



To,
FINANCIAL SUPERVISORY AUTHORITY
BUCHAREST STOCK EXCHANGE

CURRENT REPORT

according to A.S.F. Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented

Report date: 16/03/2026

Name of the issuing entity: VRANCART S.A.

Registered office: Adjud Municipality, Ecaterina Teodoroiu Street no. 17, Vrancea County

Telephone/fax number: 0237 640 800/0237 641 720

Unique registration code: 1454846

Trade Register serial number: J39/239/1991

Subscribed and paid-up share capital: RON 201,011,575.10

Regulated trading market: Bucharest Stock Exchange

Important events to report:

The Board of Directors of VRANCART S.A. with its registered office in Adjud Municipality, 17 Ecaterina Teodoroiu Street, Vrancea County, registered at the Trade Register Office attached to the Vrancea Tribunal under the serial number J39/239/1991, having the Unique Registration Code 1454846, Tax Attribute RO, convenes for April 24th / 25th, 2026 the Ordinary General Meeting of Shareholders, at 11:00 hours a.m., at the Company's registered office.

We attach to this Current Report the Convening Notice of the Ordinary General Meeting of Shareholders on April 24th / 25th, 2026.

Alexandru-Lucian MINEA

CHAIRMAN OF THE BOARD OF DIRECTORS



BOARD OF DIRECTORS OF VRANCART S.A.

with its registered office in the Municipality of Adjud, 17th Ecaterina Teodoroiu Street, Vrancea County, registered at the Trade Register Office attached to the Vrancea Tribunal under the order number J39/239/1991, having the Unique Registration Code 1454846, Tax Attribute RO ("Company") convenes for **April 24th, 2026 at 11:00 hours a.m. the Ordinary General Meeting of Shareholders of the Company.**

The Ordinary General Meeting of Shareholders will hold its works at the Company's registered office in Adjud Municipality, 17th Ecaterina Teodoroiu Street, Vrancea County.

If, on the aforementioned date considered as the date of the first call, the quorum required to hold the Ordinary General Meeting of Shareholders is not met, the second meeting of the Ordinary General Meeting of Shareholders of the Company shall be convened on **April 25th, 2026, at 11:00 hours a.m., in the same place and with the same agenda.**

At the **Ordinary General Meeting of Shareholders**, all shareholders registered in the Company's register of shareholders at the end of **April 10th, 2026, considered as the reference date, are entitled to participate and vote.** In the event that the Ordinary General Meeting of Shareholders is held at the second call, the reference date remains unchanged.

A. The Ordinary General Meeting of Shareholders ("O.G.M.S.") will have the following agenda:

- 1. Election of the members of the Board of Directors of the Company for a term of 4 (four) years, in the context of the termination of the mandates of the current members of the Board of Directors of the Company by reaching the deadline of April 27th, 2026;**
- 2. Approval of the remuneration due to the members of the Board of Directors of the Company for the financial year 2026, in the same amount as in the previous year;**
- 3. Approval of the general limits of all additional remuneration of the members of the Company's Board of Directors for the financial year 2026, in the same amount as in the previous year;**



4. Approval of the empowerment of the Chairman of the Board of Directors to negotiate and sign, on behalf of the Company, the mandate contracts to be concluded with the members of the Board of Directors elected according to item 1 on the agenda of the meeting of the Ordinary General Meeting of Shareholders of the Company;
5. Approval of the general limit of the monthly remuneration provided for in the mandate contract of the General Manager of the Company for the financial year 2026, in the same amount as that of the previous year;
6. Approval of the payment of the additional remuneration of the members of the Board of Directors of the Company for the financial year 2025, within the limit of the amount of the previous year;
7. Submitting the remuneration report for the Company's directors for the year 2025 to the advisory vote of the Ordinary General Meeting of Shareholders in accordance with the provisions of art. 107 para. (6) of Law no. 24/2017 on issuers of financial instruments and market operations, republished, with subsequent amendments and completions ("**Law 24/2017**");
8. Submitting to the vote of the Ordinary General Meeting of Shareholders the maintenance of the remuneration policy of the Company's directors in its unmodified form from 2021;
9. Approval of the date of **May 28th, 2026**, as *the registration date*, as defined by art. 87 of Law 24/2017, the date that serves to identify the shareholders on whom the decisions taken at the Ordinary General Meeting of Shareholders of the Company on **April 24th / 25th, 2026** are affected;
10. Empowerment of the Chairman of the meeting and the Secretary of the meeting, for the joint signing of the resolution of the Ordinary General Meeting of Shareholders on **April 24th / 25th, 2026** and of the Chairman of the meeting to individually perform any action necessary for the registration and publication of the resolution of the Ordinary General Meeting of Shareholders on **April 24th / 25th, 2026** according to the law.

