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## MINUTES

of the Ordinary General Meeting of Shareholders

SIMTEL TEAM S.A.

Monday, 27.04.2027, 11:00 – 11:55

Bucharest, 319L Splaiul Independenței, Brussels Office Building (Building B), Entrance A, Ground Floor, Sector 6

On 27.04.2027, 11:00 – 11:55, the shareholders of SIMTEL TEAM S.A., registered at the Trade Register attached to the Bucharest Tribunal under no. J2010000564406, EUID ROONRC. J2010000564406, unique registration code 26414626, with registered office in Bucharest, Bucharest, 319L Splaiul Independenței, Brussels Office Building (Building B), Entrance A, Ground Floor, Sector 6 ("the Company"), gathered in a meeting at the address in Bucharest, Splaiul Independenței nr. 319L, Brussels Office Building (Building B), Entrance A, Ground Floor, Sector 6, held an ordinary general meeting of shareholders ("General Meeting" or "OGMS"), convened in accordance with the provisions of Art. 117 of Law no. 31/1990 on companies, as subsequently amended and supplemented ("Companies' Law") and Art. 9.1 of the Company's Articles of Incorporation, by the convening notice published in the Official Gazette of Romania, part IV no. 1845/26.03.2026 and in the Bursa Newspaper no. 56 of 26.04.2026, current report no. 11/2026 being sent to the ASF and BVB on 25.03.2026.

### PROCEEDINGS OF THE MEETING

**Opening of the Sitting.** Mr. Iulian Nedea, in his capacity as Chairman of the Board of Directors of the Company, opened the proceedings of the General Meeting, both in format with physical presence at the address indicated for holding the General Meeting, respectively the Company's headquarters, and in electronic format, through the e-voting platform, as specified in the access to the e-voting platform through the published convening notice.

SIMTEL TEAM S.A.

J2010000564406, CUI 26414626

București, sector 6, Splaiul Independentei nr. 319L,  
Clădirea Bruxelles (corp B), Intrarea A, Parter

Capital social subscris și vărsat: 1.628.346,2 Lei



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## 1. LEGAL AND STATUTORY REQUIREMENTS; PRE-CHECKS

**President of the meeting.** The Chairman of the Board of Directors of the Company, Mr. Iulian Nedea, is the chairman of the meeting, who presides over and directs the proceedings of the General Meeting (the "President").

**Secretary of the meeting.** Also, Mr. Iulian Nedea showed that, in accordance with the provisions of Art. 129 para. (2) of the Companies Law, the shareholders must appoint, among themselves, 1 to 3 secretaries ("the Secretary/Secretaries") to verify the list of shareholders' attendance, the share capital represented by each shareholder as well as the fulfilment of all the formalities required by the Companies Law and the Articles of Incorporation of the Company for holding the General Meeting.

The General Meeting appoints Mr. Mihai Chișu from among the shareholders present, as secretary of the meeting of the General Meeting ("the Secretary"), presenting to him at the same time his duties in accordance with the provisions of the Companies Law. The secretary of the meeting is elected with 100% votes in favor of the total votes cast, respectively 3,235,262 votes in favor, zero against and 1,718,367 uncast votes of the voting rights registered for this point (100% of the total votes cast valid for this item).

The General Assembly appoints the E-vote team as technical secretary.

**Prior checks.** The Secretary of the Meeting, checking all the documentation submitted to the secretariat of the meeting as well as the list of attendance of the shareholders, certifies the fulfillment of the legal and statutory requirements for holding the General Meeting, confirming the following:

- (i) **Convocation.** The General Assembly was convened in accordance with the legal and statutory requirements; The act of convocation includes and fulfills all aspects in accordance with the articles of incorporation of the Company, as well as with the Companies Law.
- (ii) **Participating shareholders.** As of the reference date of 17.04.2026, the Company has registered with the Central Depository a subscribed and paid-up share capital in the amount of RON 1,628,346.2, divided into 8,141,731 registered shares, corresponding to a number of 8,141,731 voting rights. Of these, a number of 8,061,091 shares confer voting rights, the rest being shares held in treasury by the Company. At the beginning of the meeting, in order to establish the quorum, the shareholders who voted by correspondence, are physically present or registered in the e-voting platform or represented, holding shares in the amount of 5,235,262 within the Company, representing 64.3016% of the entire share capital of the Company, in accordance with the Companies Law, were considered.



