

To: **Financial Supervisory Authority**

**Bucharest Stock Exchange**

**CURRENT REPORT**

**according to 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 report:** 15.04.2026

**Name of issuer:** Bursa de Valori Bucuresti S.A.

**Registered office:** Bucharest, 4-8 Nicolae Titulescu Avenue, 1st floor, East Wing, District 1, America House Building

**Telephone number:** + 40 21 3079500

**Sole registration number with the Trade Register Office:** 17777754

**Trade Register number:** J2005012328401

**Share capital:** RON 88,541,700

**Regulated market on which the issued securities are traded:** Bucharest Stock Exchange, Premium Tier

**Significant event to be reported:** supplementation of the agenda of the EGMS convened for April 29/30, 2026

**BUCHAREST STOCK EXCHANGE S.A.** (hereinafter referred to as the "**Company**" or "**BVB**") informs investors that, in the meetings held on April 15, 2026, the Board of Governors approved the supplementation of the Extraordinary General Meetings of Shareholders ("EGMS") of April 29/30, 2026, following the request submitted by Bursa Romana de Marfuri S.A., a shareholder of BVB holding more than 5% of the Company's share capital.

The supplemented Convening notice will be published within the legal term and is attached to this current report.

Starting with April 17, 2026, the updated Convening notice and the related documents are made available to the shareholders in accordance with the applicable legal and statutory provisions, both in electronic format on the Company's website [www.bvb.ro](http://www.bvb.ro), Investor Relations Section/General Meetings of Shareholders, and in physical format at the Company's registered office.

**Remus Vulpescu**

**CEO**

*Translation from the Romanian language; Romanian version shall prevail.*

## **THE SUPPLEMENTED CONVENING NOTICE**

**BUCHAREST STOCK EXCHANGE**, registered with the Trade Registry Office of Bucharest Court under number J2005012328401, EUID ROONRC.J2005012328401, Fiscal Registration Code RO 17777754, headquartered in Bucharest, 4-8 Nicolae Titulescu Avenue, 1st floor, East Wing, District 1, America House Building (hereinafter referred to as the „**Company**” or “**BVB**”), by the Board of Directors, named **Board of Governors**,

Considering Law no. 31/1990 on companies, republished (“**Law 31/1990**”), Law no. 126/2018 regarding financial instruments (“**Law 126/2018**”), Law no. 24/2017 on issuers of financial instruments and market operations, republished („**Law 24/2017**”), Regulation no. 5/2018 on issuers of financial instruments and market operations („**Regulation 5/2018**”) and the Company’s Articles of Incorporation,

Following the receipt on 27.03.2026 from a shareholder representing at least 5% of the share capital of the Company, respectively Bursa Romana de Marfuri S.A., of a request to complete the agenda of the Extraordinary General Meeting of Shareholders convened for 29/30.04.2026,

### **SUPPLEMENTED THE AGENDA OF THE:**

**The Ordinary General Meeting of Shareholders of the Company** (hereinafter referred to as the „**OGMS**”), in Bucharest, 4-8 Nicolae Titulescu Avenue, 1st floor, East Wing, District 1, America House Building, **on 29.04.2026**, starting at **11:00 a.m.** (Romania time), for all the shareholders registered in the Company Shareholders’ Registry held by Depozitarul Central S.A., Bucharest, at the end of **20.04.2026**, considered as **Reference Date** for this meeting; in case that on the aforementioned date, by any reasons, the quorum requirements stipulated by the law and by the article 34 (1) of the Company’s Articles of Incorporation are not fulfilled, it is convened and set according to art. 118 of the Law 31/1990 in connection with art. 30 (4) of the Company’s Articles of Incorporation the second Ordinary General Meeting of Shareholders of the Company on **30.04.2026, starting at 11:00 a.m.** (Romania time), at the same address, with the same agenda and Reference Date,  
and

**The Extraordinary General Meetings of Shareholders of the Company** (hereinafter referred to as the “**EGMS**”), in Bucharest, 4-8 Nicolae Titulescu Avenue, 1st floor, East Wing, District 1, America House Building, on **29.04.2026**, starting at **13:00** (Romania time), for all the shareholders registered in the Company Shareholders’ Registry held by Depozitarul Central S.A., Bucharest, at the end of **20.04.2026**, considered as **Reference Date** for the meeting; in case that on the aforementioned date, by any reasons, the quorum requirements stipulated by the law and by the article 35 (1) of the Company’s Articles of Incorporation are not fulfilled, it is convened and set according to art. 118 of the Law 31/1990 in connection with art. 30 (4) of the Company’s Article of

Incorporation the second Extraordinary General Meeting of Shareholders of the Company on **30.04.2026**, starting at **13:00** (Romania time), at the same address, with the same agenda and Reference Date.

