CURRENT REPORT
according to the provisions of 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**
Trade Register serial number: **J40/392/1991**
Subscribed and paid-up share capital: **RON 8,327,559.4**
CNVM issuing code: **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:

RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS BUCUR S.A. adopted in the meeting of 20.08.2026 – first call.

The Extraordinary General Meeting of Shareholders of BUCUR S.A. met legally, at the first call, on 20.08.2026, at 11.00 a.m., at the address in Vișinilor Street no. 25, sector 2, Bucharest, being legally convened in accordance with the provisions of the Companies Law no. 31/1990, republished, of Law no. 24/2017 on issuers of financial instruments and market operations and of the Company's Articles of Incorporation.

The agenda of the meeting is the one contained in the convening notice of the meeting published in the Official Gazette of Romania, Part IV, no. 4755 of 17.07.2026 and in the newspaper Jurnalul no. 2200 (9512) of 17.07.2026, (*attached to the minutes of the meeting),* on the company's website at www.bucurcom.ro address and on the company's website on the Bucharest Stock Exchange.

Shareholders holding a number of 60,566,696 shares, out of a total of 83,275,594 shares, representing 72.7304% of the share capital, participated and voted *at the Extraordinary General Meeting of Shareholders convened for 20.08.2026 (first call) on 20.08.2026 (*first call).

The meeting was chaired by Mr. Hrișcă Bogdan Iustin, Chairman of the Board of Directors.

Following the deliberations, the shareholders adopted the following resolutions:

1. The Merger Project **regarding the absorption by** BUCUR S.A., as Absorbing Company, **of the following companies is** approved:

    a. **Casa de Bucovina - Club de Munte - S.A**. headquartered in Bucharest, Aleea Câmpul Moșilor, No. 5, office Pa 6SC, Floor 1, Sector 2, having a unique registration code 10376500, registered at the Trade Register Office under no. J1998000718333, a company admitted to trading on the main segment of the Bucharest Stock Exchange, **as an Absorbed Company,** and

b. **Semrom Oltenia – S.A.** headquartered in 5 Aleea Câmpul Moșilor Street, Obor Central Halls, 1st Floor, Office 5SC, Sector 2, Bucharest, having a unique registration code 10610146, registered at the Trade Register Office under no. J2024012484405, a company admitted to trading on the Aero Standard Multilateral Trading System, as an **Absorbed Company**.

As a result of the merger:

i. The absorbing company **Bucur S.A. will take over** the entire patrimony of the absorbed companies with all the rights and obligations they have, in the state in which they are at the Date of the Merger, including, but not limited to, the movable and immovable assets related to them according to the land book extracts. **Casa de Bucovina - Club de Munte - S.A**. and **Semrom Oltenia – S.A**. will cease to exist by losing their legal personality and will be dissolved without liquidation, to be deleted from the Trade Register, while Bucur S.A. will continue to exist in its current legal form.

ii. The shareholders of the absorbed company **Casa de Bucovina - Club de Munte - S.A**. will receive, according to the merger project, - **0.2478530541** shares of **Bucur S.A.** for **2,3245021585** shares **Casa de Bucovina - Club de Munte - S.A.** , respectively **1** share **of Bucur S.A.** for **9.3785495891 shares Casa de Bucovina - Club de Munte - S.A.**

iii. The shareholders of the absorbed company **Semrom Oltenia – S.A.** will receive, according to the merger project**, 1.6439514042** shares **of Bucur S.A.** for **2.3245021585** shares **of Semrom Oltenia – S.A.**, respectively **1** share **of Bucur S.A.** for **1.4139725496** shares of **Semrom Oltenia – S.A.**

with a majority of 100% of the votes held by the shareholders participating in the meeting, following the expression of a total number of 60,566,696 valid votes, related to a number of 60,566,696 shares and representing 72.7304% of the company's share capital, 60,566,696 votes "for", 0 votes "against", 0 "abstentions", 0 annulled votes and 0 unexercised votes.

