



DRAFT

RESOLUTION NO. 27
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TRANSILVANIA BROKER DE ASIGURARE S.A., Bistrita
dated April 28, 2026

The Ordinary General Meeting of Shareholders (“OGMS”) of TRANSILVANIA BROKER DE ASIGURARE S.A. (“the Company”), with its registered office in Bistrița, 13 Calea Moldovei Street, Bistrița Năsăud County, a Romanian legal entity whose business purpose is insurance distribution, authorized by the Financial Supervisory Authority pursuant to FSA Decision No. 114.420/2006 and registered in the Register of Insurance Brokers under No. RBK-374/11/17/2006, identified by CUI 19044296, registration number in the Trade Register J2006000674065, convened in accordance with the provisions of Law 31/1990 on companies, republished, with subsequent amendments and additions, the Company’s Articles of Incorporation, Law No. 24/2017 on issuers of financial instruments and market operations, as republished, with subsequent amendments and supplements, and ASF Regulation No. 5/2018 on issuers of financial instruments and market operations, with subsequent amendments and supplements,

adopted today, at the meeting held on April 28, 2026, at 10:00 a.m., in Bistrița, Bistrița-Năsăud County, with a quorum of _____% of the total 5,000,000 voting rights attached to the 5,000,000 shares issued by the Company, representing a total of _____ valid votes cast by a total of ___ shareholders, the following:

RESOLUTION
on the items on the agenda, as follows:

1. Approves *the Report of the Board of Directors*, prepared for the fiscal year ended December 31, 2025.

Voting : _____, _____% in favor, _____, _____% against, _____, _____% abstentions

2. Takes note of *the report of the statutory auditor* RAO AUDIT OFFICE S.R.L. regarding the individual financial statements of for the fiscal year 20 25.

3. Approves *the individual financial statements for the 2025 fiscal year*, namely: the balance sheet, the income statement, the statement of changes in equity, the cash flow statement, the accounting policies, and the notes to the financial statements for the year 2025, based on the Report of the Board of Directors and the Report of the Company’s financial auditor.

Voting : _____, _____% in favor, _____, _____% against, _____, _____% abstained

4. Approves the discharge of the Company’s Board of Directors for the 2025 fiscal year.

Voting : _____, _____% in favor, _____, _____% against, _____, _____% abstained



5. Approve the proposal regarding the distribution of net profit for the 2025 fiscal year. It is proposed that the net profit be distributed as follows:

Net profit to be distributed: 11,009,526 lei

Legal reserves: 0 lei

Other reserves: 0 lei

Coverage of carried-forward losses: 0 lei

Dividend distribution: 6,000,000 lei, with a proposed gross dividend per share of 1.2 lei per share.

Retained earnings: 5,009,526 lei

Voting : _____, _____% in favor, _____, _____% against, _____, _____% abstained

6. Approves *The Income and Expense Budget for the 2026 fiscal year*, with the following indicators:

Indicators 2026	LEI
Total revenue	146,997,000
Total expenses	139,265,000
Gross profit	7,732,000
Income tax	1,167,000
Net income	6,564,000

Voting : _____, _____% in favor, _____, _____% against, _____, _____% abstained

7. Approve *the Remuneration Report for the Company's Administrative and Executive Management for the 2025 fiscal year*, prepared in accordance with the provisions of Article 107 of Law 24/2017 on Issuers, as republished, with subsequent amendments.

Voting : _____, _____% in favor, _____, _____% against, _____, _____% abstained

8. Approves *the 2025 Annual Financial Report*, in accordance with the provisions of Article 65¹ of Law 24/2017 on issuers of financial instruments and market operations, as republished, with subsequent amendments.

Voting : _____, _____% in favor, _____, _____% against, _____, _____% abstained

9. Approves June 4, 2026, as the "**record date**" used to identify the shareholders who will be affected by the resolutions adopted by the Ordinary General Meeting of Shareholders in accordance with the provisions of Article 87(1)(1) of the Issuers' Law, as republished, with subsequent amendments, and sets June 3, 2026 as *the "ex-date."*

Voting : _____, _____% in favor, _____, _____% against, _____, _____% abstained



10. Approves June 24, 2026, as *the “payment date,”* pursuant to Art. 87, paras. (2)-(3) of Law 24/2017, as republished, as amended, and Article 178 of Regulation No. 5/2018 on issuers of financial instruments and market operations, as amended.

Voting : _____, _____% in favor, _____, _____% against, _____, _____% abstained

1. Authorizes Chairman of the Board of Directors Mr. Nicolae Dan, to sign this OGM Resolution on behalf of and for the account of all shareholders present at the Meeting.

Voting : _____, _____% in favor, _____, _____% against, _____, _____% abstentions

2. Authorizes the Director of the Legal Department, Ms. Denes Adriana, to take all necessary steps regarding the filing of the General Shareholders’ Meeting Resolution with the Trade Registry Office attached to the Bistrita-Nasaud Court, for the purpose of making the required legal entries and publishing it in the Official Gazette of Romania, Part IV .

Voting : _____, _____% in favor, _____, _____% against, _____, _____% abstained

This resolution was drafted and signed today, **April 28, 2026**, in 5 (five) original copies.

**Chairman of the Board of Directors
NICULAE DAN**