**AGENDA OF THE  
ORDINARY GENERAL MEETING OF SHAREHOLDERS:**

- 1.** Presentation, discussion and approval of **the annual individual and consolidated financial statements of the Company** for the financial year 2025 and drafted according to the International Financial Reporting Standards, based on the Report of administrators and the Report of financial auditor of the Company
- 2.** Approval of the **Annual Financial Report for 2025**, according to art. 65 ind. 1 of the Law no. 24/2017
- 3.** Approval of the **distribution of Company statutory net profit** achieved in 2025, amounting RON 8.502.912, as follows: the disbursement of RON 535.814 for legal reserve and the amount of RON 8.502.912 for allocation to Retained Earnings, as well as the transfer of amounts representing gains to Other reserves and the closure of accounting losses from Other reserves
- 4.** Approval of the **discharge of liability of the Company administrators** for their activity carried out during the financial year 2025, based on the presented reports
- 5.** Approval of **the remunerations of the Company administrators** for 2026, the **general limits of the additional remunerations** for Company administrators and the **rewarding** for the 2025 financial year of the Company's administrators, as presented in the Note to shareholders
- 6.** Presentation, discussion and approval of the **Budget and business plan of the Company for 2026**
- 7.** Submission to the consultative vote of the OGMS of the **Remuneration report** of the management structure related to the financial year 2025, according to the provisions of art. 107 of Law no. 24/2017
- 8.** Designation of the company **Deloitte Audit S.R.L.** as financial auditor for the 2027, 2028 and 2029 financial exercises, as presented in the Note to shareholders.
- 9.** Approval of **19.05.2026** as Registration Date, according to art. 87 (1) of the Law no. 24/2017
- 10.** Approval of **18.05.2026** as the "ex-date", according to art. 2, para. 2, letter l) of Regulation no. 5/2018
- 11. Empowering the Chief Executive Officer of the Company**, Mr. Remus Vulpescu, respectively the Deputy Chief Executive Officer of the Company, Mr. Alin Barbu, with the right to delegate the powers, to: **(i)** execute and/or sign, on behalf of the Company and/or of the Company's shareholders: the resolutions of the Ordinary General Meeting of Shareholders, any and all the decisions, documents, applications, forms and requests adopted/prepared in order to or for the execution of the resolutions of the Ordinary General Meeting of Shareholders, in relation with any natural or legal person, private or public and to **(ii)** fulfill all the legal formalities for implementation, registration, publicity, opposability, execution and publishing of the resolutions made

**AGENDA THUS SUPPLEMENTED OF THE  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

- 1. Approval of the buy-back of its own shares** by the Company from the market where the shares are listed or by running public offers in accordance with the legal provisions applicable, in the following conditions: a number of maximum **120.000** shares (representing up to 1,5% of the Company's share capital), at a minimum price equal to the market price from the BVB at the acquisition moment and a maximum price equal to the higher of the price of the last independent trade and the highest current independent purchase bid, in accordance with the provisions of article 3, para (2) of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buyback programmes and stabilization measures. The aggregate value of the buy-back programme will be up to **RON 7.800.000**. The programme will have a maximum duration of 18 months, calculated from the date when the resolution is registered with the Trade Registry, in order to implement the Share Option Plan for the BVB Group personnel for 2025 and 2026; granting a mandate for the fulfilment of the resolution to the Board of Governors. The buyback transactions will have as object only fully paid shares and will be purchased only out of distributable profits or of the available reserves of the Company, as registered in the last approved annual financial statement, except for the legal reserves.
- 2. Approval** of the increase of the share capital in the amount of RON **7.967.000** through the issue of **796.700** new, ordinary, registered and dematerialized shares, with a nominal value of RON 10/share ("New Shares"), by incorporating the reserves constituted from the net profit of the year 2025 (with the exception of legal reserves) ("Share Capital Increase") and setting the price in the amount of RON 40,0779 for the compensation of the fractions of shares resulting from the application of the algorithm and the rounding of the results, according to the legal provisions in force, as follows:

