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MINUTES

of the Extraordinary General Meeting of Shareholders

SIMTEL TEAM S.A.

Monday, 27.04.2026, 12:00 – 12:25.

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

On 27.04.2026, from 12:00 – 12:25, 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 extraordinary general meeting of shareholders ("**General Meeting**" or "**EGMS**"), 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 SITTING

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 Bruxeles (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 Nedeia, is the chairman of the meeting, who presides over and directs the proceedings of the General Meeting ("the **Chairman**").

Secretary of the meeting. Also, Mr. Iulian Nedeia 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 that each shareholder represents as well as the fulfillment 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 3,253,159 votes in favor, zero against and 1,949,101 uncast votes of the voting rights registered for this point (100% of the total votes cast).

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, for establishing the quorum, the shareholders who voted by correspondence, are physically present or registered in the e-voting platform or represented, holding 5,202,260 shares within the Company, representing 63.89624% of



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the entire share capital of the Company, respectively 64.53543% of the voting rights, in accordance with the Companies Law, were considered.

- (iii) **Look for it.** No documents confirming the mandates of the shareholders' representatives to be submitted to 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, have not been 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 63.89624% 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.

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 these minutes in accordance with the provisions of the Companies Law.

Minimum statutory quorum: at least 25% of the Company's share capital. The shareholders, present or represented or by correspondence, representing 63.89624% of the total votes, participate in this meeting.

3. AGENDA

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

- 1) Approval of the amendment of art. 12.2 of the Company's articles of association in accordance with art. 204 para. (7) of the Companies Law, so that the identification data of the Company's auditor are omitted, as follows:



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2)

INITIAL FORM

Art. 12.2. The company will have a financial auditor, natural or legal person, appointed by the Ordinary General Meeting of Shareholders according to the law. The financial auditor of the Company is the company BAKER TILLY KLITOU AND PARTNERS S.R.L., of Romanian nationality, with registered office in Pipera Road no. 42, Globalworth Plaza, 7th floor, office no. 2, sector 2, Bucharest, registered with the Trade Register under no. J40/5434/2003, EUID ROONRC J40/5434/2003 having a unique identification code 15381680, legally represented by Mr. Serge Gonvers, as administrator. The auditor's mandate is valid until 30 April 2026

PROPOSED FORM

Art. 12.2. The company will have a financial auditor, natural or legal person, appointed by the Ordinary General Meeting of Shareholders according to the law. The mandate of the financial auditor is the one established by the decision of the Ordinary General Meeting of Shareholders appointing it.

- 3) Ratification of the Electricity Sale-Purchase Agreement no. 318 dated 12.03.2025, as amended by the Power Purchase Agreement - "PPA", concluded between the Company, as Seller, and GES Furnizare S.R.L. (VAT 48797417, J2023017350401), an affiliated company in which the Company holds a 62% stake in the share capital, as Buyer, with a duration of 10 years and having as object the delivery of an estimated total quantity of approximately 736 GWh of electricity produced by the photovoltaic plant CEF Giurgiu (50,190 MW installed), as well as the confirmation of all the acts, negotiations and steps previously taken by the Company's Board of Directors in connection with its conclusion and execution.
- 4) 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 EGMS will be reflected.
- 5) Approval of the empowerment of the General Manager of the Company, with the possibility of sub-delegation, to sign any documents, including the resolutions of the EGMS and the updated Articles of Incorporation of the Company, to submit, to request the publication of the decisions in the Official Gazette of Romania part IV, to collect any documents, to fulfill any



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necessary formalities before the Trade Register Office, as well as before any other authority, public institution, legal or natural persons, as well as to execute any operations, in order to carry out and ensure the enforceability of the decisions to be adopted by the EGMS.

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.

AGENDA ITEM 1:

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 1. The shareholders approve the amendment of art. 12.2 of the Company's articles of incorporation in accordance with art. 204 para. (7) of the Companies Law, so that the identification data of the Company's auditor are omitted, as follows:

INITIAL FORM

Art. 12.2. The company will have a financial auditor, natural or legal person, appointed by the Ordinary General Meeting of Shareholders according to the law. The financial auditor of the Company is the company BAKER TILLY KLITOU AND PARTNERS S.R.L., of Romanian nationality, with registered office in Pipera Road no. 42, Globalworth Plaza, 7th floor, office no. 2, sector 2, Bucharest, registered with the Trade Register under no. J40/5434/2003, EUID ROONRC J40/5434/2003 having a unique identification code 15381680, legally represented by Mr. Serge

PROPOSED FORM

Art. 12.2. The company will have a financial auditor, natural or legal person, appointed by the Ordinary General Meeting of Shareholders according to the law. The mandate of the financial auditor is the one established by the decision of the Ordinary General Meeting of Shareholders appointing it.



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Gonvers, as administrator. The auditor's mandate is valid until 30 April 2026

For Decision 1, out of the total number of votes of the shareholders present, of 5,202,275 voting rights, representing 63.89642% of the Company's share capital, respectively 64.5356% of the voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,200,799, representing a proportion of 63.8783% of the Company's share capital and respectively 99.9697% of the voting rights for this item.
- The total number of valid votes cast is 5,200,799.
- Number of votes cast in favour: 5,200,697 voting rights, representing 99.9697% of the voting rights for this item.
- Number of votes cast 'against': 102 voting rights, representing 0.002% of the voting rights for this item.
- Number of express abstentions from voting: 277 voting rights.
- Number of votes not cast: 1,199 voting rights.

