

Call
of the Ordinary and Extraordinary General Shareholders Meetings
TTS (TRANSPORT TRADE SERVICES) S.A.

The Board of Directors of TTS (TRANSPORT TRADE SERVICES) S.A., headquartered in Bucharest and registered with the Bucharest Trade Register under no. J19970000296401, tax code 9089452 (the “Company”), pursuant to the Board of Directors' decision dated 26 March 2026, in accordance with Article 117 of Law no. 31/1990 on companies, the provisions of Law no. 24/2017 **on issuers of financial instruments and market operations**, as subsequently amended and supplemented (hereinafter referred to as “Law no. 24/2017”), the provisions of Regulation no. 5/2018 of the Financial Supervisory Authority on issuers of financial instruments and market operations (hereinafter referred to as “ASF Regulation no. 5/2018”), as well as the provisions of the Company’s Articles of Incorporation,

CALLS

The Ordinary General Shareholders Meeting of the Company (hereinafter referred to as the “OGSM” or “GSM”) on 30 April 2026, at 10:00 a.m., and the Extraordinary General Shareholders Meeting of the Company (hereinafter referred to as the “EGSM” or “GSM”) on 30 April 2026, at 10:30 a.m., at the Company’s registered office located in Bucharest, 27 Vaselor Street, for all shareholders registered in the Shareholders’ Register managed by Depozitarul Central S.A. at the end of the day on 21 April 2026, established as the reference date (hereinafter referred to as the “Reference Date”).

Should the statutory conditions or any other validity requirements not be met on the first convocation date indicated above, the GSM shall be held on 4 May 2026, at the same time, at the same location, and with the same agenda, for all shareholders registered on the same Reference Date.

The Ordinary General Shareholders Meeting shall have the following items on the agenda:

1. Approval of the individual annual financial statements of TTS as at and for the financial year ended 31 December 2025, prepared in accordance with the Order of the Minister of Public Finance no. 2844/2016 approving the Accounting Regulations compliant with International Financial Reporting Standards (“OMPF 2844/2016”), based on the **Independent auditor’s report** on the individual annual financial statements of TTS as at and for the financial year ended 31 December 2025, and the **Administrators’ report** on the individual annual financial statements of TTS as at and for the financial year ended 31 December 2025;

2. **Approval of the consolidated annual financial statements of TTS** as at and for the financial year ended 31 December 2025, prepared in accordance with OMFP 2844/2016, based on the **Independent Auditor’s Report** on the consolidated annual financial statements of TTS as at and for the financial year ended 31 December 2025 and the **Administrators’ Report** on the consolidated annual financial statements of TTS as at and for the financial year ended 31 December 2025, in which the sustainability reporting prepared on a consolidated basis, in accordance with Order of the Minister of Public Finance no. 85/2024, is integrated, together with the **Independent Auditor’s Limited Assurance Report on Sustainability**;

3. **Approval of the 2025 annual financial report**, consisting of the administrators’ reports on the individual and consolidated annual financial statements of TTS as at and for the financial year ended 31 December 2025, including the consolidated sustainability reporting prepared in accordance with Order of the Minister of Public Finance no. 85/2024, together with the **Limited assurance report on sustainability by the independent auditor**;

4. **Approval of the Annual Report of the Board of Directors regarding the activity of TTS Group in 2025**;

5. **Approval of the proposal of the Board of Directors of TTS** regarding the allocation of the net profit for the financial year 2025 and the setting of the gross dividend related to the financial year 2025 (“2025 Dividend”) at the amount of RON 13.500.000 (equivalent to RON 0,075/share, calculated for a number of 180.000.000 dividend-entitled shares issued and outstanding at the date of convening the O-GSM);

6. **Approval of the discharge of liability** of the members of the Board of Directors of TTS for the 2025 financial year;

7. **Approval of the individual and consolidated revenue and expenditure budgets** of TTS for the 2026 financial year;

8. **Approval of the individual and consolidated investment budgets** of TTS for the year 2026;

9. Submission of the Remuneration Report for the Directors and Executive Officers of TTS for the year 2025 to the advisory vote of the O-GSM;

10. Approval of the following dates related to Dividend 2025:

Ex-date for Dividend 2025: 22 May 2026;

Registration Date for Dividend 2025: 25 May 2026;

Payment Date for Dividend 2025: 15 June 2026;

11. Authorisation of the chairperson of the GSM, Mr./Ms. [ID], having CNP [ID], identified with [ID], issued by [ID], on [ID], valid until [ID], to sign on behalf of the shareholders all resolutions adopted by the GSM and to perform all legal formalities before the Financial Supervisory Authority, the Central Depository, the Bucharest Stock Exchange, including the registration with the Trade Register Office of all mentions corresponding to the resolutions adopted by the GSM, for the purpose of enforcing and registering said resolutions and decisions, with the right to sub-delegate to third parties.