  - a. The New Shares will be allocated to the Company's shareholders in proportion to their holdings in the Company's share capital; within the Share Capital Increase, each shareholder registered on the Registration Date established by the EGMS will receive for each 10 shares owned a whole number of shares calculated according to the formula  $10 \times (\text{no. of issued shares} / \text{no. of existing shares})$ ;
  - b. In the event of fractions of shares, the number of shares that will actually be allocated to the respective shareholder will be rounded down to the nearest whole number;
  - c. Empowerment of the Board of Governors to carry out the Share Capital Increase, as well as to draw up and sign any and all documents necessary for the Share Capital Increase, including the updating of the Company's Articles of Association.
- 3. "Approval of the completion of the Articles of Incorporation of the company as follows:**  
Art. 15 of the Articles of Incorporation of the BVB shall be completed in the sense of introducing a new paragraph, paragraph (4), having the following content:  
*(4) Within any increase of the Company's share capital with cash contribution, achieved by issuing new shares, the following rules shall be observed: a) in a first stage, the shares shall be offered for subscription, first of all to the existing shareholders, in proportion to the number of shares they own; b) the shares that*

*will not be subscribed in the first stage will be cancelled or will be offered to investors, including existing shareholders, through the public offering.”*

[item introduced to the request of the shareholder Bursa Romana de Marfuri S.A.]

4. “Approval of the completion of the Articles of Incorporation of the company as follows:  
Art. 15 of the Articles of Incorporation of the BVB is completed in the sense of introducing a new paragraph, paragraph (5), having the following content:  
*(5) The increase of the share capital may not be achieved by private placement.”*  
[item introduced to the request of the shareholder Bursa Romana de Marfuri S.A.]
5. Approval of **29.06.2026** as Registration Date, according to art. 87 (1) of the Law 24/2017 for the identification of the shareholders to whom the effects of the EGMS Resolutions are applicable, including the right to benefit from the shares allocated following the capital increase
6. Approval of **26.06.2026** as the “ex-date”, according to art. 2, para. 2, letter l) of Regulation 5/2018
7. Approval of **30.06.2026** as the payment date for distribution of shares following the share capital increase
8. **Empowering** the Chief Executive Officer of the Company, Mr. Dumitru-Remus Vulpescu, respectively the Deputy Chief Executive Officer of the Company, Mr. Marius – Alin Barbu, with the right to delegate the powers, to: (i) execute and/or sign, on behalf of the Company and/or of the Company’s shareholders: the resolutions of the Extraordinary General Meeting of Shareholders, the updated Articles of Incorporation of the Company, any and all the decisions, documents, applications, forms and requests adopted/prepared in order to or for the execution of the resolutions of the Extraordinary General Meeting of Shareholders, in relation with any natural or legal person, private or public and to (ii) fulfill all the legal formalities for implementation, registration, publicity, opposability, execution and publishing of the resolutions made and the updated Articles of Incorporation of the Company.

#### **a) The right of the shareholders to participate to the OGMS and EGMS:**

Only shareholders who are registered with the Company’s Shareholders Registry at the Reference Date are entitled to attend and cast their votes in the OGMS and EGMS, according to the legal provisions and Articles of Incorporation provisions, **in person** (by the legal representatives) or **by proxy** (based on a special/ general Power of Attorney or Affidavit given by the custodian), considering the legal constraints, or **by correspondence**, prior to the OGMS and EGMS (based on a Correspondence Voting Ballot) or through the eVOTE platform.

**The access and/or the vote by mail** of the shareholders entitled to attend the OGMS and EGMS is allowed by the simple proof of their identity made by, in case of shareholders who are natural persons, their identity document (identity card for the Romanian citizens or, as the case may be, Passport/residence permit for the foreign citizens) and, in case of legal entities, based on the identity document of the legal representative (identity card for the Romanian citizens or, as the case may be, Passport/residence permit for the foreign citizens).

Shareholders entitled to attend the OGMS and EGMS can access the eVOTE voting platform from any device connected to the Internet. After creating the online voting account and authentication, the shareholder will be

able to see the video transmission of the meeting, ask written questions in the specially dedicated section and vote.

**The representatives of the shareholders - natural persons** shall be identified based on their identity document (identity card for the Romanian citizens or, as the case may be, Passport/residence permit for the foreign citizens), accompanied by the special/ general Power of Attorney signed by the shareholder-natural person or the Affidavit given by the custodian and signed by its legal representative.

**The representatives of the shareholders - legal persons** shall prove their capacity based on their identity document (identity card for the Romanian citizens or, as the case may be, Passport/residence permit for the foreign citizens), accompanied by the special/ general Power of Attorney signed by the legal representative of the respective legal person or the Affidavit given by the custodian and signed by its legal representative.

The **quality as shareholder** and also, in case of shareholders - legal persons or entities without legal status, the **quality as legal representative** shall be acknowledged based on the BVB list of shareholders at the Reference Date, received from Depozitarul Central S.A.