Therefore, Decision no. 1 was adopted with 5,200,697 voting rights, representing 99.9697% of the voting rights for this item.

AGENDA ITEM 2:

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

At the same time, the chairman of the meeting points out that in order to avoid any conflict of interest and to ensure compliance with the principle of fair treatment of all shareholders, Mr. TUDOR Mihai Radu, who is an associate and administrator of GES, as well as a member of the Board of Directors and General Manager of Simtel Team, is considering abstaining from voting at the Extraordinary General Meeting of Shareholders on this point.

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 decide to ratify the Power Purchase Agreement no. 318 dated 12.03.2025, as amended by the Power Purchase Agreement ("PPA"), concluded between the Company, as Seller, and GES Furnizare S.R.L. (VAT 48797417, J2023017350401), an affiliated company in which the Company holds a 62% stake in the share capital, as Buyer, with a duration of 10 years and having as object the delivery of an estimated total quantity of approximately 736 GWh of electricity



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produced by the CEF Giurgiu photovoltaic plant (50,190 MW installed), as well as the confirmation of all the acts, negotiations and steps previously carried out by the Board of Directors of the Company in connection with its conclusion and execution.

For Decision 2, out of the total number of votes of the shareholders present, of 5,202,275 voting rights, representing 63.8964% of the Company's share capital, respectively 64.5356% of the voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,179,732, representing a proportion of 63.6195% of the Company's share capital and respectively 99.5667% of the voting rights for this point.
- The total number of valid votes cast is 5,179,732.
- Number of votes cast "for": 5,176,668 voting rights, representing 99.5078% of the voting rights for this item.
- Number of votes cast "against": 3,064 voting rights, representing 0.0589% of the voting rights for this item.
- Number of express abstentions from voting: 21,344 voting rights.
- Number of votes not cast: 1,199 voting rights.

Therefore, Decision no. 2 was adopted with 5,176,668 voting rights, representing 99.5667% of the voting rights for this item.

AGENDA ITEM 3:

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

Following the debates, the exercise of voting and the centralization of 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 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 EGMS will be reflected.

For Resolution 3, out of the total number of votes of the shareholders present, of 5,202,275 voting rights, representing 63.8964% of the Company's share capital, respectively 64.5356% of the voting rights, the following results were recorded:



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- The number of shares for which valid votes were cast is 5,201,076, representing a proportion of 63.8817% of the Company's share capital and respectively 99.9770% of the voting rights for this item.
- The total number of valid votes cast is 5,201,076.
- Number of votes cast "for": 5,201,076 voting rights, representing 99.9770% 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 votes not cast: 1,199 voting rights.

Therefore, Decision no. 3 was adopted with: 5,201,076 voting rights, representing 99.9770% of the voting rights for this item.

AGENDA ITEM 4:

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

Following the debates, the exercise of voting and the centralization of 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 decide to approve the power of attorney of the General Manager of the Company, with the possibility of sub-delegation, to sign in the name and on behalf of the Company, with full power and authority, to sign any documents, including the resolutions of the EGMS and the updated Articles of Incorporation of the Company, to submit, to request the publication of the decisions 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 persons, as well as to execute any operations, in order to carry out and ensure the enforceability of the decisions to be adopted by the EGMS.

For Decision 4, out of the total number of votes of the shareholders present, of 5,202,275 voting rights, representing 63.8964% of the Company's share capital, respectively 64.5356% of the voting rights, the following results were recorded:

- The number of shares for which valid votes were cast is 5,201,076, representing a proportion of 63.8817% of the Company's share capital and respectively 99.9339% of the voting rights for this item.
- The total number of valid votes cast is 5,201,076.
- Number of votes cast in favour: 5,198,834 voting rights, representing 99.9339% of the voting rights for this item.



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- Number of votes cast "against": 2,242 voting rights, representing 0.0431% of the voting rights for this item.
- Number of express abstentions from voting: 0 voting rights.
- Number of votes not cast: 1,199 voting rights.

Therefore, Decision no. 4 was adopted with 5,198,834 voting rights, representing 99.9339% 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.

A general online question is asked: "One last question, please: is the current global political context felt in Simtel's activity?"

In response, the chairman of the meeting shows that in order to alleviate the situation of companies that have projects from MIPE already contracted, because part of the PNRR expires on 31.06.2026, it seems that everyone is interested in things having a positive course, as there is a political current that supports renewable energy projects. The war in the Gulf and Ukraine is seen as a clear signal from the EU to accelerate the transition to renewable energy projects. For oil-poor Europe, it is best for Europe to continue on this path of access to solar resources, which are unlimited.

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

The deliberations and voting on all the items on the agenda being exhausted, the meeting of the Extraordinary General Meeting of Shareholders of SIMTEL TEAM S.A. on 27.04.2026 is declared closed at 12:25.

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

The present minutes of the Extraordinary General Meeting of Shareholders of the Company were drafted by the Secretary for signing today, 27.04.2026, in electronic format with a qualified electronic signature. The present minutes of the Extraordinary 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



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Secretary

Mihai Chişu