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- (iii) Look for it. No documents confirming the mandates of the shareholders' representatives to be filed at the Company's headquarters in accordance with the requirements of the Companies Law, at least 48 hours prior to the date of the General Meeting, were registered.

Consequently, the Secretary of the meeting confirms the fulfillment of all the legal and statutory requirements for the valid holding of the General Meeting meeting, in the presence of the shareholders (present, represented or who voted by correspondence) holding 64.3016% of the share capital of the Company, the General Meeting being able to deliberate and decide on any issue on the agenda in accordance with the act of convocation, in accordance with the provisions of the Companies Law. Minimum statutory quorum: at least 25% of the Company's share capital.

## 2. WORKING DOCUMENTS

The shareholders are informed by the Secretary that all the supporting documents regarding the convening of the General Meeting in accordance with the legal provisions, the acts of representation, the list of attendance of the shareholders, as well as all the documents and information regarding the issues included on the agenda of the General Meeting, are attached to the registers and files of the Company regarding the meetings of the general meetings of the shareholders, being made available to them.

The working documents, as the case may be, as designated, become an integral part of this minutes in accordance with the provisions of the Companies Law.

In his introduction, the President stated the following:

*"My name is Iulian Nedeia, I am Chairman of the Board of Directors and significant shareholder of SIMTEL TEAM S.A. and today I will be the chairman of the meeting of this Ordinary General Meeting of Shareholders of Simtel Team S.A.*

*Welcome everyone and thank you for participating. Before entering the agenda, I would like to make a brief review of 2025.*

*This was a year of operational and structural transformation for the company. We have grown rapidly, delivered larger and larger projects, put into operation our most important asset in our history and strengthened the group's international presence.*

*In terms of financial results, although revenues exceeded budget, net profit was well below the expected level. In this context, I would like to emphasise that there was no intention on our part to mislead the market, distort your expectations or omit relevant information. The significant difference in profitability became clear only in February 2026, during the financial closing process. However, until this process was completed, the data*



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*continued to be adjusted and did not yet provide a solid enough basis for an update to the market.*

*However, we understand that the end result is what matters and that this situation has had an impact on trust in the company. That is why we have already started to implement measures to avoid a repeat of such a scenario.*

*To this end, we are strengthening our financial governance by completing the restructuring of the finance department, quarterly budget monitoring and the introduction of reporting on the three main business segments, starting with the Q1 2026 report, which will be published on May 19.*

*In parallel, we aim for a more balanced and disciplined communication, reflecting both revenue growth and profitability developments.*

*Looking ahead, the fundamentals of Simtel's business remain solid. For this year, as we announced with the publication of the budget for 2026, we aim to accelerate revenue growth while maintaining an appropriate level of profitability.*

*This evolution will be supported by the portfolio of contracts already signed in the EPC area and ongoing projects, as well as the contracts we have in the pipeline. At the same time, the energy sales segment will continue to grow, through the organic development of the electricity supply activity, a moderate evolution in the natural gas area and the launch of new energy products.*

*In conclusion, Simtel is today a more mature company, better structured and ready to operate on a higher scale. We enter 2026 with a solid portfolio of projects and good visibility on deliveries. We remain focused on developing the group and delivering solid results that will help rebuild investor confidence.*

*Now I propose that we move on to the agenda."*



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### 3. AGENDA

Taking into account the preliminary aspects as recorded, the President confirms the fulfillment of the legal and statutory requirements for the holding of this General Assembly and reads the agenda:

- 1) Approval of the individual and consolidated annual financial statements, prepared for the financial year ended December 31, 2025, accompanied by the report of the Board of Directors and the report of the independent auditor.
- 2) Approval of the discharge of the members of the Board of Directors for the financial year 2025, based on the reports submitted.
- 3) Approval of the Company's consolidated income and expenditure budget for the financial year 2026.
- 4) Allocation of the net result for the financial year 2025, representing profit, determined in accordance with the applicable legislation, in the amount of RON 10,053,111, as follows:
  - a. 8,923 Lei for the constitution of the Company's legal reserves;
  - b. 10,044,188 Lei representing undistributed profit.
- 5) Approval of the remuneration report of the Company's management for the financial year ended December 31, 2025, in accordance with the presentation materials.
- 6) Approval of the modification of the structure of the Company's Remuneration Policy in the sense of integrating non-financial and environmental, social and governance (ESG) indicators, in the variable component and its correlation with operational objectives and long-term sustainability, avoiding the stimulation of behaviors oriented exclusively towards short-term results, in the form presented in the OGMS and made available to shareholders on the Company's website, to the section dedicated to investor relations.
- 7) Approval of the granting of a new auditor mandate to the company BAKER TILLY KLITOU AND PARTNERS S.R.L., headquartered in Pipera Road no. 42, Globalworth Plaza, 7th floor, office no. 2, sector 2, Bucharest, registered with the Trade Register under no. J2003005434409, the unique identifier at European level ROONRC. J2003005434409, having a unique identification code 15381680, legally represented by the administrator, Mr. Andreas PITTAKAS, as well as the authorization of the General Manager, with the possibility of sub-delegation, to, in the name and on behalf of the Company, with full power and authority, negotiate the terms and conditions of the new auditor mandate granted to BAKER TILLY KLITOU AND