In case: a) the shareholders – natural persons did not registered in the system of Depozitarul Central S.A. the valid and updated identification data, then they will present also a copy of the updated identity document (identity card/Passport/residence permit); b) the legal representative of the shareholders – legal persons is not mentioned in the list of BVB shareholders received from Depozitarul Central S.A., then they will present also an official document attesting the capacity as legal representative (issued by a competent authority, original or certified copy, not older than 3 months before the date of publication of the convening notice of the OGMS and EGMS).

Any documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian or English language.

Information concerning the special and general Powers of Attorney, the Correspondence Voting Ballots and the Affidavits is enclosed at points c) - e) below.

#### **b) Documents related to the OGMS and EGMS agenda:**

Starting with **24.03.2026**, the following documents may be downloaded from the Company's website **www.bvb.ro**, Investor Relations/General shareholders' meetings Section, or may be obtained, upon request, in any business day, during 09:00 – 18:00, at the Company's headquarter, via email or by mail:

- **Convening Notice** for the OGMS and EGMS (available in Romanian and English);
- Annual **financial statements**, annual **Report of the Board of Governors**, as well as the proposal on the **distribution of profit**.

All other documents and informative materials related to the items on the agenda of the meetings, as well as:

- **Special Power of Attorney - forms** for the representation of the shareholders in the OGMS and EGMS,

which shall be updated if new points or proposals of resolutions will be inserted on the agenda (available in Romanian and English);

- **Correspondence Voting Ballots - forms** for the participation and voting of the shareholders in the OGMS and EGMS, which shall be updated if new points or proposals of resolutions will be inserted on the agenda (available in Romanian and English);
  - **Draft resolutions** for the points on the agenda of the OGMS and EGMS.
- are made available to shareholders starting with **27.03.2026**.

If the case would be, the updated agenda shall be published in compliance with the legal provisions.

### **c) General Powers of Attorney**

For the validity of the mandate, the proxy should have the quality either of intermediary (according to the provisions of art. 2 para. (1) point (19) of Law 24/2017) or lawyer and the shareholder should be client of it. Also, the proxy should not be in a conflict of interest like:

- a) is a major shareholder of the Company, or another company controlled by such shareholder;
- b) is a member of the administrative, management or supervisory body of the Company, of a majority shareholder or controlled company;
- c) is an employee or an auditor of the Company or of a majority shareholder or controlled company;
- d) is the spouse, relative or affinitive up to the fourth degree of one of the individuals referred to above.

The proxy cannot be substituted by another person. Given that the empowered person is a legal entity, it may exercise its mandate received by any person belonging to the administrative or management body or among its employees.

The Company does not impose a specific form for the general Power of Attorney.

Together with the general Power of Attorney, the shareholders shall submit to the Company the statement issued by the legal representative of the intermediary or lawyer who received the power of representation, signed, in original and, as the case, stamped, which to confirm that:

- i. the Power of Attorney is given by the respective shareholder, in its capacity as client, to the intermediary or, as the case, to the lawyer;
- ii. the general Power of Attorney is signed by the shareholder, including by attaching qualified electronic signature, if the case.

The quality as shareholder and also, in case of shareholders - legal persons or entities without legal status, the quality as legal representative shall be acknowledged based on the following documents submitted by the shareholder to the Company and issued by Depozitarul Central S.A. or by the participants as defined in Article 2(1), point 19 of the Regulation (EU) No 2014/909 of the European Parliament and of the Council of 23 July 2014 on improving securities settlement in the European Union and on central securities depositories and amending Directives 98/26/EC and 2014/65/236/EU and Regulation (EU) No 236/2012, providing custody services:

- the account statement, which shows the quality as shareholder and the number of shares owned;
- documents attesting the enrolment of the information regarding the legal representative with Depozitarul Central S.A./ those participants.

The documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian or English language.

Before their first use, general Powers of Attorney accompanied by the related documents shall be deposited/sent, in copy, containing the mention of conformity with the original under the signature of the representative, as to be registered as received with Company registration desk until **27.04.2026, at 11:00 a.m.**, for the OGMS, clearly mentioning on the envelope „For the Ordinary General Meeting of Shareholders as of 29/30.04.2026” and respectively until **27.04.2026, at 13:00** for the EGMS, clearly mentioning on the envelope „For the Extraordinary General Meeting of Shareholders as of 29/30.04.2026”. The general Powers of Attorney, in certified copies, will be retained by the Company, mentioning about this in the minutes of the general meetings. The general Powers of Attorney are valid for a period which will not exceed 3 years, if the parties have not expressly provided for a longer term.

