To: *Bursa de Valori București S.A.*
Autoritatea de Supraveghere Financiară

CURRENT REPORT 50/2026

Pursuant to Law no. 24/2017 on issuers of financial instruments and market operations and to the Romanian Financial Supervisory Authority Regulation no. 5/2018 on issuers and operations with securities, as subsequently amended and supplemented and the provisions of Article 99 of the Bucharest Stock Exchange Code, Title II, Issuers and Financial Instruments.

Date of report	**17.11.2026**
Name of the Company	**SMTL Group S.A.**
Registered Office	**Splaiul Independenței No. 319H, London Office Building, 2nd Floor, Space 1, District 6, Bucharest, Romania**
Email	**investors@smtl.ro**
Phone	**+40 754 908 742**
Website	**www.smtl.ro/investitori**
Registration nr. with Trade Registry	**J2010000564406**
Fiscal Code	**RO 26414626**
Subscribed and paid share capital	**1,628,346.20 lei**
Total number of shares	**8,141,731**
Symbol	**SMTL**
Market where securities are traded	**Bucharest Stock Exchange, Main Segment, Standard Category**

Important events to be reported: Change of name to SMTL Group S.A. and completion of the reorganization through the transfer of the EPC and O&M activities to Simtel Services S.R.L.

The management of SMTL Group S.A. (hereinafter referred to as the "Company") informs the market that the change of the Company's name was registered with the Trade Registry on 16.11.2026. At the same time, starting from the same date, the reorganization whereby the engineering, procurement and construction (EPC) activities, as well as the operation and maintenance (O&M) activities, were transferred to Simtel Services S.R.L., a company wholly owned by the Company, became effective.

These operations were approved by the Extraordinary General Meeting of Shareholders of 30 September 2026, whose resolutions were published in Current Report no. 43/2026. Through this reorganization, the listed company focuses its activity on the strategic coordination and financing of the group, while Simtel Services takes over the transferred operational activities, together with the related resources.

Starting from the same date, Mr. Mihai Tudor has been appointed Chief Executive Officer (CEO) of the Company.

How the group operates under the new structure

SMTL Group operates as a holding company: it sets the group's strategy and development priorities, allocates financial resources between companies and projects and monitors the performance of its subsidiaries. The holding company coordinates corporate governance and investor relations and takes the strategic decisions regarding the group's investments, acquisitions and expansion.

Simtel Services is the entity dedicated to the transferred EPC and O&M activities. These include design, procurement, project management, execution, installation and commissioning for energy and telecommunications projects, as well as monitoring, technical interventions and maintenance of photovoltaic power plants. The energy business also includes storage solutions. Together with the activities, Simtel Services also took over the related team, contracts, assets and liabilities.

Under the new structure, the group's activities are carried out as follows:

- **Engineering and EPC:** Simtel Services, as well as Simtel Italia, Simtel Germania and Simtel Moldova for the EPC activities in these markets;
- **Operation and maintenance:** Simtel Services;
- **Energy generation:** own electricity generation capacities, including assets held directly by SMTL Group;
- **Electricity and natural gas supply:** G Energy Solutions;
- **Software and digitalization:** Custom Soft Solutions;
- **Robotics:** Agora Robotics.

SMTL Group also holds minority stakes in ANT Power Energy (independent asset management) and Alsen, as well as holdings in project companies dedicated to energy assets.

SMTL Group retains its holdings in the group companies, the Giurgiu photovoltaic park and its own buildings. The Giurgiu Park was built with non-reimbursable funding under the National Recovery and Resilience Plan (PNRR), which requires the project to remain with the initial holder. The bank loans related to the transferred activities passed to Simtel Services, while those for the retained assets remained with SMTL Group.

Why the reorganization was carried out

The group has developed from a company focused on engineering and execution into a structure covering the energy value chain: engineering and EPC, operation and maintenance, energy generation, electricity and natural gas supply, independent asset management, technology and robotics, and energy market services. These activities have different capital needs and specific risks. The new organization allows them to be managed separately, within a common strategy.

The reorganization aims at a clearer delineation of responsibilities and risks, better performance monitoring and a financing structure adapted to each activity. It also provides the opportunity to develop partnerships at the level of the group companies, depending on the projects and resources required by each of them.

What the change means for shareholders

SMTL Group S.A. is the same legal entity previously named Simtel Team S.A. The Company retains its status as an issuer listed on the Main Market of the Bucharest Stock Exchange, and its ticker symbol remains SMTL.

The demerger represents an internal transfer to a subsidiary 100% owned by the Company. It does not involve the issuance of new shares by the issuer, nor the distribution of equity interests in Simtel Services to shareholders. The holding in Simtel Services remains entirely at the level of the listed company, so that shareholders continue to participate, through SMTL Group, in the results of the transferred activities. The reorganization does not change the share capital or the number of shares held by shareholders.

The group's consolidated results continue to include all activities, so they remain comparable with previous periods. SMTL Group's standalone results will reflect the new structure starting from the transfer date. The annual reporting for 2026 will include the EPC and O&M activities up to that date, and 2027 will be the first full year under the new structure.

Iulian NEDEA

Chairman of the Board of Directors