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PARTNERS S.R.L., as well as to negotiate, approve and sign the act granting the new mandate and any other documents, and to carry out any necessary, useful or appropriate legal acts and facts in connection with this new mandate. The mandate of the financial auditor is valid until April 30, 2027.

- 8) Declaration of the termination of the mandate of administrator, member of the Board of Directors, of Mr. NETEA Adrian, as a result of his resignation from the mandate, with application from the date of the OGMS resolution.
- 9) Election of an administrator, member of the Board of Directors, following the termination of the mandate of Mr. Adrian NETEA, for the remainder of the term of office, respectively from the date of termination specified in point 8 above and until 25.04.2027.
- 10) Designation of the General Manager to sign on behalf of the Company the Management Agreement between the Company and the newly elected administrator, member of the Board of Directors.
- 11) Approval of the date of 15.05.2026 as the registration date and the date of 14.05.2026 as ex-dates for the identification of the shareholders on whom the effects of the resolutions adopted by the OGMS will be reflected.
- 12) Approval of the power of attorney of the General Manager of the Company, with the possibility of sub-delegation, to sign any documents, including the resolutions of the OGMS, to submit, to request the publication of the resolutions in the Official Gazette of Romania part IV, to collect any documents, to fulfill any necessary formalities before the Trade Register Office, as well as before any other authority, public institution, legal or natural person, as well as to execute any operations, in order to carry out and ensure the enforceability of the resolutions to be adopted by the OGMS.

#### 4. DELIBERATIONS AND DECISIONS

The Chairman subsequently proposed to discuss each aspect mentioned in the items on the agenda of the General Meeting, specifying that shareholders can vote by using electronic means of voting according to art. 197 of Regulation no. 5/2018, by accessing the <http://smtl.evot.ro/> link from any device connected to the internet.

##### ITEM 1 ON THE AGENDA:

The chairman succinctly answers the following question asked by a shareholder: "*How did the year start compared to initial expectations? Can we expect a pleasant surprise in the results for the first quarter?*"



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Following the debates, the exercise of the vote and the centralization of the ballots from all shareholders, the Secretary communicated the results of the vote to the President of the General Meeting. The Chairman of the Meeting informed the shareholders that, following the deliberations, the following decision was adopted:

**DECISION 1.** The shareholders approve the individual and consolidated annual financial statements, prepared for the financial year ended December 31, 2025, accompanied by the report of the Board of Directors and the report of the independent auditor.

For Decision 1, out of the total number of votes of the shareholders present, of 5,229,952 voting rights, representing 64.2364% of the Company's share capital, respectively 64.8790% of the total voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,208,660 voting rights, representing 63.9748% of the Company's share capital.
- The total number of valid votes cast is 5,208,660.
- Number of votes cast "for": 6,208,537 voting rights, representing 99.9976% of the voting rights for this item.
- Number of votes cast 'against': 123 voting rights, representing 0.0024% of the voting rights for this item.
- Number of express abstentions from voting: 1,153 voting rights.
- Number of uncast votes: 20,139 voting rights.

Therefore, Decision no. 1 was adopted with 6,208,537 voting rights, representing 99.9976% of the voting rights expressed for this item.

#### **ITEM 2 ON THE AGENDA:**

The chairman informed the shareholders that any questions on this point are welcome. As no questions are received, the time interval for voting is provided.

Following the debates, the exercise of the vote and the centralization of the ballots from all shareholders, the Secretary communicated the results of the vote to the President of the General Meeting. The Chairman of the Meeting informed the shareholders that, following the deliberations, the following decision was adopted:

**DECISION 2.** The shareholders approve the discharge of the members of the Board of Directors for the financial year 2025, based on the reports submitted.

