

**RESOLUTIONS OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS  
ELECTRO – ALFA INTERNAȚIONAL S.A.**

Calea Națională, No. 15, Botoșani County, Botoșani  
J1994001310079, CUI 7348194, EUID: ROONRC.J1994001310079,  
subscribed and fully paid-in share capital: RON 47,136,076.75

**No. [●] dated 29 May 2026**

The shareholders of **ELECTRO – ALFA INTERNAȚIONAL S.A.**, registered with the Botoșani Trade Registry under no. J1994001310079, Sole Registration Code 7348194, European Unique Identifier (EUID): ROONRC.J1994001310079, having its registered office at Calea Națională, No. 15, Botoșani, Botoșani County, Romania, having subscribed and fully paid-in share capital of RON 47,136,076.75 ("**Electro Alfa**" or the "**Company**") have met today, 29 May 2026, at 10:00 (Romanian time) at the address Calea Națională, No. 30E, at the headquarters of Academia ALFA, Botoșani, Botoșani County, Romania, in the Ordinary General Meeting of Shareholders (the "**OGMS**"), at the first convocation, pursuant to the convening notice published in the Official Gazette of Romania, Part IV, no. 2485 dated 27 April 2026 and in Ziarul Bursa no. 75 dated 27 April 2026, respectively in the Official Gazette of Romania, Part IV, no. [●] dated [●] 2026 and in Ziarul Bursa no. [●] dated [●] 2026.

Following the acknowledgement that the legal and statutory conditions for holding the OGMS have been met and the discussions on the items listed on the agenda, the shareholders present have adopted the following resolutions, which have been duly recorded in the minutes of the meeting:

**RESOLUTION NO. 1**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the "against" vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

The election of Mr. Arhip Mihai Alexandru (and in his absence, the election of Mr. Constantin Todi) as meeting secretary of the OGMS, all of them having the identification data available at the Company's headquarters.

## **RESOLUTION NO. 2**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the “for” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the “against” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

(i) The annual financial report for 2025, consisting of the consolidated annual financial statements prepared for the fiscal year ended on 31 December 2025, in accordance with the International Financial Reporting Standards, as amended and supplemented, the consolidated annual report of the Board of Directors and the independent auditor’s report, given that the Company’s shares were admitted to trading on the Main Market operated by the Bucharest Stock Exchange as of March 3, 2026; and (ii) the individual financial statements prepared in accordance with Order of the Minister of Public Finance No. 1802/2014, as amended, as of and for the fiscal year ended 31 December 2025, the Board of Directors’ individual report for the fiscal year ended 31 December 2025, and the independent auditor’s report.

In the financial year ended on 31 December 2025, the Company has registered net profit in the amount of RON 99,746,604, which will be allocated as retained earnings.

## **RESOLUTION NO. 3**

The following item on the OGMS agenda has not been subject to voting in the OGMS, as it became moot following the addition of item 2 to the OGMS agenda:

Approval of the annual financial report for the year 2025 consisting of the annual financial statements prepared for the financial year ended on 31 December 2025 in accordance with the Order of the Minister of Public Finance no. 2844/2016 for the approval of accounting regulations in compliance with the International Financial Reporting Standards, as subsequently amended and supplemented, together with the annual report prepared by the Board of Directors and the independent auditor’s report, considering that the Company’s shares were admitted to trading on the Main Market operated by the Bucharest Stock Exchange as of 03.03.2026. In the financial year ended on 31 December 2025, the Company has registered net profit in the amount of RON 99,746,604, which will be allocated as retained earnings.

#### **RESOLUTION NO. 4**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the “for” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the “against” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

The distribution of dividends in the amount of **RON 39,594,304** (gross dividend amount), representing a gross dividend per share of **RON 0.21**, from the undistributed profit for the financial years 2023 and 2024.

#### **RESOLUTION NO. 5**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the “for” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the “against” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

The discharge of liability of the Board of Directors for the financial year ended on 31 December 2025.

#### **RESOLUTION NO. 6**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the “for” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the “against” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

The Remuneration Policy of the Company, in accordance with the OGMS supporting documentation.

### **RESOLUTION NO. 7**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the “for” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the “against” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

The remuneration of the members of the Board of Directors, in accordance with the Company’s remuneration policy.

