



# Transilvania Investments

No. 2556/29.04.2026

**To: Bucharest Stock Exchange  
Financial Supervisory Authority**  
Financial Instruments and Investments Sector

## CURRENT REPORT

**According to Law no. 24/2017 and F.S.A. Regulation no. 5/2018**

**Report date: 29.04.2026**

Transilvania Investments Alliance S.A.  
Headquarters: 2, Nicolae Iorga Street, Brasov 500057  
Telephone: +40 268 415529, 416171; Fax: +40 268 473215, 473216  
Tax registration code: RO3047687  
Order number in the Trade Register: J1992003306085  
LEI Code (Legal Entity Identifier): 254900E2IL36VM93H128  
Subscribed and paid-in share capital: RON 212,644,000  
Regulated market on which the issued securities are traded: B.S.E., Premium Category (Symbol: TRANSI)

### **Important event to be reported: OGMS and EGMS Resolutions of April 29, 2026**

**I. The Ordinary General Meeting of Shareholders of Transilvania Investments Alliance**, convened on April 29(30), 2026, took place on the first convening date, April 29, 2026, 10:00 a.m., in Brasov, 27 Eroilor Boulevard, at Aro Palace Hotel.

A number of 51 shareholders attended the meeting in person and voted by correspondence (including by electronic means), holding 811,826,820 voting shares, representing 41.59% of the total voting shares of the Company's share capital (total voting shares: 1,952,206,177 shares, representing 91.8063% of the Transilvania Investments Alliance's share capital). The resolution adopted by the shareholders is the following:

#### **Resolution no. 1 of the Ordinary General Meeting of Shareholders of Transilvania Investments Alliance S.A. of April 29, 2026**

The Ordinary General Meeting of Shareholders of Transilvania Investments Alliance S.A., with the required quorum and majority recorded in the Meeting Minutes no. 1 of April 29, 2026, drawn up for the meeting works which took place on the first convening date, considering the supplemented agenda, published in the Official Gazette of Romania-Part IV no. 2219/15.04.2026, in the national newspapers "Bursa" and "Curierul Național" and in the local newspaper "Transilvania Expres" on 15.04.2026 and on the Company's website [www.transilvaniainvestments.ro](http://www.transilvaniainvestments.ro), and considering the materials presented in respect to the items on the agenda, as well as the votes, within a quorum of 41.59% of the voting rights, votes cast directly or by correspondence (electronic vote included), under article 112 of Law 31/1990, republished in 2004, as further amended and supplemented,

#### **DECIDES:**

**Art. 1 – Approval of the election of the meeting secretariat comprising two members, namely Mrs. Mihaela Susan and Mrs. Adriana Păduraru, shareholders whose identification data is available at the**

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CUJ/CIF: RO 3047687  
R.C. J1992003306085

Autorizată A.F.I.A.:  
Autorizație ASF nr. 40/15.02.2018

Autorizată F.I.A.I.R.:  
Autorizație ASF nr. 150/09.07.2021

Cod LEI (Legal Entity Identifier):  
254900E2IL36VM93H128

Capital social:  
212 644 000 lei

Nr. Registru ASF:  
PJR071AFIAA/080005

Nr. Registru ASF:  
PJR09FIAIR/080006

IBAN B.C.R. Braşov:  
RO08 RNCB 0053 0085 8144 0001

Company's headquarters, responsible for verifying shareholders' attendance, fulfilment of the formalities required by the law and the Articles of Incorporation for carrying out the general meeting, counting the votes cast during the general meeting and drafting the meeting minutes.

*This article was approved with 811,606,332 votes "For", representing 100.00% of the total votes cast. A number of 811,606,332 valid votes were cast for this article, representing 41.57% of the total number of the voting shares and were distributed as follows: 811,606,332 votes "For" and 0 votes "Against". A number of 3,350 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 2** – Approval of the Financial Report for the year 2025, composed of the audited Annual financial statements, the Annual Report of the Executive Board, the Remuneration Report, the Activity of the Supervisory Board and the Financial Auditor's Report.