- For Decision no. 2, out of the total number of votes of the shareholders present, of 5,229,952 voting rights, representing 64.2364% of the Company's share capital, respectively 64.8790% of the total voting rights, the following results were recorded:



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- The number of shares for which valid votes were cast is 1,937,154 voting rights, representing 23.7929% of the Company's share capital.
- The total number of valid votes cast is 1,937,154.
- Number of votes cast "for": 1,934,238 voting rights, representing 99.8495% of the voting rights for this item.
- Number of votes cast "against": 2,916 voting rights, representing 0.1505% of the voting rights for this item.
- Number of express abstentions from voting: 3,271,281 voting rights.
- Number of uncast votes: 21,517 voting rights.

Therefore, Decision no. 2 was adopted with 1,934,238 voting rights, representing 99.8495% of the voting rights expressed for this item.

### AGENDA ITEM 3:

The Chairman informed the shareholders that questions on this subject are welcome.

The president succinctly answers the following questions asked by a shareholder: "*Has the non-reimbursable financing from Giurgiu been received? Or when were there signals that the amount of money could be collected? In the construction of the BVC, when did you consider that the money would be collected? I ask, because any delay can have an impact on the financial result.*"

Following the debates, the exercise of the vote and the centralization of the ballots from all shareholders, the Secretary communicated the results of the vote to the President of the General Meeting. The Chairman of the Meeting informed the shareholders that, following the deliberations, the following decision was adopted:

DECISION 3. The shareholders approve the Company's consolidated income and expenditure budget for the financial year 2026.

For Decision no. 3, out of the total number of votes of the shareholders present, of 5,229,952 voting rights, representing 64.2364% of the Company's share capital, respectively 64.8790% of the total voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,209,536 voting rights, representing 63.9856% of the Company's share capital.
- The total number of valid votes cast is 5,209,536.
- Number of votes cast "for": 5,209,033 voting rights, representing 99.9903% of the voting rights for this item.



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- Number of votes cast: 503 voting rights, representing 0.0097% of the voting rights for this item.
- Number of express abstentions from voting: 277 voting rights.
- Number of uncast votes: 20,139 voting rights.

Therefore, Decision no. 3 was adopted with 5,209,033 voting rights, representing 99.9903% of the voting rights expressed for this item.

#### ITEM 4 ON THE AGENDA:

The Chairman informed the shareholders that questions on this subject are welcome.

Following the debates, the exercise of the vote and the centralization of the ballots from all shareholders, the Secretary communicated the results of the vote to the President of the General Meeting. The Chairman of the Meeting informed the shareholders that, following the deliberations, the following decision was adopted:

**DECISION 4.** The shareholders approve the distribution of the net profit for the year 2025, determined in accordance with the applicable legislation, in the amount of RON 10,053,111, as follows:

- 8,923 lei for the constitution of the Company's legal reserves;
- RON 10,044,188 representing undistributed profit.

For Decision no. 4, out of the total number of votes of the shareholders present, of 5,229,952 voting rights, representing 64.2364% of the Company's share capital, respectively 64.8790% of the total voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,206,597 voting rights, representing 63.9495% of the Company's share capital.
- The total number of valid votes cast is 5,206,597.
- Number of votes cast "for": 5,203,231 voting rights, representing 99.9354% of the voting rights for this item.
- Number of votes cast "against": 3,366 voting rights, representing 0.0646% of the voting rights for this item.
- Number of express abstentions from voting: 1,838 voting rights.
- Number of uncast votes: 21,517 voting rights.

Therefore, Decision no. 4 was adopted with 5,203,231 voting rights, representing 99.9354% of the voting rights for this item.



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#### ITEM 5 ON THE AGENDA:

The president succinctly answers the following questions asked by a shareholder: "*What is the situation with the Bughea park? How is Agora Robotics evolving? Are there any more important contracts signed so far?*"

Following the debates, the exercise of the vote and the centralization of the ballots from all shareholders, the Secretary communicated the results of the vote to the President of the General Meeting. The Chairman of the Meeting informed the shareholders that, following the deliberations, the following decision was adopted:

**DECISION 5.** The shareholders approve the remuneration report of the Company's management for the financial year ended December 31, 2025, in accordance with the presentation materials.