The general Powers of Attorneys accompanied by the related documents may be sent also by e-mail with qualified electronic signature, according to Law no. 214/2024 on the use of the electronic signature, the time stamp and the provision of trust services based on them, as well as according to the ASF regulations, at the address: [actionariat@bvb.ro](mailto:actionariat@bvb.ro), so that to be registered as received to the Company’s registration desk until **27.04.2026, at 11:00 a.m. for the OGMS**, clearly mentioning to the subject: „For the Ordinary General Meeting of Shareholders as of 29/30.04.2026” and respectively until **27.04.2026, at 13:00 for the EGMS**, clearly mentioning to the subject: ”For the Extraordinary General Meeting of Shareholders as of 29/30.04.2026”.

The verification and validation of the general Powers of Attorney shall be made by the technical secretaries appointed according to the law, they are going to keep the documents safely.

#### **d) The special Powers of Attorney and the Correspondence Voting Ballots**

The special Powers of Attorney and Correspondence Voting Ballots shall have the form issued by the Company and shall contain specific instructions for each point on the agenda (meaning vote “For”, vote “Against” or the „Mention Abstention”).

The vote by correspondence may be expressed through the Correspondence Voting Ballot also by the shareholder’s representative only the case the representative:

- has received from the shareholder that it represents a special/general Power of Attorney, which is submitted to the Company in the form required by the legal regulations and within the deadline stipulated in the convening notice or
- is a credit institution providing custody services, being allowed to vote exclusively according with and within the

limits of the instructions received from its clients being shareholders at the Reference Date.

The quality as shareholder and also, in case of shareholders - legal persons or entities without legal status, the quality as legal representative shall be acknowledged based on the list of BVB shareholders for the Reference Date received from Depozitarul Central S.A.

In case: a) the shareholders – natural persons did not registered in the system of Depozitarul Central S.A. the valid and updated identification data, then they will present also a copy of the updated identity document (identity card/Passport/residence permit); b) the legal representative of the shareholders – legal persons is not mentioned in the list of BVB shareholders received from Depozitarul Central S.A., then they will present also an official document attesting the capacity as legal representative of the signatory of the special Power of Attorney/Correspondence Voting Ballot (issued by a competent authority, original or certified copy, not older than 3 months before the date of publication of the convening notice of the OGMS and EGMS).

Any documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian or English language.

In case of the OGMS, for the **point 4** on the agenda, for which secret vote will be applied, there shall be used the forms of special Power of Attorney/Correspondence Voting Ballot dedicated to this point, made available by the Company; for the rest of the points on the OGMS agenda, there shall be used the forms of special Power of Attorney/Correspondence Voting Ballot dedicated to these points, made available also by the Company.

In case of the EGMS for all items on the agenda, a single form of Special Power of Attorney/Correspondence Voting Ballots, made available by BVB, will be used.

When filling in the special Powers of Attorney/Correspondence Voting Ballots, the shareholders or, as the case, their representatives are asked to consider that new points on the agenda of the OGMS/EGSM or proposals of resolutions could be added, in which case the updated agenda shall be published **starting with 17.04.2026**. In this case, the special Powers of Attorney/Correspondence Voting Ballots shall be updated and published as described at letter b) **starting with 17.04.2026**.

For the OGMS, the Special Powers of Attorney/Correspondence Voting Ballots dedicated to **point 4** on the agenda, filled in by the shareholders or, where applicable, the representatives of the shareholders, with their options, respectively vote „For”, vote „Against” or „Mention Abstention”, signed, in original, accompanied by the related documents, shall be introduced into a separate, closed envelope, clearly mentioning on the envelope "Confidential-Secret voting instructions for **point 4** of the Ordinary General Meeting of the Shareholders as of 29/30.04.2026" and placed, in turn, in the envelope containing the special Powers of Attorney/Correspondence Voting Ballots dedicated to the rest of the points on the agenda of the OGMS and related documents; this shall be sent as to be registered with the Company registration desk **until 27.04.2026, at 11:00 a.m. the latest**, clearly mentioning on the envelope "For the Ordinary General Meeting of Shareholders as of 29/30.04.2026".

For the EGSM the Special Powers of Attorney/Correspondence Voting Ballots and the related documents shall be sent as to be registered with the Company registration desk no later than **27.04.2026, at 13:00**, clearly mentioning on the envelope „For the Extraordinary General Meeting of Shareholders as of 29/30.04.2026”.