B. Clarifications regarding the meeting of the Ordinary General Meeting of Shareholders ("OGMS")

1. Shareholder identification documents:
 - a) **for individual shareholders:**
 - (i) copies of the shareholders' valid identity documents, respectively identity card for Romanian citizens and passport for foreign citizens and





- (ii) account statement issued by the Central Depository, showing the shareholder status and the number of shares held (in original);
- b) **for shareholders of legal entities:**
 - (i) certificate of ascertainment issued by the Trade Register Office (in original or true copy of the original) no more than 30 calendar days before the date of publication of the convening notice of the OGMS or any other document issued within the same term by the competent authority of the state in which the shareholder is legally registered,
 - (ii) statement of account issued by the Central Depository, showing the status of shareholder and the number of shares held (in original),
 - (iii) documents attesting the registration of the shareholder's legal representative at the Central Depository (in original) and
 - (iv) copies of the valid identity documents of the shareholder's legal representatives, respectively identity card for Romanian citizens and passport for foreign citizens.

If the legal person shareholder has not duly registered his/her legal representative with the Central Depository, the legal representative of the respective shareholder must appear from the certificate of ascertainment issued by the Trade Register Office or from any other document issued by the competent authority of the state in which the shareholder is legally registered, mentioned above.

In the case **of representation by a representative**, the ascertainment of his capacity will be made on the basis of the special or general power of attorney, signed by the natural person shareholder or by the legal representative of the legal person shareholder according to the law and sent to the Company in original (special powers of attorney), respectively in copy, including the mention of compliance with the original under the signature of the representative (general powers of attorney) and a copy of the valid identity documents of the to the shareholder's representatives, respectively identity card/ID card for Romanian citizens and passport for foreign citizens.

The general power of attorney can be granted by the shareholder, as a client, to an intermediary, defined according to Law 24/2017 or to a lawyer. The general power of attorney will be accepted without any additional documents relating to the respective shareholder, if it is drawn up in compliance with the applicable legal provisions, is signed by the shareholder and will be accompanied by an affidavit given by the legal representative of the intermediary or by the lawyer who received the power of attorney,





signed and stamped, as the case may be, showing that (i) the power of attorney is granted by the respective shareholder, as a client, intermediary or, as the case may be, the lawyer and that (ii) the general power of attorney is signed by the shareholder, including by attaching a qualified or advanced electronic signature according to Law no. 214/2024 on the use of electronic signatures, timestamps and the provision of trust services based on them ('**Law 214/2024**') and Regulation 910/2014 on electronic identification and trust services for electronic transactions in the internal market and repealing Directive 1999/93/EC ('**Regulation 910/2014**'), if applicable. The declaration will be sent to the Company in original together with the general power of attorney and a copy of the valid identity documents of the shareholder's representatives, respectively identity card for Romanian citizens and passport for foreign citizens. In the case of the legal person intermediary, a certificate of ascertainment issued by the Trade Register Office (in original or true copy of the original) will also be sent no more than 30 calendar days before the date of publication of the OGMS convening notice, proof of the capacity of representative of the natural person representing the intermediary (in original or true copy of the original) and a copy of its valid identity document, respectively identity card for Romanian citizens and passport for foreign citizens.

In the case of representation of the shareholder through credit institutions that provide custody services, the proof of the quality of representative shall be made on the basis of the affidavit of the credit institution, signed by its legal representative and stamped, as the case may be, specifying (i) in plain detail, the name/name of the shareholder on whose behalf the credit institution participates and votes in the OGMS and that (ii) the credit institution provides custody services for the respective shareholder. The declaration shall be sent to the Company in original together with a certificate of ascertainment issued by the Trade Register Office (in original or true copy of the original) no later than 30 calendar days before the date of publication of the convening notice of the OGMS, proof of the capacity of representative of the natural person representing the credit institution (in original or true copy of the original) and a copy of its valid identity document, respectively identity card for Romanian citizens and passport for foreign citizens.

Documents attesting the quality of legal or conventional representative of a shareholder, issued in a foreign language, other than English, will be accompanied by a translation made by an authorized translator in Romanian or English.





2. One or more shareholders, representing, individually or jointly, at least 5% of the share capital of the Company is/have the right
 - a) to introduce new items on the agenda of the OGMS, provided that each item is accompanied by a justification or a draft decision proposed for adoption;
 - b) to present draft resolutions for the items included or proposed to be included on the agenda of the OGMS.