### **RESOLUTION NO. 8**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the “for” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the “against” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

The income and expenses budget for the financial year 2026, in accordance with the OGMS supporting documentation.

### **RESOLUTION NO. 9**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the “for” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the “against” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

The acknowledgement of the resignation from the mandate of member of the Board of Directors by Mr. Arhip Mihai – Alexandru, effective as of the date of the OGMS resolution, i.e. 29 May 2026.

### **RESOLUTION NO. 10**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the “for” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the “against” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

The election of Mrs. Valentina Elena Siclovan as member of the Board of Directors, for a mandate equal to that of the current members of the Board of Directors, i.e. a mandate of 3 years, 5 months and 5 days, until 03.11.2029.

### **RESOLUTION NO. 11**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the “for” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the “against” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

The appointment of KPMG Audit S.R.L., for a mandate of one year starting with the date of the OGMS resolution and until 29 May 2027, as auditor of the Company with respect to the sustainability reporting/sustainability statement prepared in accordance with the requirements of Directive (EU) 2022/2464 on corporate sustainability reporting (“CSRD”) and of Delegated Act no. 5303/2023 on European sustainability reporting standards supplementing the CSRD Directive transposed into national legislation through Order of the Minister of Public Finance 85/2024 for regulating aspects related to sustainability reporting (“OMFP 85/2024”), as well as the authorisation of the Board of Directors, in the name and on behalf of the Company, with full power and authority:

- to negotiate the terms and conditions of the mandate of KPMG Audit S.R.L., as well as to negotiate, approve and sign any documents, respectively to carry out any necessary, useful or opportune legal acts and deeds in connection with the above; and
- to empower the Company’s representatives to sign any such documents, to fulfil any such formalities and to carry out any such actions.

### **RESOLUTION NO. 12**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the “for” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the “against” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

The appointment of KPMG Audit S.R.L. for a mandate of one year starting with the date of the OGMS resolution and until 29 May 2027 for the review of the individual and consolidated financial statements of the Company starting with the financial year ending on 31 December 2026, as well as the authorisation of the Board of Directors, in the name and on behalf of the Company, with full power and authority:

- to negotiate the terms and conditions of the mandate of KPMG Audit S.R.L., as well as to negotiate, approve and sign any documents, respectively to carry out any necessary, useful or opportune legal acts and deeds in connection with the above; and
- to empower the Company’s representatives to sign any such documents, to fulfil any such formalities and to carry out any such actions.

### **RESOLUTION NO. 13**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the “for” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the “against” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

Setting the date of:

- (i) 30.06.2026 as registration date, identifying the shareholders who will benefit from the effects of the resolutions adopted by the OGMS, in accordance with the provisions of Article 87 para. (1) of Law no. 24/2017;
- (ii) 29.06.2026 as “ex-date”, computed in accordance with the provisions of Article 2 para. (2) letter (I) of Regulation no. 5/2018;
- (iii) 20.07.2026 as payment date, computed in accordance with the provisions of Article 178 para. (2) of Regulation no. 5/2018.

As they are not applicable to this OGMS, the shareholders do not decide on the other aspects set out in Article 176 para. (1) of Regulation no. 5/2018 such as date of the guaranteed participation.

#### **RESOLUTION NO. 14**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the “for” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence, with the “against” vote of shareholders representing [●]% ([●] votes) of the votes of shareholders present, represented or who cast their vote by correspondence (with [●] abstentions and [●] uncast votes):

[Approved]/[Rejected]:

The authorisation of Mr. Ciubotaru Gheorghe, as Chairman of the Board of Directors, with the right to sub-delegate, in the name and on behalf of the Company, with full power and authority, to execute any documents, including, but without limitation to, the OGMS resolution, to file and to request the publication of the resolution in Part IV of the Official Gazette of Romania, to pick up any documents, as well as to fulfil any necessary formalities in front of the Trade Registry Office, as well as in front of any other authority, public institution, legal entities and individuals, as well as to carry out any acts for implementing and ensuring the opposability of the resolutions which will be adopted by the OGMS.

This resolution has been drawn up and signed in the name and on behalf of the shareholders, today, 29 May 2026, in 2 (two) original copies, by the chairman of the meeting, Mr. [●] and the meeting secretary, [●].

**[SIGNATURE PAGE TO FOLLOW]**