Information material regarding item 12 on the agenda of the Ordinary General Meeting of Shareholders of April 29(30), 2026

Approval of the Remuneration Policy of Transilvania Investments Alliance

Item 12 on the agenda of the Ordinary General Meeting of Shareholders of April 29(30), 2026, stipulates:

Approval of the Remuneration Policy of Transilvania Investments Alliance

Context of the review

In exercising its obligations of periodic monitoring and evaluation of the internal mechanisms, according to the prudential requirements specific to the authorization as an **AIFM** and the status of **listed issuer**, Transilvania Investments submits to the approval of the **Ordinary General Meeting of Shareholders** the updated version of the **Remuneration Policy**.

The review of the Remuneration Policy aimed **to harmonize** the internal mechanisms with the statutory obligations, maintaining only those instruments that are essential for a compliant administration. Subsequently, provisions which have not been operationally **relevant** during the previous implementation periods were removed.

The refinement of the administrative processes related to SOP programs, including from financial and accounting points of view, aims to ensure an efficient management of remuneration packages for risk-takers.

At the same time, the elimination of subjective variability in the application and implementation of remuneration decisions ensures **a clear, transparent remuneration policy** that meets audit requirements and reconfirms the commitment to corporate governance standards, confirming the Company's institutional maturity in relation to the investors and shareholders expectations.

Considering that on the date of publication of the agenda of the Ordinary General Meeting of Shareholders of April 29/30, 2026 the Company's Supervisory Board has a structure that does not allow statutory decisions to be taken, the revised Remuneration Policy was not subject to approvals/endorsements by the Board or recommendations by a Nomination and Remuneration Committee. The Company's key functions were actively involved in the review process.

The review process also considered the Company's obligations imposed by the FSA and the internal auditors recommendations, whose implementation deadline, committed by the Company, is 30.04.2026.

We mention that, by the Resolution of the Ordinary General Meeting of Shareholders dated April 22, 2024, the shareholders approved *Art. 7 – Approval of the Remuneration Policy of Transilvania Investments Alliance 2024 – 2028*. That article was approved with 692,616,605 votes "for", representing 99.58% of the total votes

Transilvania Investments Alliance S.A.
Str. Nicolae Iorga 2, Brașov 500057, România
Tel.: +40 268 415 529
Tel.: +40 268 416 171
office@transilvaniainvestments.ro
www.transilvaniainvestments.ro

CUI/CIF: RO 3047687
R.C. J1992003306085
Autorizată A.F.I.A.: Autorizaţie ASF nr. 40/15.02.2018
Autorizată F.I.A.I.R.: Autorizaţie ASF nr. 150/09.07.2021
Cod LEI (Legal Entity Identifier): 254900E2IL36VM93H128

Capital social: 212.644.000 lei
Nr. Registru ASF: PJR071AFIAA/080005
Nr. Registru ASF: PJR09FIAIR/080006
IBAN B.C.R. Brașov: RO08 RNCB 0053 0085 8144 0001

Societate administrată în sistem dualist

cast. During the General Meetings held during the validity period of the Remuneration Policies, the shareholders voted on the Annual Remuneration Report without recording any points of view, and the financial auditor issued favourable reports regarding the Remuneration Report.

Reviewed Items

Chapter 1 and 2 – DEFINITIONS and FUNDAMENTAL PRINCIPLES

- Marginal provisions have been adjusted, without impact by reformulating some paragraphs;

Chapter 3 – DRAFTING, APPROVAL AND OVERSIGHT OF THE REMUNERATION POLICY

- The name and information regarding the composition of the Nomination and Remuneration Committee have been harmonized according to the Articles of Incorporation;
- The main responsibilities and attributions of the Nomination and Remuneration Committee in terms of remuneration were reviewed for a concise and clear definition, in correlation with the corporate governance principles;
- Responsibilities on the approval of variable remuneration have been clearly defined;

Chapter 4 – IDENTIFICATION OF STAFF CATEGORIES

- Elimination of the detailed enumeration of some departments, the process of establishing the identified staff being an analysis and decision prerogative of the executive management;

Chapter 5 – TYPES OF REMUNERATION

- Updating the remuneration limits for the Executive Board members, by eliminating historical milestones and aligning them with the Company's operational indicators;
- Including in subchapter *Performance and risk assessment* explicit criteria regarding the granting of the variable remuneration to the identified personnel provided that the Company's objectives (results) as established by the GSM are achieved;
- Reviewing the qualitative criteria for the members of the Supervisory Board and the Executive Board, in relation to the current regulatory framework;
- Reviewing the quantitative criteria for the members of the Executive Board in order to clarify the correlation with the Company's Strategy;
- Clear detailing the weights of each type of criterion for the categories of identified personnel;
- Detailing the methodology for calculating the total degree of achievement of the objectives;
- Defining elements and clarifications within the variable remuneration payment procedure, such as the allocation method*,* the payment mechanism and deferred payment;
- Considering the current economic context and the practical elements highlighted over time at the level of the Company, the Criteria/circumstances, covering in particular malus and/or claw-back situations, have been adjusted.

Following the adoption by the shareholders of the resolution on item 12 on the agenda of the Ordinary General Meeting of Shareholders of April 29/30, 2026, the Remuneration Policy will be published on the Company's website together with the result of the vote and a description of the significant changes that have occurred in the review process.

In accordance with the items on the agenda of the Ordinary General Meeting of Shareholders of April 29/30, 2026, the shareholers are asked to approve the authorization of the Company's Executive Board to adopt and implement any decision and to perform all the necessary, useful and/or appropriate legal acts and facts for the fulfillment of the OGMS resolution.

Marius-Adrian MOLDOVAN
Executive President

Dragoș-Ionuț BOSÎNCEANU
Compliance Officer