Proposals regarding the completion of the agenda can be submitted in person or sent by courier services, in a sealed envelope, to the Company's registered office in Adjud Municipality, 17th Ecaterina Teodoroiu Street, Vrancea County or can be sent by e-mail, with a qualified or advanced electronic signature according to Law 214/2024 and Regulation 910/2014 to the address raluca.chiriac@vrancart.com, within 15 days from the date of publication of the convening notice of the OGMS, mentioning in the subject **"For the OGMS of April 24th / 25th, 2026 – Proposals for supplementing the agenda"**. Proposals regarding the completion of the agenda can be submitted in person or sent to the Company's registered office on working days until 16:00 hours p.m., the closing time of the Company's schedule. Proposals to complete the agenda will be accompanied by shareholder identification documents applicable in accordance with point 1 above.

The agenda may also be completed by the Company's Board of Directors, in compliance with the applicable legal provisions.

If applicable, the completed convening notice, together with the related updated documents, will be available to shareholders no later than **April 9th, 2026** at the Company's headquarters, on working days until 16:00 hours p.m., the closing time of the Company's schedule and on the Company's website (www.vrancart.ro - Section For General Meeting of Shareholders - "G.M.S."), and the amended convening notice will be published in the Official Gazette and in a publication, according to the law, by the same date.

3. Each shareholder has the right to ask the Board of Directors questions in writing regarding the items on the agenda of the OGMS, regarding the Company's activity until **April 20th, 2026**. Questions can be submitted in person or sent by courier or mail services to the Company's registered office in Adjud Municipality, 17th Ecaterina Teodoroiu Street, Vrancea County or can be sent by e-mail, with a qualified or advanced signature according to Law 214/2024 and Regulation 910/2014 to the e-mail address raluca.chiriac@vrancart.com, mentioning in the subject **"For the OGMS of April 24th / 25th, 2026"**. Questions can be submitted in person or sent to the





Company's registered office on working days, until 16:00 hours p.m., the closing time of the Company's schedule. Questions shall be accompanied by applicable shareholder identification documents in accordance with point 1 above.

The Company will answer questions at the OGMS meeting, being able to formulate general answers to questions with the same content. If any pertinent information is available on the Company's website – www.vrancart.ro, under the heading "Frequently Asked Questions", in question-answer format, the answer is deemed to have been given.

4. Shareholders registered on the reference date in the Company's shareholders' register, kept by the Central Depository may participate and vote at the OGMS meeting:

- a) on the basis of the applicable shareholder identification documents in accordance with point 1 above,
- b) by a representative, on the basis of the documents referred to in point 1 above regarding the identification of shareholders in the case of representation by an agent or
- c) by correspondence.

Shareholders may be represented at the OGMS by other persons, who have been granted a special power of attorney on the basis of the special power of attorney form made available by the Company, completed and signed by the shareholder or on the basis of a general power of attorney, drawn up, granted and accompanied by the shareholder identification documents referred to in point 1 above (regarding the identification of shareholders in the case of representation by a representative). In the case of representation by a credit institution providing custody services, the shareholder will be represented on the basis of the identification documents referred to in point 1 above (regarding the identification of shareholders in the case of representation by a representative).

The special powers of attorney (in original) and general powers of attorney (in copy, including the mention of conformity with the original under the signature of the representative), completed and signed by the shareholders and accompanied by the identification documents of the shareholders and their representatives, as the case may be, as provided for in point 1 above, shall be submitted to the Company (in person or by courier services or by mail, with acknowledgment of receipt) 48 hours before the OGMS meeting, with the mention "**For the OGMS of April 24th / 25th, 2026**". Alternatively, the proxies, accompanied by the identification documents of the shareholders



and their representatives, can also be sent by e-mail, with a qualified or advanced electronic signature according to Law 214/2024 and Regulation 910/2014 until **April 22th, 2026, at 11:00 hours a.m.**, to the address raluca.chiriac@vrancart.com, mentioning in the subject "**For the OGMS of April 24th / 25th, 2026**".

The shareholders may not be represented in the OGMS based on a general power of attorney by a person who is in a situation of conflict of interest, as provided for in art. 105 para. (15) of Law 24/2017.

The special power of attorney form (in Romanian and/or English) can be obtained from the Company's registered office in Adjud Municipality, 17th Ecaterina Teodoroiu Street, Vrancea County – Legal Department or can be downloaded from the Company's website – www.vrancart.ro, starting with the date of publication of the OGMS convening notice in the Official Gazette. The updated form, if applicable, will be available no later than **April 9th, 2026**. The special power of attorney form will be filled in by the shareholder in 3 original copies: one for the shareholder, one for the representative and one for the Company.