*This article was approved with 808,863,454 votes "For", representing 99.66% of the total votes cast. A number of 811,609,682 valid votes were cast for this article, representing 41.57% of the total number of the voting shares and were distributed as follows: 808,863,454 votes "For" and 2,746,228 votes "Against". A number of 0 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 3** – Approval of the distribution of the net profit recorded in the financial year 2025 and setting of the gross dividend per share at RON 0.0165/share.

*This article was approved with 811,604,820 votes "For", representing 99.9995% of the total votes cast. A number of 811,608,682 valid votes were cast for this article, representing 41.57% of the total number of the voting shares and were distributed as follows: 811,604,820 votes "For" and 3,862 votes "Against". A number of 1,000 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 4** – Approval of the liability discharge of the Supervisory Board members (Patrițiu Abrudan, Marius-Petre Nicoară, Cosmin-Vasile Turcu, Horia-Cătălin Bozgan, Adriana Tiron-Tudor) for the activity performed in the financial year 2025, corresponding to the term of office held by each of them.

*This article was approved with 806,009,339 votes "For", representing 99.66% of the total votes cast. A number of 808,755,567 valid votes were cast for this article, representing 41.43% of the total number of the voting shares and were distributed as follows: 806,009,339 votes "For" and 2,746,228 votes "Against". A number of 2,854,115 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 5** – Approval of the free allocation of 3,000,000 shares to the Supervisory Board, representing the variable remuneration for the year 2024 (approved through the EGMS Resolution no. 1/28.04.2025).

*This article was approved with 804,159,339 votes "For", representing 99.36% of the total votes cast. A number of 809,326,018 valid votes were cast for this article, representing 41.46% of the total number of the voting shares and were distributed as follows: 804,159,339 votes "For" and 5,166,679 votes "Against". A number of 2,283,664 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 6** – Approval of the liability discharge of the Executive Board members (Marius-Adrian Moldovan, Răzvan-Legian Raț, Stela Corpacian) for the activity performed in the financial year 2025, corresponding to the term of office held by each of them.

*This article was approved with 804,103,003 votes "For", representing 99.66% of the total votes cast. A number of 806,849,231 valid votes were cast for this article, representing 41.33% of the total number of the voting shares and were distributed as follows: 804,103,003 votes "For" and 2,746,228 votes "Against". A number of 4,760,451 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 7** – Approval of the achievement of the performance indicators for the year 2025.

*This article was approved with 806,443,003 votes "For", representing 99.66% of the total votes cast. A number of 809,187,719 valid votes were cast for this article, representing 41.45% of the total number of the voting shares and were distributed as follows: 806,443,003 votes "For" and 2,744,716 votes "Against". A number of 2,421,963 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 8** – Approval of the variable remuneration for 2025 for the Executive Board members, within the limits approved by the general meeting of shareholders, through the Remuneration Policy and the 2025 Stock Option Plan program.

*This article was approved with 804,386,989 votes "For", representing 99.36% of the total votes cast. A number of 809,553,668 valid votes were cast for this article, representing 41.47% of the total number of the voting shares and were distributed as follows: 804,386,989 votes "For" and 5,166,679 votes "Against". A number of 2,056,014 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 9** – Approval of the empowerment of the Executive Board to carry out the annual performance assessment of the persons holding key functions, namely the compliance officer and the risk manager, and to establish their variable remuneration for 2025.

*This article was approved with 811,608,682 votes "For", representing 100.00% of the total votes cast. A number of 811,608,682 valid votes were cast for this article, representing 41.57% of the total number of the voting shares and were distributed as follows: 811,608,682 votes "For" and 0 votes "Against". A number of 1,000 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 10** – Approval of the release of the shares corresponding to the matured deferred instalments afferent to the Stock Option Plan programs for 2021, 2022, 2023 and 2024, for the Supervisory Board members who are discharged of liability, the Executive Board members who are discharged of liability and the persons holding key functions, in compliance with the regulatory framework.

