Purcari Wineries Public Company Limited
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HE201949
Share capital: EUR 413,113.31
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PURCARI
WINERIES GROUP

INFORMATION DOCUMENT

REGARDING THE ISSUE OF 106,458 NEW ORDINARY SHARES

OF PURCARI WINERIES PUBLIC COMPANY LIMITED

FOR THE GRANTING OF SHARES FREE OF CHARGE

OF SHARES IN PURCARI WINERIES PUBLIC COMPANY LIMITED TO THE COMPANY'S EMPLOYEES

1. PERSONS RESPONSIBLE

1.1. Name and position of the individuals or name and registered office of the legal entities responsible for the information included in the presentation document

PURCARI WINERIES PUBLIC COMPANY LIMITED, with registered office in Cyprus, Nicosia, Lamposas Street No. 1, registered in the Register of Companies on 14.06.2007, unique registration code HE 201949, legally represented by Mr. Victor Bostan – Executive Director.

1.2. Statements by the persons responsible mentioned in point 1.1 confirming that the information included in the presentation document is, to the best of their knowledge, true and accurate

Having verified the content of this Information Document, PURCARI WINERIES PUBLIC COMPANY LIMITED, through its legal representative Victor Bostan – Executive Director, accepts responsibility for its content and confirms that the information provided is true and does not contain any omissions or false statements that could significantly affect the content of the information document.

2. INFORMATION ABOUT THE ISSUER

2.1. Name, registered office, unique registration code, and registration number in the trade register/equivalent information, as applicable

• Name	Purcari Wineries Public Company Limited
• Registered office	Lampousas Street 1, 1095 Nicosia, Cyprus
• Unique registration code	HE 201949
• Registered in the Companies Register at	14.06.2007

2.2. Share capital:

- value of subscribed and paid-up capital: EUR 413,113.31
- number of shares issued: 41,311,331
- nominal value of one share: EUR 0.01

3. INFORMATION ON THE OFFERING OR ALLOCATION OF SECURITIES TO CURRENT OR FORMER MEMBERS OF THE MANAGEMENT OR EMPLOYEES

3.1. Decision-making documents by which the offer or allocation of securities to current or former members of management or employees was decided

In accordance with the Decision of the General Meeting of Shareholders dated May 22, 2024, the *Management Incentive* Plan 2024-2027 was approved, which mainly targets the members of the Group's senior management team ("Beneficiaries"), whose purpose, as disclosed in the prospectus published in connection with the Company's admission to trading, is to further align the interests of these Beneficiaries with those of the Company's shareholders, a plan with a duration of 4 years and which includes: (a) the granting of up to 802,000 shares in the Company to the Beneficiaries (PSU), free of charge, with annual *vest*ing (i.e., one quarter vesting at the end of each year) and subject to the achievement of relevant performance indicators to be determined by the Board of Directors; and (b) granting options to the

Beneficiaries (the Options), with annual vesting (i.e. one quarter vesting at the end of each year), subject to the achievement of relevant performance indicators to be determined by the Board of Directors, in the following amounts: up to 802,000 Options (PSO) at an exercise price of RON 15 (i.e. meaning that below RON 15 the value of the Options is zero), 1,002,000 Options at an exercise price of RON 20 and 1,203,000 Options at an exercise price of RON 25, combined representing **the 2024-2027 Management Incentive Program.**

The Company's Board of Directors has been authorized to take all necessary measures to implement the Management Remuneration Programme, including, but not limited to, agreeing on any commercial details in accordance with market standards (such as how the shares to be transferred to the Beneficiaries are to be acquired, the relevant key performance indicators, how the shares and Options are to be allocated among the Beneficiaries, etc.) and preparing the documents to be signed between the Beneficiaries and the Company.

As a result of the powers received, the Company's Board of Directors approved, at its meeting on August 21, 2024, the 2024-2027 Management Incentive Program, including the proposed list of beneficiaries with indicative allocations, authorizing Alex Filip to exercise his discretion regarding the indicative allocations of PSUs and PSOs, within the limit of 10% of the total instruments to be granted under the 2024-2027 Management Incentive Plan, which includes 802,000 PSUs and 3,007,000 PSOs.

In order to fulfill the Company's obligations arising from the approved Management Incentive Program, the Annual General Meeting of May 23, 2025, authorized the Company's Board of Directors to increase the Company's issued share capital up to the authorized share capital, by issuing a maximum number of 2,573,326 new ordinary shares through one or more share issues.

On September 1, 2026, the Board of Directors decided by majority vote that, based on the authority granted by the Company's shareholders, in accordance with the decision of May 23, 2025, the Company be authorized to issue and allocate free of charge, from the share premium account, an additional 106,458 shares with a nominal value of EUR 0.01 each, with a discount of EUR 0.01 (total subscription price zero).