Shareholders have the opportunity to vote by mail, before the OGMS, using the postal voting form. The postal voting form (in Romanian and/or English) can be obtained from the Company's registered office in Adjud Municipality, 17th Ecaterina Teodoroiu Street, Vrancea County – Legal Department or can be downloaded from the Company's website – www.vrancart.ro, starting with the date of publication of the convening notice in the Official Gazette. The updated form, if applicable, will be available no later than **April 9th, 2026**. The postal voting form, completed and signed by the shareholder, accompanied by the documents regarding the fulfillment of the identification conditions of the shareholder and the representative, if applicable, provided for in point 1 above, will be submitted (in person or by courier services or by mail, with acknowledgement of receipt) at the Company's registered office (on working days, before 16:00 hours p.m.), so that it is registered as received no later than **April 22th, 2026, at 11:00 hours a.m.**, with the mention "**For the OGMS of April 24th / 25th, 2026**". Under penalty of loss of the right to vote, ballots received after the above date and time will not be taken into account.

5. The Company's shareholders have the right to formulate proposals for candidates for appointment to the Company's Board of Directors. The proposals, together with the identification documents of the shareholder who formulates them, applicable according to point 1 above can be submitted or sent by courier or mail services to the Company's registered





office in Adjud Municipality, 17th Ecaterina Teodoroiu Street, Vrancea County (on working days, until 16:00 hours p.m., the closing time of the Company's schedule) or can be sent by e-mail, with a qualified or advanced electronic signature according to Law 214/2024 and Regulation 910/2014 until **April 7th, 2026, at 14:00 hours p.m.**, to the e-mail address raluca.chiriac@vrancart.com, mentioning in the subject "**For the OGMS of April 24th / 25th, 2026 – Board of Directors Candidacy**".

Candidates for the Board of Directors must meet the requirements set forth in the Company's Corporate Governance Regulations and the Company's Articles of Incorporation, which can be found on the Company's website (www.vrancart.ro - Section For G.M.S.) starting with the date of publication of the OGMS convening notice in the Official Gazette.

For the proposed candidates, the following documents will be submitted:

- a) copy of the identity document;
- b) curriculum vitae showing studies, experience and professional training;
- c) criminal record;
- d) affidavit, in authentic form, according to which he/she meets all the conditions and criteria established by law, by the Articles of Association and by the Company's Corporate Governance Regulations for holding and exercising the quality of member of the Company's Board of Directors, including that he/she is not in a state of prohibition or incompatibility for holding the respective position, that he/she is not fiscally registered in Romania (for foreign citizens) / does not have debts to the consolidated general budget (for Romanian citizens), he/she has not committed acts of the nature of those that are registered in the tax record and has not been in situations of the nature of those that are registered in the tax record record;
- e) affidavit of the candidate, in authentic form, according to which he/she is not a member of the management structures, an employee and does not have business ties, directly or indirectly, with companies having the same object of activity as the Company, except for companies affiliated to the group to which the Company belongs.

The preliminary list containing information on the name, place of residence and professional qualification of the candidates for the position of member of the Board of Directors will be located at the Company's registered office in Adjud Municipality, 17th Ecaterina Teodoroiu Street, Vrancea County (on working days, until 16:00 hours p.m., the closing time of the Company's



schedule) and on the company's website (www.vrancart.ro - Section For G.M.S.), available to shareholders, to be consulted and completed by them, until **April 7th, 2026, at 14:00 hours p.m., which is also the deadline for submitting applications.**

The final list containing information on the name, place of residence and professional qualification of the candidates for the position of member of the Board of Directors will be available no later than **April 9th, 2026** at the Company's registered office in Adjud Municipality, 17th Ecaterina Teodoroiu Street, Vrancea County (on working days, until 16:00 hours p.m., closing time of the Company's schedule) and on the company's website (www.vrancart.ro - Section For G.M.S.).

The candidates for membership in the Board of Directors will be registered in the Ballot Papers in the chronological order of their submission.

6. The convening notice, information on the total number of shares and voting rights on the date of the call, the draft decision and the materials and information regarding the topics included on the agenda of the OGMS can be obtained, in Romanian and English, at the Company's registered office in Adjud Municipality, 17th Ecaterina Teodoroiu Street, Vrancea County, every working day (before 16:00 hours p.m.) or on the company's website (www.vrancart.ro - Section For G.M.S.), starting with the date of publication of the OGMS convening notice in the Official Gazette. Their updated forms, in case of filling in the agenda, will be available no later than **April 9th, 2026.**

March 16th, 2026

Alexandru-Lucian MINEA

CHAIRMAN OF THE BOARD OF DIRECTORS OF VRANCART S.A.