*This article was approved with 806,009,339 votes "For", representing 99.36% of the total votes cast. A number of 811,176,018 valid votes were cast for this article, representing 41.55% of the total number of the voting shares and were distributed as follows: 806,009,339 votes "For" and 5,166,679 votes "Against". A number of 433,664 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 11** – Approval of the Revenue and Expenditure Budget for the financial year 2026.

*This article was approved with 808,754,567 votes "For", representing 99.9999% of the total votes cast. A number of 808,755,567 valid votes were cast for this article, representing 41.43% of the total number of the voting shares and were distributed as follows: 808,754,567 votes "For" and 1,000 votes "Against". A number of 2,854,115 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 12** – Approval of the Remuneration Policy of Transilvania Investments Alliance.

*This article was approved with 806,010,851 votes "For", representing 99.66% of the total votes cast. A number of 808,755,567 valid votes were cast for this article, representing 41.43% of the total number of the voting shares and were distributed as follows: 806,010,851 "For" and 2,744,716 votes "Against". A number of 2,854,115 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 13** – Approval of the empowerment of the Company's Executive Board to adopt and implement any decision and to perform all the necessary, useful and/or appropriate legal acts and facts for the fulfilment of the OGMS resolution.

*This article was approved with 809,188,231 votes "For", representing 99.9999% of the total votes cast. A number of 809,189,231 valid votes were cast for this article, representing 41.45% of the total number*

of the voting shares and were distributed as follows: 809,188,231 votes "For" and 1,000 votes "Against". A number of 2,420,451 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.

**Art. 14** – Approval of the establishment of an Evaluation Committee, consisting of the authorized member of the Supervisory Board and the Executive Board members, with the purpose of taking all necessary and useful measures, including but not limited to setting the procedures for the management of the process of assessing the adequacy of the candidates for the vacant Supervisory Board positions, for their approval by the General Meeting of Shareholders that will be subsequently convened for this purpose.

*This article was approved with 808,754,567 votes "For", representing 99.9999% of the total votes cast. A number of 808,755,567 valid votes were cast for this article, representing 41.43% of the total number of the voting shares and were distributed as follows: 808,754,567 votes "For" and 1,000 votes "Against". A number of 2,854,115 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 15** – Approval of the empowerment of the Evaluation Committee to carry out any appropriate legal facts and acts, necessary or useful to achieve the purpose for which it was established, for the authorization by the F.S.A. of the Supervisory Board members thus elected.

*This article was approved with 808,754,567 votes "For", representing 99.9999% of the total votes cast. A number of 808,755,567 valid votes were cast for this article, representing 41.43% of the total number of the voting shares and were distributed as follows: 808,754,567 votes "For" and 1,000 votes "Against". A number of 2,854,115 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 16** – Approval of the date of **19.10.2026** as the *record date (ex-date 16.10.2026)*, in accordance with the applicable legal provisions, for the identification of the shareholders who are subjected to the effects of the OGMS resolutions and approval of the date of **29.10.2026** as the *payment date*.

*This article was approved with 811,608,682 votes "For", representing 99.9999% of the total votes cast. A number of 811,609,682 valid votes were cast for this article, representing 41.57% of the total number of the voting shares and were distributed as follows: 811,608,682 votes "For" and 1,000 votes "Against". A number of 0 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**Art. 17** – Approval of the authorization of Mr. Marius-Adrian Moldovan, Executive President, to sign the Resolution of the Ordinary General Meeting of Shareholders and to fulfil the formalities for the registration and publication thereof.

*This article was approved with 811,608,682 votes "For", representing 99.9999% of the total votes cast. A number of 811,609,682 valid votes were cast for this article, representing 41.57% of the total number of the voting shares and were distributed as follows: 811,608,682 votes "For" and 1,000 votes "Against". A number of 0 abstentions were registered for this article, 0 votes were cancelled and 217,138 votes were not cast.*

**II. The Extraordinary General Meeting of Shareholders of Transilvania Investments Alliance**, convened on April 29(30), 2026, took place on the first convening date, April 29, 2026, 11:30 a.m., in Brasov, 27 Eroilor Boulevard, at Aro Palace Hotel.