For Decision no. 5, out of the total number of votes of the shareholders present, of 5,229,952 voting rights, representing 64.2364% of the Company's share capital, respectively 64.8790% of the total voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,202,593 voting rights, representing 63.9003% of the Company's share capital.
- The total number of valid votes cast is 5,202,593.
- Number of votes cast "*for*": 5,188,476 voting rights, representing 99.7287% of the voting rights for this item.
- Number of votes cast "*against*": 14,117 voting rights, representing 0.2713% of the voting rights for this item.
- Number of express abstentions from voting: 5,842 voting rights.
- Number of uncast votes: 21,517 voting rights.

Therefore, Decision no. 5 was adopted with 5,188,476 voting rights, representing 99.7287% of the voting rights for this item.

#### AGENDA ITEM 6:

Following the debates, the exercise of the vote and the centralization of the ballots from all shareholders, the Secretary communicated the results of the vote to the President of the General Meeting. The Chairman of the Meeting informed the shareholders that, following the deliberations, the following decision was adopted:



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**DECISION 6.** The shareholders approve the modification of the structure of the Company's Remuneration Policy in the sense of integrating non-financial and environmental, social and governance (ESG) indicators, in the variable component and its correlation with operational objectives and long-term sustainability, avoiding the stimulation of behaviors oriented exclusively towards short-term results, in the form presented in the OGMS and made available to shareholders on the Company's website, to the section dedicated to investor relations.

For Decision no. 6, out of the total number of votes of the shareholders present, of 5,229,952 voting rights, representing 64.2364% of the Company's share capital, respectively 64.8790% of the total voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,202,933 voting rights, representing 63.9045% of the Company's share capital.
- The total number of valid votes cast is 5,202,933.
- Number of votes cast "for": 5,174,271 voting rights, representing 99.4491% of the voting rights for this item.
- Number of votes cast "against": 28,662 voting rights, representing 0.5509% of the voting rights for this item.
- Number of express abstentions from voting: 5,217 voting rights.
- Number of uncast votes: 21,802 voting rights.

Therefore, Decision no. 6 was adopted with 5,174,271 voting rights, representing 99.4491% of the voting rights for this item.

#### ITEM 7 ON THE AGENDA:

The president succinctly answers the following questions asked by a shareholder: "*Given the rather steep drop in the share price in recent months, are you considering starting the share buyback program approved in December 2024?*"

Following the debates, the exercise of the vote and the centralization of the ballots from all shareholders, the Secretary communicated the results of the vote to the President of the General Meeting. The Chairman of the Shareholders' Meeting informed the shareholders that, following the deliberations, the following decision was rejected:

**DECISION 7.** The shareholders approve the granting of a new auditor mandate to the company BAKER TILLY KLITOU AND PARTNERS S.R.L., headquartered in Pipera Road no. 42, Globalworth Plaza, 7th floor, office no. 2, sector 2, Bucharest, registered with the Trade Register under no. J2003005434409, the unique identifier at European level ROONRC.



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J2003005434409, having a unique identification code 15381680, legally represented by the administrator, Mr. Andreas PITTAKAS, as well as the authorization of the General Manager, with the possibility of sub-delegation, to, in the name and on behalf of the Company, with full power and authority, negotiate the terms and conditions of the new auditor mandate granted to BAKER TILLY KLITOU AND PARTNERS S.R.L., as well as to negotiate, approve and sign the act granting the new mandate and any other documents, and to carry out any necessary, useful or appropriate legal acts and facts in connection with this new mandate. The mandate of the financial auditor is valid until April 30, 2027.

For Decision no. 7, out of the total number of votes of the shareholders present, of 5,229,952 voting rights, representing 64.2364% of the Company's share capital, respectively 64.8790% of the total voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,210,588 voting rights, representing 63.9985% of the Company's share capital.
- The total number of valid votes cast is 5,210,588.
- Number of votes cast "for": 5,204,138 voting rights, representing 99.8762% of the voting rights for this item.
- Number of votes cast "against": 6,450 voting rights, representing 0.1238% of the voting rights for this item.
- Number of express abstentions from voting: 3,023 voting rights.
- Number of uncast votes: 16,356 voting rights.

Therefore, Decision no. 7 was adopted with 5,204,138 voting rights, representing 99.8762% of the voting rights for this item.

#### AGENDA ITEM 8:

The president succinctly answers the following questions asked by a shareholder: "*How is contracting going in the EPC area? Are you satisfied with the number of new contracts signed so far? On the storage area, do you see an increase in the number of projects put up for auction?*"

The time slot for voting through the electronic platform is offered.