2. The merger by absorption by the absorbing company **Bucur S.A. is approved.** of the absorbed companies **Casa de Bucovina - Club de Munte - S.A**. and **Semrom Oltenia - S.A**., pursuant to art. 238 para. (1) letter a) of Law no. 31/1990 on companies, republished, with subsequent amendments and completions, based on the Merger Project dated 02.07.2026, as examined by the appointed independent expert **CMF CONSULTING S.A.** and as it results from the written report for shareholders prepared by the appointed independent expert, the merger will take effect starting with 07.12.2026 in accordance with the provisions of art. 249, paragraph 1, letter b) of the Companies Law 31/1990.

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3. The increase of the share capital of the absorbing company Bucur SA from the amount of **RON 8,327,559.4** to the amount of **RON 10,846,079.2** is approved by issuing a number of **25,185,198** new, registered, dematerialized shares, with a nominal value of RON 0.1/share, which will be allocated to the shareholders of the absorbed companies, in proportion to their holdings in the share capital of the absorbed companies, according to the established exchange ratio through the merger project.

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4. The corresponding amendment of art. 6 - Share capital of the Articles of Incorporation of the absorbing company Bucur S.A. is approved, as a result of the increase of the share capital which will have the following content: *"Art.6 Share capital*

*6.1. The subscribed and paid-up share capital is RON **10,846,079.2** , representing 108,460,792 shares with a nominal value of RON 0.10/shares"*

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5. The price at which the fractions of shares are compensated as a result of the exchange rate of the shares within the absorbed companies is approved**: Casa de Bucovina - Club de Munte - S.A**. and **Semrom Oltenia – S.A**. in shares issued by the absorbing company BUCUR S.A., which will be paid by Bucur S.A. through the bank Banca Comercială Romanian S.A., as payment agent, the price of one Bucur S.A. share being RON 1.0887/share, in accordance with art. 91, paragraphs 4) and 5) of Law 24/2017.

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6. The date of payment is approved in order to pay the fractions resulting from the conversion rate of the shares of the absorbed companies into shares issued by the absorbing company and for the payment of the shares due to the shareholders **of Casa de Bucovina - Club de Munte - S.A**. and **Semrom Oltenia – S.A**. as a result of the merger with BUCUR SA, as follows:

- *December 8, 2026* as the Payment Date, in accordance with the provisions of art. (2) letter h) and art. 178, para. (4) of ASF Regulation no. 5/2018, being the date on which the shares due to the shareholders of **Casa de Bucovina - Club de Munte - S.A**. and **Semrom Oltenia – S.A**. as a result of the merger with Bucur SA will appear in the shareholders' accounts; and
- *December 16, 2026* as the Payment Date calculated in accordance with the provisions of art. 178 para. (1) of the ASF Regulation no. 5/2018, for the payment of the price at which the fractions of shares resulting from the application of the merger-specific algorithm are compensated.

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7. The empowerment of the Board of Directors for the elaboration of the payment procedure for the payment of the fractions resulting from the conversion rate of the shares of the companies absorbed by Bucur S.A., in this case **Casa de Bucovina - Club de Munte - S.A., is approved**. and **Semrom Oltenia – S.A**. The Board of Directors will also be empowered to fulfill all the formalities necessary to fulfill the payment of the fractions resulting from the conversion rate of the shares of the companies absorbed by Bucur S.A.

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8. It is approved the mandate of Mr. Ștefan Andrei Gabriel, General Manager of Bucur S.A., 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, opposability, execution and publication of this Decision at the ORCTB, Official Gazette of Romania, Part IV, ASF, BVB and wherever necessary.

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9. The date of **07.12.2026 is approved** as the registration date for the identification of the shareholders on whom the effects of the EGMS resolutions are reflected. The date of **04.12.2026** is approved as the "*ex date*" date, in accordance with the provisions of art. 2, para. 2, letter l) of ASF Regulation no. 5/2018. On the date of registration, the merger will take effect in accordance with the provisions of art. 249, paragraph 1, letter b) of Law 31/1990 on companies.

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BUCUR S.A.

through the Chairman of the Board of Directors
Hrisca Bogdan Iustin