The special Powers of Attorney and the Correspondence Voting Ballots may be sent also by e-mail with qualified electronic signature, according to Law no. 214/2024 on the use of the electronic signature, the time stamp and the provision of trust services based on them, as well as according to the ASF regulations, at the address: [actionariat@bvb.ro](mailto:actionariat@bvb.ro), as following:

- for the OGMS, the special Power of Attorney/Correspondence Voting Ballot dedicated to the **point 4** on the agenda, filled in by the shareholders or, as the case, their representatives with their options (vote “For”, vote “Against”, „Mention Abstention”), having attached qualified electronic signature, accompanied by the related documents, shall be sent within a separate e-mail, clearly mentioning on the subject “Confidential – Secret voting instructions for **point 4** - Ordinary General Meeting of Shareholders as of 29/30.04.2026”, so that to be registered as received to the Company’s registration desk **until 27.04.2026, at 11:00 a.m.;**
- for the OGMS, the special Power of Attorney/ Correspondence Voting Ballot dedicated to the **rest of the points**, filled in by the shareholders or, as the case, their representatives with their options (vote “For”, vote “Against”, „Mention Abstention”), having attached qualified electronic signature, accompanied by the related documents, shall be sent by e-mail clearly mentioning on the subject “For the Ordinary General Meeting of the Shareholders as of 29/30.04.2026”, so that to be registered as received to the Company’s registration desk **until 27.04.2026, at 11:00 a.m.;**
- for the EGMS, the special Powers of Attorney/Correspondence Voting Ballots, filled in by the shareholders or, as the case, their representatives with their options (vote „For”, vote „Against” or „Mention Abstention”), having attached qualified electronic signature, and the related documents shall be sent by e-mail, clearly mentioning on the subject „For the Extraordinary General Meeting of Shareholders as of 29/30.04.2026”, so that to be registered as received to the Company’s registration desk **until 27.04.2026, at 13:00.**

The special Powers of Attorney and Correspondence Voting Ballots which are not registered as received to the Company’s registration desk until the aforementioned deadlines shall not be counted for the attendance and voting quorum to the OGMS and EGMS.

The centralization, checking and recordkeeping of the Correspondence Voting Ballots, as well as the verification and validation of the special Powers of Attorney deposited with the Company shall be made by the technical secretaries appointed according to the law, they are going to keep the documents safely and shall maintain confidentiality over the votes cast until the points on the agenda are submitted for voting.

After the OGMS/EGMS, the shareholder or a third party appointed by the shareholder may obtain from the

Company, at least upon request, a confirmation that the votes have been validly counted and registered by the Company. The request for such confirmation may be made within one month from the date of the voting. In this case, the Company will send to the shareholder an electronic confirmation of registration and counting of the votes, in accordance with the provisions of art. 97 paragraph (3) of Law no. 24/2017 and with those of art. 7 para. (2) of the EC Regulation 1212/2018, in the format provided by table 7 of the Annex of the EC Regulation 1212/2018.

#### **e) The Affidavits**

In case a shareholder is represented by a credit institution that provides custody services, the latter will be able to vote on the OGMS and EGMS on the basis of 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 OGMS and EGMS exclusively in accordance with and within the limits of instructions received from its clients as shareholders of the Company at the Reference Date.

The credit institution may participate and vote at the OGMS and EGMS, provided that it submits a declaration on its own responsibility (Affidavit), stating:

- a) clearly the name of the shareholder on behalf of which the credit institution participates and votes in the OGMS and EGMS;
- b) the credit institution provides custody services to that shareholder;
- c) clearly the name of the person who is part of the management body or among the employees of the credit institution and will represent the credit institution in the OGMS and EGMS.

Documents accompanying the Affidavit:

- an official document attesting the capacity as legal representative of the signatory of the Affidavit (issued by a competent authority, original or certified copy, not older than 3 months before the date of publication of the convening notice of the OGMS and EGMS);
- copy of the identity document of the person who is part of the management body or among the employees of the credit institution nominated in the Affidavit and will represent the credit institution in the OGMS and EGMS.

The documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian or English language.

The Affidavit, signed by the legal representative of the credit institution, in original, accompanied by the related documents, shall be deposited/sent so that to be registered as received to the Company's registration desk **until 27.04.2026, at 11:00 a.m.** for the OGMS, clearly mentioning on the envelope „For the Ordinary General Meeting of Shareholders as of 29/30.04.2026” and respectively until **27.04.2026, at 13:00** for the EGMS, clearly mentioning on the envelope „For the Extraordinary General Meeting of Shareholders as of 29/30.04.2026”.