The Extraordinary General Shareholders Meeting shall have the following items on the agenda:

1. Approval of the amendment of the Company's Articles of Association, as follows:

I. Paragraph (1) of Article 14 – Powers of the Ordinary General Meeting shall be amended and will have the following content:

”(1) The Ordinary General Meeting shall meet at least once a year, within no more than five months from the end of the financial year.”

II. Paragraph (1) of Article 26 – Delegation of management shall be amended and will have the following content:

”(1) The Board of Directors delegates the management of the Company by mandate to four directors appointed by the Board of Directors: the General Director, the Deputy General Director, the Chief Financial Officer, and the Operations Director. The directors may be members of the Board of Directors.”

2. Authorisation of the chairperson of the GSM, Mr./Ms. [ID], having CNP [ID], identified with [ID], issued by [ID], on [ID], valid until [ID], to sign on behalf of the shareholders all resolutions adopted by the GSM and to carry out all legal formalities before the Financial Supervisory Authority, the Central Depository, the Bucharest Stock Exchange, including all formalities for registration with the Trade Register Office of the mentions corresponding to the resolutions adopted by the GSM, for the purpose of enforcing and registering the adopted resolutions and decisions, with the right to sub-delegate to third parties.

INFORMATION ON SHAREHOLDERS' RIGHTS AND PARTICIPATION IN THE GSM

I. Right to participate in the GSM

All shareholders registered in the Shareholders' Register on the Reference Date are entitled to participate in the GSM. Eligible shareholders may participate in the GSM either directly or by proxy:

- In person,
- By using the correspondence voting method
- *By using the online electronic platform E-vote.*

II. Informational materials regarding the agenda, forms, and other GSM-related information

Informational materials related to the items included on the GSM agenda, special and general proxy forms, correspondence voting forms, draft resolutions, instructions for shareholder registration and use of the E-vote platform, as well as any other information regarding the GSM, will be made available to shareholders starting from 31 March 2026. These materials can be obtained either from the Company's website or from the Company's registered office, on any business day between 10:00 a.m. and 2:00 p.m.

III. Participation in the GSM by proxy

Shareholders may participate in the GSM through a representative. Representation may also be exercised by persons other than shareholders, based on a special or general power of attorney, in accordance with legal provisions. Proxy forms must be sent so as to be received by the Company no later than 24 April 2026, at 23:59.

IV. Shareholders' right to add items to the GSM agenda and to submit draft resolutions

One or more shareholders representing individually or jointly at least 5% of the Company's share capital have the right to add items to the GSM agenda and to propose draft resolutions for the items on the agenda, in accordance with legal provisions. Such proposals must be submitted so as to be received by the Company no later than 15 April 2026, at 23:59.

V. Shareholders' right to ask questions regarding the GSM agenda

Each shareholder has the right to submit written questions to the Board of Directors before the date of the GSM regarding the items on the agenda, in accordance with legal provisions. Questions must be submitted so as to be received by the Company no later than 27 April 2026, at 23:59.

VI. Shareholders' right to vote by correspondence

Completed voting forms, together with relevant identification documents, must be submitted so that they are received by the Company no later than 24 April 2026, at 23:59.

This deadline does not apply to participation via the E-vote electronic platform. Shareholders registered on the Reference Date may cast their vote using this platform both prior to and during the GSM.

VII. Instructions for online participation and voting in the General Shareholders Meetings via the E-Vote platform

1. Access the dedicated web page: <https://tts.evot.ro/> (recommended browsers: Google Chrome, Mozilla Firefox, Microsoft Edge)
2. Click on the "Register a new account" button
3. Select your "Shareholder type" from the dropdown list:
 - “Individual” – individual shareholder
 - “I represent a company” – legal entity shareholder
4. Enter an email address (used for communication and as your username) and a password: minimum 8 characters, including digits, lowercase and uppercase letters, and symbols (, ; , ,, . ! \ etc.).
5. Enter the required identification data and upload the necessary documents, following the on-screen instructions.
7. Complete the shareholder account registration by accepting the GDPR and cookie policies. The final checkbox “Send me a receipt with my votes for my own records” is enabled by default.
8. Once the shareholders' register (as at the Reference Date) is uploaded to the E-Vote platform, users will receive an email notification to begin voting. The email will include a link allowing users to access and participate in the current GSM.
9. During the open GSM session, users may cast their vote for each agenda item by pressing the “Register Vote” button.

The provisions above shall be supplemented by the provisions of the GSM Rules, available for consultation on the TTS website at ro.tts-group.ro in the section Investor Relations → Corporate Governance → Documents

Ana-Barbara BOBIRCĂ
Chairman of the Board of Directors