A number of 49 shareholders attended the meeting in person and voted by correspondence (including by electronic means), holding 811,129,638 voting shares, representing 41.55% of the total voting shares of the Company's share capital (total voting shares: 1,952,206,177 shares, representing 91.8063% of the Transilvania Investments Alliance's share capital). The resolution adopted by the shareholders is the following:

**Resolution no. 1 of the Extraordinary General Meeting of Shareholders of  
Transilvania Investments Alliance S.A. of April 29, 2026**

The Extraordinary General Meeting of Shareholders of Transilvania Investments Alliance S.A., with the required quorum and majority recorded in the Meeting Minutes no. 1 of April 29, 2026, drawn up for the meeting works which took place on the first convening date, considering the agenda, published in the Official Gazette of Romania-Part IV no. 1873/27.03.2026, in the national newspapers "Bursa" and "Curierul Național" and in the local newspaper "Transilvania Expres" on 27.03.2026 and on the Company's website [www.transilvaniainvestments.ro](http://www.transilvaniainvestments.ro), and considering the materials presented in respect to the items on the agenda, as well as the votes, within a quorum of 41.55% of the voting rights, votes cast directly or by correspondence (electronic vote included), under article 115 of Law 31/1990, republished in 2004, as further amended and supplemented,

#### DECIDES:

**Art. 1** – Approval of the election of the meeting secretariat comprising two members, namely Mrs. Mihaela Susan and Mrs. Adriana Păduraru, shareholders whose identification data is available at the Company's headquarters, responsible for verifying shareholders' attendance, fulfilment of the formalities required by the law and the Articles of Incorporation for carrying out the general meeting, counting the votes cast during the general meeting and drafting the meeting minutes.

*This article was approved with 811,126,288 votes "For", representing 99.9996 % of the total votes held by the shareholders who attended the meeting in person and those who voted by correspondence, respectively 100.00% of the total votes cast. A number of 811,126,288 valid votes were cast for this article, representing 41.55% of the total number of the voting shares and were distributed as follows: 811,126,288 votes "For" and 0 votes "Against". A number of 3,350 abstentions were registered for this article and 0 votes were cancelled.*

**Art. 2** – Approval of the termination of the buyback programme, approved through the EGMS Resolution no. 1/10.03.2025, starting with 01.05.2026

*This article was approved with 808,868,775 votes "For", representing 99.7213% of the total votes held by the shareholders who attended the meeting in person and those who voted by correspondence, respectively 99.7216% of the total votes cast. A number of 811,127,288 valid votes were cast for this article, representing 41.55% of the total number of the voting shares and were distributed as follows: 808,868,775 votes "For" and 2,258,513 votes "Against". A number of 2,350 abstentions were registered for this article and 0 votes were cancelled.*

**Art. 3** – Approval of the buyback by the Company of its own shares, through public tender offers and/or transactions on the market where the shares are listed, in compliance with the applicable legal provisions (the "Buyback Programme"), under the following conditions:

- (i) The Buyback Programme shall envisage the buyback of a maximum of 185,000,000 shares with a nominal value of RON 0.10/share, representing 8.70% of the share capital; the buyback transactions shall have as object only fully paid shares;
- (ii) The Buyback Programme shall be performed at a minimum price of RON 0.1000 per share and a maximum price of RON 0.7000 per share. The aggregate value of the Buyback Programme shall be up to RON 129,500,000;
- (iii) The duration of the Buyback Programme - maximum of 18 months from the registration date of the EGMS Resolution with the Trade Register;
- (iv) Payment of bought-back shares - from the available reserves (except for legal reserves), recorded in the last approved annual financial statements;
- (v) Purpose of the Buyback Programme: 30,000,000 shares, for free distribution to the identified staff under a Stock Option Plan program/programs, approved or to be approved, in compliance with the Company's remuneration policy, and maximum 155,000,000 shares, for share capital reduction, by cancelling the bought-back shares.