The Affidavits, signed, accompanied by the related documents may be sent also by e-mail with qualified electronic signature, according to Law no. 214/2024 on the use of the electronic signature, the time stamp and the provision of trust services based on them, as well as according to the ASF regulations, at the address: [actionariat@bvb.ro](mailto:actionariat@bvb.ro), mentioning to the subject: „For the Ordinary General Meeting of the Shareholders as of 29/30.04.2026”, so that to be registered as received to the Company’s registration desk **until 27.04.2026, at 11:00 a.m.** for the OGMS and respectively mentioning to the subject „For the Extraordinary General Meeting of the Shareholders as of 29/30.04.2026”, so that to be registered as received to the Company’s registration desk **until 27.04.2026, at. 13:00** for the EGMS.

The verification and validation of the Affidavits deposited with the Company shall be made by the technical secretaries appointed according to the law, they are going to keep the documents safely.

After the OGMS/EGMS, the credit institution may obtain from the Company, at least upon request, a confirmation that the votes have been validly counted and registered by the Company. The request for such confirmation may be made within one month from the date of the voting. In this case, the Company will send to the shareholder an electronic confirmation of registration and counting of the votes, in accordance with the provisions of art. 97 paragraph (3) of Law no. 24/2017 and with those of art. 7 para. (2) of the EC Regulation 1212/2018, in the format provided by table 7 of the Annex of the EC Regulation 1212/2018.

#### **f) The shareholders rights to introduce additional points on the agenda and to make new resolution proposals for the existing or proposed points to be included on the agenda**

The shareholders representing, individually or collectively, at least 5% of the Company’s share capital, have the right according to the law to ask for introducing **new points on the agenda** of the OGMS and/or EGMS, as well as to make new resolutions’ proposals for the points included or proposed to be included on its agenda, by recommended letter with receiving confirmation/by courier, clearly mentioning on the envelope „For the Ordinary/Extraordinary General Meeting of Shareholders as of 29/30.04.2026”, or can be sent by e-mail with qualified electronic signature, according to Law no. 214/2024 on the use of the electronic signature, the time stamp and the provision of trust services based on them, as well as according to the ASF regulations, at the address: [actionariat@bvb.ro](mailto:actionariat@bvb.ro), mentioning in the subject „For the Ordinary/Extraordinary General Meeting of Shareholders as of 29/30.04.2026”, so that to be registered as received to the Company’s registration desk **until 09.04.2026, at 18:00**. Each new proposed point must be accompanied by a reasoning memo or a draft resolution proposed for adoption to the meeting.

#### **g) The shareholders right to ask questions concerning the agenda**

Any interested shareholder has the right to ask questions regarding the points included on the agenda of the OGMS and EGMS; the questions shall be submitted in writing and shall be deposited/ sent with registered letter/courier so that to be registered as received to the Company’s registration desk **until 20.04.2026, at 18:00**, clearly mentioning on the envelope „For the Ordinary/Extraordinary General Meeting of Shareholders as of

29/30.04.2026” or they can be sent by e-mail with qualified electronic signature, according to Law no. 214/2024 on the use of the electronic signature, the time stamp and the provision of trust services based on them, as well as according to the FSA regulations, to the address [actionariat@bvb.ro](mailto:actionariat@bvb.ro), mentioning in the subject „For the Ordinary/Extraordinary General Meeting of Shareholders of 29/30.04.2026”.

The answers shall be available on the Company’s website **www.bvb.ro**, Investors Relations/General shareholders’ meetings of Section, **starting with 27.04.2026**.

The right to submit questions and the Company’s obligation to respond shall be subject to the protection of confidentiality and business interests of the Company.

For the valid exercise of the rights stipulated at letters f) and g), the shareholders shall submit to the Company the following documents issued by Depozitarul Central S.A. or by the participants as defined in Article 2(1), point 19 of the Regulation (EU) No 2014/909 of the European Parliament and of the Council of 23 July 2014 on improving securities settlement in the European Union and on central securities depositories and amending Directives 98/26/EC and 2014/65/236/EU and Regulation (EU) No 236/2012, providing custody services:

- the account statement, which shows the quality as shareholder and the number of shares owned;
- documents attesting the enrolment of the information regarding the legal representative with Depozitarul Central S.A./ those participants.

The documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian or English language.

#### **h) The vote<sup>1</sup> expressed through the eVOTE/eVotePRO Platform**

The shareholders registered on the Reference Date on the list of shareholders of the Company issued by Depozitarul Central SA can vote by electronic means through the eVote platform/ eVotePRO platform for professional investors as defined by Law no. 126/2018 on markets in financial instruments, in accordance with the provisions of art. 197 of Regulation no. 5/2018.

The eVOTE Platform is accessible based on the username and password, for each individual shareholder, which can be obtained after filling in the mandatory fields with the necessary information and uploading the necessary documents according to the instructions for use provided by the BVB.

