



Transilvania Investments

Information material regarding item 2 on the agenda of the Extraordinary General Meeting of Shareholders of October 7(8), 2025

Amendment of art. 3 of the Company's Articles of Incorporation

<i>Initial form</i>	<i>Updated form</i>	<i>Reasoning</i>
Art. 3 - (1) The Company's headquarters is located in Brasov, 2 Nicolae Iorga Street, Brasov County, Romania. (2) As necessary and appropriate, the Executive Board may establish or close branches, subsidiaries, agencies, representative offices, as well as work points, both in the country and abroad, with the endorsement of the Supervisory Board and by observing the legal requirements regarding authorization and publicity. (3) In order to carry out its object of activity, the Company has established a representative office/work point located in Bucharest, Ana Tower Building, Poligrafiei Blvd. no. 1A, Floor 1, Zone B, Sector 1.	Art. 3 - (1) The Company's headquarters is located in Brasov, 2 Nicolae Iorga Street, Brasov County, Romania. (2) As necessary and appropriate, the Executive Board may establish or close branches, subsidiaries, agencies, representative offices, as well as work points, both in the country and abroad, with the endorsement of the Supervisory Board and by observing the legal requirements regarding authorization and publicity.	Art. 3 para. (2) of the Company's Articles of Incorporation stipulates that <i>As necessary and appropriate, the Executive Board may establish or close branches, subsidiaries, agencies, representative offices, as well as work points, both in the country and abroad, with the endorsement of the Supervisory Board and by observing the legal requirements regarding authorization and publicity.</i> Therefore, based on the Decision of the Executive Board no. 2/24.09.2021 and the Resolution of the Supervisory Board no. 17/30.09.2021, art. 3 para. (3) of the Articles of Incorporation was amended as follows: <i>In order to carry out its object of activity, the Company has established a representative office/work point located in Bucharest, Ana Tower Building, Poligrafiei Blvd. no. 1A, Floor 1, Zone B, Sector 1.</i> The updated Articles of Incorporation were endorsed by the Financial Supervisory Authority, through Authorization no. 234/19.11.2021. The representative office/work point was established in order to provide a location for carrying out the activities of the Supervisory Board at its request and the possible meetings of the Executive Board

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CUI/CIF: RO 3047687
R.C. J08/3306/1992

Autorizată A.F.I.A.:
Autorizație ASF nr. 40/15.02.2018

Autorizată F.I.A.I.R.:
Autorizație ASF nr. 150/09.07.2021

Cod LEI (Legal Entity Identifier):
254900E2IL36VM93H128

Capital social:
215 044 379,70 lei

Nr. Registru ASF:
PJR071AFIAA/080005

Nr. Registru ASF:
PJR09FAIR/080006

IBAN B.C.R. Braşov:
RO08 RNCB 0053 0085 8144 0001

Societate administrată în sistem dualist

		members and/or employees with collaborators and investors. In order to implement the new provisions of the FSA Regulation no. 10/2015 regarding the conditions for the authorization of secondary offices, the Company analysed the necessity/opportunity of keeping this office and, taking into account that the reasons and considerations that were the basis for the decision to establish the representative office/work point in Bucharest no longer exist, it was concluded that the solution of closing it responds equally to both legislative and economic considerations. Thus, it is proposed to the Extraordinary General Meeting of Shareholders to approve the closure of the representative office/work point of the Company in Bucharest, Ana Tower Building, Poligrafiei Boulevard no. 1A, 1st Floor, Zone B, Sector 1, in compliance with the legal requirements regarding its publicity and deletion, as well as the approval of the amendment of Article 3 of the Articles of Incorporation, by removing paragraph 3, following the closure of the representation/work point.
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Marius-Adrian MOLDOVAN
Executive President

Dragoş-Ionuţ BOSÎNCEANU
Compliance Officer