Following the debates, the exercise of the vote and the centralization of the ballots from all shareholders, the Secretary communicated the results of the vote to the President of the General Meeting. The Chairman of the Meeting informed the shareholders that, following the deliberations, the following decision was adopted:

**DECISION 8.** The shareholders note the termination of the mandate of administrator, member of the Board of Directors, of Mr. NETEA Adrian, as a result of his resignation from the mandate, with effect from the date of the OGMS resolution.



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For Decision no. 8, out of the total number of votes of the shareholders present, of 5,229,952 voting rights, representing 64.2364% of the Company's share capital, respectively 64.8790% of the total voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,213,334 voting rights, representing 64.0323% of the Company's share capital.
- The total number of valid votes cast is 5,213,334.
- Number of votes cast "for": 5,213,334 voting rights, representing 100% of the voting rights for this item.
- Number of votes cast 'against': 0 voting rights, representing 0.0000% of the voting rights for this item.
- Number of express abstentions from voting: 277 voting rights.
- Number of uncast votes: 4,871 voting rights.

Therefore, Decision no. 8 was adopted with 5,213,334 voting rights, representing 100% of the voting rights for this item.

#### **AGENDA ITEM 9:**

The President points out that for this point the candidacy of Mr. Valentin Budeş for the position of administrator – member of the Board of Directors of the Company was submitted.

The time slot for voting through the electronic platform is offered.

Following the debates, the exercise of the vote and the centralization of the ballots from all shareholders, the Secretary communicated the results of the vote to the President of the General Meeting. The Chairman of the Meeting informed the shareholders that, following the deliberations, the following decision was adopted:

**DECISION 9.** The shareholders approve the election of Mr. Valentin BUDEŞ as administrator, member of the Board of Directors, following the termination of Mr. Adrian NETEA's mandate, for the remainder of the term of office, respectively from the date of termination specified in paragraph 8 above and until 25.04.2027.

For Decision no. 9, out of the total number of votes of the shareholders present, of 5,229,952 voting rights, representing 64.2364% of the Company's share capital, respectively 64.8790% of the total voting rights, the following results were recorded:

- The number of shares for which valid votes were cast for the candidacy of Mr. Valentin BUDEŞ is 5,207,716 voting rights, representing 63.9632% of the Company's share capital.
- The total number of valid votes cast is 5,207,716.



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- Number of votes cast "for the candidacy of Mr. Valentin BUDEȘ": 5,202,047 voting rights, representing 99.8911% of the voting rights for this point.
- Number of votes cast "against the candidacy of Mr. Valentin BUDEȘ": 5,669 voting rights, representing 0.1089% of the voting rights for this point.
- Number of express abstentions from voting: 7,273 voting rights.
- Number of uncast votes: 3,493 voting rights.

Therefore, Decision no. 9 was adopted with 5,202,047 voting rights, representing 99.8911% of the voting rights for this item.

#### **AGENDA ITEM 10:**

The Chairman informed the shareholders that it is necessary to appoint a signatory on behalf of the Company in order to conclude the management contract with the newly elected administrator.

The president succinctly answers the following question asked by a shareholder: "*How is the start of the new business line evolving?*"

The time interval for voting through the electronic platform is provided.

Following the debates, the exercise of the vote and the centralization of the ballots from all shareholders, the Secretary communicated the results of the vote to the President of the General Meeting. The Chairman of the Meeting informed the shareholders that, following the deliberations, the following decision was adopted:

**DECISION 10.** The shareholders approve the appointment of the General Manager to sign on behalf of the Company the Management Agreement between the Company and the newly elected administrator, member of the Board of Directors.

For Decision no. 10, out of the total number of votes of the shareholders present, of 5,229,952 voting rights, representing 64.2364% of the Company's share capital, respectively 64.8790% of the total voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,213,334 voting rights, representing 64.0323% of the Company's share capital.
- The total number of valid votes cast is 5,213,334.
- Number of votes cast "for": 5,213,334 voting rights, representing 100% of the voting rights for this item.
- Number of votes cast 'against': 0 voting rights, representing 0.0000% of the voting rights for this item.
- Number of express abstentions from voting: 277 voting rights.



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- Number of uncast votes: 4,871 voting rights.

Therefore, Decision no. 10 was adopted with 5,213,334 voting rights, representing 100% of the voting rights for this item.