*This article was approved with 808,377,746 votes "For", representing 99.6607% of the total votes held by the shareholders who attended the meeting in person and those who voted by correspondence, respectively 99.6607% of the total votes cast. A number of 811,129,638 valid votes were cast for this article,*

representing 41.55% of the total number of the voting shares and were distributed as follows: 808,377,746 votes "For" and 2,751,892 votes "Against". A number of 0 abstentions were registered for this article and 0 votes were cancelled.

**Art. 4** – (1) Approval of the reduction in the share capital of Transilvania Investments Alliance S.A., in accordance with art. 207 para. (1) letter c) of Law 31/1990, by RON 17,123,382.30, from RON 212,644,000 to RON 195,520,617.70, due to the cancelation of 171,233,823 own shares acquired by the Company under the buyback programme approved through the EGMS Resolution no. 1/10.03.2025.

(2) After the reduction, the share capital of Transilvania Investments Alliance S.A. will amount to RON 195,520,617.70, divided into 1,955,206,177 shares with a nominal value of RON 0.10 /share. After the completion of the share capital reduction, article 7 of Articles of Incorporation will be amended as follows:

*"Art. 7 - The subscribed and paid-in share capital is RON 195,520,617.70 and is divided into 1,955,206,177 registered shares."*

*This article was approved with 808,707,675 votes "For", representing 99.7014% of the total votes held by the shareholders who attended the meeting in person and those who voted by correspondence, respectively 99.7016% of the total votes cast. A number of 811,128,126 valid votes were cast for this article, representing 41.55% of the total number of the voting shares and were distributed as follows: 808,707,675 votes "For" and 2,420,451 votes "Against". A number of 1,512 abstentions were registered for this article and 0 votes were cancelled.*

**Art. 5** – Approval of the empowerment of the Company's Executive Board to adopt and implement any decision and to perform all the necessary, useful and/or appropriate legal acts and facts for the fulfilment of the EGMS resolution.

*This article was approved with 811,128,638 votes "For", representing 99.9999% of the total votes held by the shareholders who attended the meeting in person and those who voted by correspondence, respectively 99.9999% of the total votes cast. A number of 811,129,638 valid votes were cast for this article, representing 41.55% of the total number of the voting shares and were distributed as follows: 811,128,638 votes "For" and 1,000 votes "Against". A number of 0 abstentions were registered for this article and 0 votes were cancelled.*

**Art. 6** – Approval of the date of **19.10.2026** as the *record date* (ex-date 16.10.2026), in accordance with the applicable legal provisions, for the identification of the shareholders who are subjected to the effects of the EGMS resolutions.

*This article was approved with 811,128,638 votes "For", representing 99.9999% of the total votes held by the shareholders who attended the meeting in person and those who voted by correspondence, respectively 99.9999% of the total votes cast. A number of 811,129,638 valid votes were cast for this article, representing 41.55% of the total number of the voting shares and were distributed as follows: 811,128,638 votes "For" and 1,000 votes "Against". A number of 0 abstentions were registered for this article and 0 votes were cancelled.*

**Art. 7** – Approval of the authorization of Mr. Marius-Adrian Moldovan, Executive President, to sign the Resolution of the Extraordinary General Meeting of Shareholders and to fulfil the formalities for the registration and publication thereof.

*This article was approved with 811,128,638 votes "For", representing 99.9999% of the total votes held by the shareholders who attended the meeting in person and those who voted by correspondence, respectively 99.9999% of the total votes cast. A number of 811,129,638 valid votes were cast for this article, representing 41.55% of the total number of the voting shares and were distributed as follows: 811,128,638 votes "For" and 1,000 votes "Against". A number of 0 abstentions were registered for this article and 0 votes were cancelled.*

**Marius-Adrian Moldovan, Executive President**  
**Dragoş-Ionuţ Bosînceanu, Compliance Officer,**  
**through Adriana Păduraru**