end of **09.04.2026**, considered **the reference date**, are entitled to participate and vote.

Shareholders representing, individually or jointly, at least 5% of the share capital have the right:

- a) to introduce items on the agenda of the General Assembly, provided that each item is accompanied by a justification or a draft decision proposed for adoption by the General Assembly; and/or
- b) to present draft decisions for the items included or proposed to be included on the agenda of the General Assembly.

Shareholders may exercise their rights provided for in letters a) and b), in writing, within no more than 15 days from the date of publication of the convening notice, respectively until **03.04.2026**, inclusive.

The applications drawn up in order to exercise the above-mentioned rights will necessarily include, as the case may be, the mention clearly written in capital letters: "**FOR THE ORDINARY/EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 23/24.04.2026**", and will be sent:

1. by mail or courier services, at the address of BUCUR S.A. in Bucharest, 25 Vișinilor Street, sector 2, - *in original*;
2. by e-mail, to the address office@bucurcom.ro, in *.pdf format*, having incorporated, attached or logically associated the extended electronic signature of the requesting shareholder, in compliance with the conditions provided by Law no. 455/2001.

In order for the proposals to complete the agenda to be considered valid, it is mandatory that they be accompanied by:

- i. proof of shareholder status – in original (*account statement issued by the Central Depository or, as the case may be, by the participants providing custody services, from which the shareholder status and the number of shares held*) results, as well as;
- ii. the relevant documentation showing the quality of legal representative of the signatory of the application, according to the following identification rules:

- a) **For shareholders who are natural persons**, a copy of the identity document is required, certified according to the original (by the mention "*according to the original*" followed by the handwritten signature).

In the case of shareholders who are natural persons without legal capacity to exercise, the following will be presented:

- copy of the identity document of the natural person who has the capacity of legal representative;
- copy of the act/document proving the quality of legal representative.

Both documents mentioned above will be certified by the mention "*according to the original*", followed by the handwritten signature of the legal representative;

- b) **For Romanian legal entity shareholders:**

- i. copy of the identity document of the legal representative, certified according to the original (by the mention "*according to the original*", followed by the handwritten signature of the legal representative);
- ii. the quality of legal representative will be verified in the Register of Shareholders kept by the Central Depository for the reference date. If the information in the register of shareholders kept by the Central Depository on the reference date does not allow the identification of the legal representative of the shareholder who is a Romanian legal person, the identification may be made on the basis of a certificate issued by the National Trade Register Office, in original or a true copy of the original, or on the basis of any other document with a similar role, in the original or in a true copy of the original, issued by a competent Romanian authority. The documents attesting to the quality of legal representative must be issued no more than 3 months before the date of publication of the convening notice of the meeting.

- c) **For shareholders of foreign legal entities:**

- i. copy of the identity document of the legal representative, certified according to the original (by the mention "*according to the original*", followed by the handwritten signature);
- ii. the quality of legal representative of the foreign legal entity will be verified in the register of shareholders drawn up by the Central Depository for the reference date. If the information in the register of shareholders drawn up by the Central Depository for the reference date does not allow the identification of the legal representative of the shareholder who is a foreign legal entity, the identification may be made on the basis of a document with a role similar to the certificate of ascertainment issued by the National Trade Register Office, in original or in a true copy of the original, by mentioning "*according to the original*" in English, followed by the handwritten signature, issued by the competent authority of the State in which the shareholder is legally registered, attesting to the quality of legal representative. The documents certifying the quality of legal representative must be issued no more than 3 months before the date of publication of the convening notice of the meeting;

- d) **for shareholders such as bodies without legal personality:**

- i. copy of the identity document of the legal representative, certified according to the original (by the mention "*according to the original*", followed by the handwritten signature);

- ii. the quality of legal representative will be verified in the register of shareholders drawn up by the Central Depository for the reference date. If the information in the register of shareholders drawn up by the Central Depository for the reference date does not allow the identification of the legal representative of the shareholder of the type of entities without legal personality, this quality can be proven on the basis of other documents attesting to the quality of legal representative, issued by the competent authority or any other document attesting to this capacity, in accordance with the legal provisions.

If the documents referred to in points ii), letters a) to d), are drawn up in a foreign language, other than English, they will be accompanied by a translation into Romanian or English made by an authorized translator.

If the application is signed by a representative of the shareholder, other than the legal representative, the following documents will also be submitted:

- the act by which he/she was mandated/empowered in this regard, in original or certified copy with the mention "*according to the original*";
- copy of the identity document of the representative/proxy, certified according to the original (by the mention "*according to the original*", followed by the handwritten signature).

Each shareholder has the right to ask questions regarding the items on the agenda of the general meeting, no later than **21.04.2026, 10.00 a.m., for the OGMS, respectively 21.04.2026, 11.00 a.m. for the EGMS**. Questions will be sent, in writing, by one of the methods provided above (mail, courier, email). The company has the obligation to answer the questions asked by the shareholders. The right to ask questions and the obligation to answer are conditional on the possibility of identifying shareholders, according to the identification rules presented above, on the proper conduct and preparation of the general meeting and on the protection of the confidentiality and commercial interests of the company. The Society can formulate a general answer to questions with the same content. An answer is deemed to be given if the relevant information is available on the company's website in question-and-answer format.

The informative materials, the special proxy forms, the postal ballot papers, the draft decisions of the meeting, as well as the Procedure for exercising the right to vote will be made available to the shareholders at least 30 days before the date of the general meeting, according to art. 188 paragraph 1 of the ASF Regulation 5/2018.