#### **AGENDA ITEM 11:**

The Chairman informed the shareholders that, in accordance with the provisions of Law no. 24/2017, it is necessary to establish a date as the date of registration, respectively of identification of the shareholders on whom the effects of the decision of the general meeting of shareholders are reflected.

The time slot for voting through the electronic platform is offered.

Following the debates, the exercise of the vote and the centralization of the ballots from all shareholders, the Secretary communicated the results of the vote to the President of the General Meeting. The Chairman of the Meeting informed the shareholders that, following the deliberations, the following decision was adopted:

**DECISION 11.** The shareholders approve the date of 15.05.2026 as the registration date and the date of 14.05.2026 as the ex-dates for the identification of the shareholders on whom the effects of the resolutions adopted by the OGMS will be reflected.

For Decision no. 11, out of the total number of votes of the shareholders present, of 5,229,952 voting rights, representing 64.2364% of the Company's share capital, respectively 64.8790% of the total voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,214,989 voting rights, representing 64.0526% of the Company's share capital.
- The total number of valid votes cast is 5,214,989.
- Number of votes cast in *favour*: 5,214,989 voting rights, representing 100% of the voting rights for this item.
- Number of votes cast '*against*': 0 voting rights, representing 0.0000% of the voting rights for this item.
- Number of express abstentions from voting: 0 voting rights.
- Number of uncast votes: 3,493 voting rights.

Therefore, Decision no. 11 was adopted with 5,214,989 voting rights, representing 100% of the voting rights for this item.

#### **AGENDA ITEM 12:**

The president specified that the decision was necessary to allow the registration of all the other decisions adopted during the ordinary general meeting of shareholders and



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proposed Mr. Petrea Stoian, as General Manager of the Company, with the possibility of sub-delegation, in the name and on behalf of the Company, with full power and authority, to sign any documents, to collect any documents, to fulfill any necessary formalities before the Trade Register Office, as well as before any other authority, public institutions, legal or natural persons, as well as to execute any operations, in order to carry out and ensure the enforceability of the resolutions to be adopted by the OGMS.

Following the debates, the Chairman of the General Meeting asked the shareholders to express their vote on this point, and the following decision was adopted:

**DECISION 12.** The shareholders approve the empowerment of the General Manager of the Company, with the possibility of sub-delegation, to sign any documents, including the resolutions of the OGMS, to submit, to request the publication of the resolutions in the Official Gazette of Romania part IV, to collect any documents, to fulfill any necessary formalities before the Trade Register Office, as well as before any other authority, public institution, legal or natural person, as well as to execute any operations, in order to carry out and ensure the enforceability of the resolutions to be adopted by the OGMS.

For Decision no. 12, out of the total number of votes of the shareholders present, of 5,229,952 voting rights, representing 64.2364% of the Company's share capital, respectively 64.8790% of the total voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,209,448 voting rights, representing 63.9845% of the Company's share capital.
- The total number of valid votes cast is 5,209,448.
- Number of votes cast "*for*": 5,209,448 voting rights, representing 100% of the voting rights for this item.
- Number of votes cast '*against*': 0 voting rights, representing 0.0000% of the voting rights for this item.
- Number of express abstentions from voting: 0 voting rights.
- Number of uncast votes: 9,034 voting rights.

Therefore, Decision no. 12 was adopted with 5,209,448 voting rights, representing 100% of the voting rights for this item.

The Chairman of the General Meeting asks the shareholders if there are any other points to be discussed in the General Meeting.

The secretary of the meeting indicates that there are no more points to be discussed in the General Assembly.



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The deliberations and voting on all the items on the agenda being exhausted, the meeting of the Ordinary General Meeting of Shareholders of SIMTEL TEAM S.A. on 27.04.2026 is declared closed at 11:55 a.m.

The Chairman of the General Meeting asked the Secretary to draw up the minutes of the Ordinary General Meeting of Shareholders, which will be signed by the Chairman of the Meeting and the Secretary, as well as the decision of the Ordinary General Meeting of Shareholders.

The present minutes of the Ordinary General Meeting of Shareholders of the Company were drafted by the Secretary in order to be signed today, 28.04.2026, in electronic format with a qualified electronic signature. The present minutes of the Ordinary General Meeting of Shareholders of the Company will be filed in the registers and files of the general meetings of shareholders held by the Company.

**President of the General Assembly**

Iulian Nedea

**Secretary**

Mihai Chișu