3.2. Description of the share capital increase:

- **reason for the share capital increase:**	The share capital increase is carried out for the purpose of allocating free shares to participants, in accordance with the Offer Letters issued to each beneficiary
- **amount by which the share capital was increased:**	EUR 1,064.58
- **number of shares issued for the share capital increase:**	106,458 shares
- **number of shares offered to current members of management or employees:**	106,458 shares

3.3. Description of the operation: reason for offering shares, total number of securities offered, number of securities offered individually by category of investor:

In accordance with the Management Incentive Program (for details, see p.4.3(c)), the Board of Directors has established the maximum number of shares that may be allocated to each eligible employee (directors and employees), individual limits for annual acquisition, as well as eligibility and performance criteria.

To be eligible for investment, at least three of the following five performance indicators must be achieved in the normal course of business, based on audited annual financial data:

i. Compound growth rate of audited revenues for the group for the last year prior to the vesting date (the most recent reported results available for the full year) at least 3 times better than the weighted average GDP growth rate in the top 5 countries in terms of group sales for the comparable period;

ii. The audited compound EBITDA growth rate for the group for the last year prior to the acquisition date (the most recent reported results available for the full year), at least 3 times better than the weighted average GDP growth rate in the top 5 countries in terms of sales for the comparable period;

iii. Consolidated EBITDA margin for the group for the last year available prior to the acquisition date, at least 1.5 times better than the average level of public companies in the comparison group for the last available annual reporting period.

iv. The consolidated net profit margin for the group for the last year available prior to the acquisition date, at least 1.5 times better than the median of the public companies in the comparison group, for the last available annual reporting period.

v. The return on equity (ROE) for the group for the most recent year available prior to the acquisition date must be at least 1.5 times better than the median of the public companies in the comparison group for the last available annual reporting period.

Thus, for the 2025 results, all five performance criteria were met, as shown in the table below.

	Criterion	Data	Result	KPI	KPI achieved?
i	Sales growth	2025 Sales: RON 436.2 million 2024 Sales: RON 382.3 million	14%	4%	Yes
ii	EBITDA growth	2025 EBITDA: RON 112.8 million 2024 EBITDA: RON 106.5 million	6%	4%	Yes
iii	EBITDA margin	2025 EBITDA: RON 106.5 million 2025 Sales: RON 436.2 million	25.9%	23.5%	Yes
iv	Net profit margin	2025 Net profit: 54.0 million RON 2025 Sales: RON 436.2 million	12.4%	9.3%	Yes
v	Return on equity	2025 Net profit: RON 54.0 million 2025 Capital: RON 431.9 million	12.5%	6.4%	Yes

As a result, selected employees who have continuous employment status on the vesting date (August 22, 2026) will be allocated, free of charge, at a price of RON 0 per share, a total number of 106,458 shares.

The categories of persons to whom free shares are allocated under the Management Remuneration Program are directors, managers, and key personnel within the companies that are part of the Group.

The persons responsible for verifying/applying the selection criteria are the members of the Board of Directors, upon the recommendation of the members of the Nomination, Remuneration, and Corporate Governance Committee.

3.4. Description of the type and class of securities offered or allocated:

The newly issued and offered securities are dematerialized registered shares, traded in the International Shares category of the Bucharest Stock Exchange, symbol WINE.

3.5. Period for subscribing to shares:

The transfer of ownership of the shares from the Company to the Company's employees and managers will take place after the submission of this information document and other documents related to the transfer, in accordance with the legislation in force, to the Central Depository.

3.6. Subscription price:

In accordance with the Management Incentive Program approved by the General Meeting of Shareholders of PURCARI WINERIES PUBLIC COMPANY LIMITED on May 23, 2025, the shares are offered to the employees and managers of the Company, as well as to the members of the Board of Directors, free of charge, at a price of 0 lei/share.

3.7. Intermediary who assisted in the preparation of the Information Document:

Not applicable.

3.8. Any other information considered important by the issuer or by the ASF:

Pursuant to Article 16(3)(b)(5) of Law No. 24/2017 on issuers of financial instruments and market operations, the preparation and publication of a prospectus is not mandatory for securities offered, allocated or to be allocated to former or current members of the management or employees or to current employees by their employer or by the parent company or a subsidiary, provided that the company has its registered office or head office in the European Union and a document is available containing the information required by the regulations issued by the ASF.

Issuer
PURCARI WINERIES PUBLIC COMPANY LIMITED

Executive Director
Victor Bostan