The above-mentioned documents will be made available to shareholders at the company's headquarters in Bucharest, Str. Vișinilor nr. 25, Sector 2, every day, from Monday to Thursday, between 09:00 – 16:00, respectively they can also be consulted/downloaded from the company's website: www.bucurcom.ro, section Shareholders-General Meetings - OGMS/EGMS - 23/24.04.2026.

Shareholders may request, in writing, copies of these documents, for an amount of 0.1 lei/page. The exercise of this right will be done in compliance with the methods of transmission and the procedure for identifying the shareholders mentioned in this Convening Notice.

The shareholders registered in the register of shareholders on the reference date may participate and vote in the Ordinary General Meeting directly or may also be represented by persons other than the shareholders, in accordance with the provisions of art. 105 para. 10 - 13 of Law 24/2017, respectively they can exercise their vote by correspondence.

The access of individual shareholders entitled to participate in the Meeting is allowed by the simple proof of their identity, made with the identity document, presented in original.

Shareholders of legal entities, entities without legal personality as well as individuals without the capacity to exercise participate in the meeting through their legal representative, based on the documents attesting to the quality of legal representative, according to the identification rules presented above.

Shareholders may be represented at the general meeting on the basis of a special or general power of attorney.

The special power of attorney may be granted to any person for representation in a single general meeting and shall contain specific voting instructions from the issuing shareholder, with a clear indication of the voting option for each item on the agenda of the general meeting. In this situation, the provisions of art. 125 para. (5) of Law no. 31/1990 are not applicable. In the event of discussion at the general meeting of shareholders, in accordance with the legal provisions, of items not included on the published agenda, the proxy may vote on them according to the interest of the represented shareholder.

The special power of attorney form will be completed in 3 (*three*) copies: one of the copies will be submitted at the company's headquarters or sent, by mail, courier or electronically accompanied by the extended electronic signature to the email address: office@bucurcom.ro, no later than **21.04.2026, 10.00 a.m., for the OGMS, respectively 21.04.2026, 11.00 a.m., for the EGMS**, one copy will be handed over to the authorized person and the third copy will remain with the represented shareholder.

In the case of shareholders without the capacity to exercise, the special power of attorney form is signed by their legal representative. The identification of the natural person's representative will be made on the basis of the identity document, and of the legal representative of the legal entity on the basis of the document attesting to this quality, according to the identification rules.

The shareholders may grant a general power of attorney valid for a period not exceeding 3 years, allowing its representative to vote on all matters under discussion at the general meetings of shareholders of one or more companies identified in the power of attorney, including with regard to acts of disposition, provided that the power of attorney is granted by the shareholder, as a client, to an intermediary defined according to art. 2, para. 1, item 19 of Law no. 24/2017, or to a lawyer.

The powers of attorney, before their first use, shall be submitted to the company 48 hours before the meeting, in copy, including the mention of conformity with the original, under the signature of the representative. Certified copies of the powers of attorney are retained by the company, mentioning it in the minutes of the general meeting.

Shareholders may not be represented in the general meeting of shareholders on the basis of a general power of attorney by a person who is in a situation of conflict of interest, in accordance with the provisions of art. 105 para. 15 of Law 24/2017.

The proxy may not be substituted by another person unless this right has been expressly conferred on him by the shareholder in the power of attorney. Provided that the empowered person is a legal person, it may exercise the mandate received through any person who is part of its administrative or management body or among its employees. The provisions of this paragraph shall not affect the shareholder's right to designate by proxy one or more alternate representatives, who will ensure his representation at the general meeting, in accordance with the regulations issued by the A.S.F. in application of these provisions.

Only the proxy forms submitted at the headquarters of BUCUR S.A., as well as the electronic notifications of appointment of representatives, received no later than **21.04.2026, 10.00 a.m., for the OGMS, respectively 21.04.2026, 11.00 a.m., for the EGMS, will be taken into account.**

Shareholders can also vote at the Meeting by correspondence.

The completed, signed and, as the case may be, stamped ballot papers may be sent to the headquarters of Bucur S.A. by one of the methods specified in this convening notice, namely:

1. by mail or courier services, sent in an envelope that will bear the mention "**vote by correspondence OGMS/EGMS 23/24.04.2026**" at the address of BUCUR S.A. in Bucharest, Str. Vişinilor nr. 25, sector 2;

2. by e-mail, as an electronic means, to office@bucurcom.ro address, in .pdf format having incorporated, attached or logically associated the extended electronic signature of the requesting shareholder, in compliance with the conditions provided by Law no. 455/2001.

The ballot papers will be accompanied by documents that allow the identification of the shareholders and their legal representatives in compliance with the identification rules specified in this convening notice. Only the postal ballots received until **21.04.2026, 10.00 a.m., for the OGMS, respectively 21.04.2026, 11.00 a.m., for the EGMS will be considered.** In the event that the shareholder who cast his vote by correspondence participates in person or through a representative at the general meeting, the vote by correspondence cast for that general meeting is cancelled and only the vote cast in person or through a representative will be taken into account. If the person who represents the shareholder through personal participation in the general meeting is other than the one who signed the ballot paper by mail, then, for the validity of his vote, he must present at the meeting a written revocation of the vote by correspondence. The revocation must be signed by the shareholder or the representative who signed the ballot by mail. This is not necessary if the shareholder or his legal representative is present at the general meeting.

On the date of the call, the Company's share capital is RON **8,327,559.4** and consists of **83,275,594** ordinary, registered, dematerialized shares, with a nominal value of **RON 0.1/share, each** share giving the right to one vote in the General Meeting.

Bucur S.A.
through the Chairman of the Board of Directors
Hrișcă Bogdan Iustin