Electronic voting through the eVOTE Platform can be exercised in accordance with the provisions of art. 197 of the FSA Regulation no. 5/2018, by accessing the link <https://bvb.evotero.ro/> from any device connected to the Internet. With this, shareholders can register and vote through the eVOTE Platform at the indicated address, which contains voting options for all items on the agenda and for related administrative matters. The Platform allows the subsequent verification of the way in which the vote was taken in the OGMS and EGMS and, at the

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<sup>1</sup> The option of voting on paper in the meeting room excludes the option of voting through the eVote platform, shareholders being required to strictly follow the BVB instructions that ensure the correct voting.

same time, ensure the possibility that every shareholder present at the meeting can verify his vote.

Professional investors can participate and vote through the eVotePRO platform. Electronic voting is carried out by accessing the dedicated domain assigned to each professional shareholder, in accordance with the specified legal identification requirements.

Shareholders must take into account that, before exercising their voting rights through the eVote platform/eVotePRO platform, they must complete the registration process, and their voting account must be validated by the Company.

Shareholders who are individuals must complete the registration process only once and update their information whenever necessary. Shareholders who are legal persons/entities without legal personality must fill it in for each GSM meeting, except for professional shareholders who vote through the eVotePRO platform, whose identification documents have been previously validated, remain valid (within 12 months from the date of issuance) and have not undergone changes and/or have not been replaced by new documents.

The shareholder can log in and vote as often as he wants in the interval designated for electronic voting, including live in during the OGMS and EGMS sessions, the last voting option (before the expiration of the voting session) being the one registered. The time duration for expressing the live vote will be displayed in the platform for each point subject to the vote.

Within the eVOTE/eVotePRO Platform for identification and online access to the OGMS and EGMS meetings, shareholders will provide the following information:

1. For natural persons:

- name and surname;
- personal identification code;
- email address;
- copy of the identity document (identity card, passport, residence permit);
- phone number (optional)

or

- access credentials generated following identification through the Investor Enrollement Platform developed by Depozitarul Central <https://www.roclear.ro/Inrolare-Investitori>.

2. For legal entities:

- the name of the legal entity;
- unique registration code (CUI);

- name and surname of the legal representative;
- personal numerical code of the legal representative;
- email address;
- the identity document of the legal representative (identity card, passport, residence permit);
- copy of the ascertaining certificate issued by the trade register or of any equivalent document issued by a competent authority in the state in which the legal entity shareholder is legally registered, presented in the original or in a copy conforming to the original. The documents certifying the legal representative capacity of the legal entity shareholder will be issued no later than 3 months before the date of publication of the GMS convening notice.

Documents presented in a language other than English will be accompanied by a translation made by an authorized translator in the Romanian/English language.

Important to mention: the electronic copy of the documents mentioned above will be uploaded online in the dedicated fields. The files that can be uploaded can have one of the following extensions: .jpg, .pdf, .png.

In case of the appointment of a conventional representative by the shareholder, it will upload online in the eVOTE Platform an electronic copy of the identification document and the special or general power of attorney.

Special and general Powers of attorney must be previously submitted to the Company under the conditions mentioned in this Convening notice at letters c) – d) .

Electronic voting involves ticking a voting option and pressing the "Register vote" button. Votes marked in the platform without pressing the "Register vote" button will not be taken into account.

In the event that, following the online identification process, inconsistencies appear between the data provided by the shareholder and those in the Shareholders register on the Reference Date, the shareholder will be notified and will be directed to contact BVB at the address Bucharest, 4-8 Nicolae Titulescu Av., 1st floor, East Wing, District 1, America House Building, email: [actionariat@bvb.ro](mailto:actionariat@bvb.ro) or phone number 021-307.95.00, every working day, between 09:00 and 18:00.

BVB and the representatives of the eVOTE Platform will ensure the confidentiality of Personal Data exclusively for the purpose of conducting the GMS and implementing/recording the adopted decisions, according to the applicable legal provisions.

As of the date of the convening, the share capital of the Company is of RON 88,541,700 and is composed of 8,854,170 nominative shares, dematerialized, having a nominal value of RON 10, each share giving the right to one vote at the General Meeting of Shareholders of the Company, with the exception of those for whom the right to vote is suspended according to the law.

Additional information shall be obtained from the Legal and Secretariat General Department, in any business day, between 09:00-18:00, telephone no. 021- 307.95.00, as well as from the Company's website **[www.bvb.ro](http://www.bvb.ro)**, Investor Relations/General shareholders' meetings Section.

**BOARD OF GOVERNORS**

**Radu Hanga**

**President**