

To:
Financial Supervisory Authority
Financial Instruments and Investments Sector

Bucharest Stock Exchange

CURRENT REPORT

In compliance with the provisions of Law no. 24/2017 on issuers of financial instruments and market operations and Regulation no. 5/2018 on issuers of financial instruments and market operations

Date of the report: April 29, 2026

Name of issuer: SSIF BRK Financial Group SA

Headquarters: Cluj-Napoca, 119 Moșilor Street, Cluj County

Telephone/fax no: 0364-401.709/0364-401.710

Tax Identification Code: 6738423

Trade Register no/date: 1994003038124

Subscribed and paid share capital: RON 50,614,492.80

Regulated market where issued securities are traded: Bucharest Stock Exchange, Premium Tier, market symbol: BRK

Important events to be reported:

A. Conduct of the Extraordinary General Meeting of Shareholders of 29.04.2026, at the first convening; Resolutions adopted.

The Extraordinary General Meeting of Shareholders of BRK Financial Group SA was held at the first call on April 29, 2026, at 10:00 p.m., at the registered office of BRK Financial Group SA, located at 119 Calea Moșilor, Cluj-Napoca. According to the Convening Notice, the persons entitled to attend and vote were those holding shareholder status on the reference date of April 17, 2026.

Shareholders holding a number of 112,238,049 voting shares attended the meeting, representing 33.26% of the total number of voting shares in the share capital of BRK Financial Group S.A.

During the Extraordinary General Meeting, all items on the agenda were debated, and the shareholders resolved as follows:

Resolution 1

It is approved the implementation of an "equity stock option plan" (ESOP) from the Company's own shares, to be granted to directors, managers and employees of the Company, in an amount of up to 20% of the net profit recorded at the end of the 2026 financial year. The Board of Directors shall be empowered to approve the ESOP structure, to adopt all necessary measures and to carry out all formalities required for the approval and implementation of the ESOP, including, but not limited to: (i) determining the criteria based on which shares will be granted to directors and employees; (ii) determining the positions within the organizational chart eligible for the program; (iii) establishing the conditions for acquiring shares; (iv) preparing and publishing the information documents in accordance with the law, etc. The allocation criteria and the value of shares granted to the members of the Board of Directors shall be subject to approval by the next General Meeting of Shareholders.

Resolution 2

It is approved a share buyback operation for a maximum number of 33,000,000 treasury shares, in compliance with applicable legal provisions and having the following main characteristics:

- The Company shall repurchase shares in order to fulfill its legal obligations for settlement in financial instruments within "equity stock option plan" (ESOP) programs, for the distribution of shares to employees, directors and managers of the Company.
- The repurchase of shares, up to a maximum of 33,000,000 shares, shall be carried out on the market where the shares are listed and/or through public tender offers. The purpose of the buyback is allocation within the ESOP program. If the number of repurchased shares

exceeds the volume required for the ESOP, the EGMS shall decide on their alternative use, including but not limited to cancellation, use in a subsequent ESOP, etc.

c) Minimum price per share: RON 0.1

d) Maximum price per share: RON 0.2

e) The buyback operation shall be carried out over a maximum period of 12 months from the date of publication of this resolution

f) The implementation of the buyback operation shall be made from the Company's own funds, in accordance with applicable legal provisions

Resolution 3

It is approved the amendment of the Company's Articles of Association, in accordance with the proposals detailed in the attached document.

Resolution 4

It is approved the authorization of the Board of Directors to adopt all necessary decisions for the implementation of the resolution regarding the share buyback operation, including but not limited to: establishing the acquisition methods and execution of each component of the operation, completing all stages and formalities required for implementation, adopting the necessary measures regarding the application of allocation criteria, determining beneficiaries and the number of rights/options to acquire shares, setting the exercise period of such rights, preparing and publishing information documents in accordance with the law.

Resolution 5

It is approved **May 20, 2026** as the registration date (ex-date: **May 19, 2026**) of the shareholders upon whom the effects of the resolutions adopted by the Extraordinary General Meeting of Shareholders shall be reflected, in accordance with Art. 87 para. (1) of Law no. 24/2017.

Resolution 6

It is approved the authorization of Mr. Sandu Pali, with the possibility of substitution, to carry out all procedures and formalities provided by law for the implementation of the resolutions of the Meeting, including for signing the Articles of Association, to submit and collect documents and to sign for this purpose on behalf of the Company in relation to the Trade Register, the Financial Supervisory Authority, the Bucharest Stock Exchange, as well as other public or private entities.

B. Conduct of the Ordinary General Meeting of Shareholders of 29.04.2026, at the first convening; Resolutions adopted.

The Ordinary General Meeting of Shareholders of BRK Financial Group S.A. was held at the first convening on 29.04.2026, at 12:00, at the registered office of BRK Financial Group S.A., Calea Moșilor no. 119, Cluj-Napoca. In accordance with the Convening Notice, the persons entitled to attend and vote were those holding shareholder status on the reference date, 17.04.2026.

Shareholders holding a number of 115,475,043 voting shares attended the meeting, representing 34.22% of the total number of voting shares in the share capital of BRK Financial Group S.A.

During the Ordinary General Meeting, all items on the agenda were debated, and the shareholders resolved as follows

Resolution 1

It is approved the Company's audited individual and consolidated annual financial statements for the financial year 2025, prepared in accordance with the International Financial Reporting Standards, based on the Board of Directors' Report and the Company's financial auditor's report.

Resolution 2

It is approved the 2025 annual financial report in accordance with Art. 65' of Law no. 24/2017.

Resolution 3

It is approved the discharge of liability of the Company's directors for the activity carried out during the financial year 2025, based on the reports presented.

Resolution 4

It is approved the remuneration of the members of the Board of Directors and of the additional remunerations granted to Board members entrusted with specific functions, for the financial year 2026 and until the first OGMS approving the 2026 financial statements (to be held in 2027).

Resolution 5

It is approved the remuneration policy for non-executive directors and the Company's executives, in accordance with Art. 106 of Law no. 24/2017 on issuers of financial instruments and market operations, and the mandate of the Board of Directors to carry out the necessary formalities.

Resolution 6

It is approved the election of two members of the Board of Directors, Mr. Ivan Alexandru and Mr. Duhnea Alin, considering item no. 3 on the agenda of the Extraordinary General Meeting of Shareholders dated April 29/30, 2026. The newly elected directors shall exercise their duties only after obtaining the approval decision issued by the Financial Supervisory Authority.

Resolution 7

It is approved the Company's remuneration policy, applicable to the members of the Board of Directors, the executive management, as well as other key/critical/other functions, in accordance with the attached proposal.

Resolution 8

It is approved the remuneration report regarding the Company's management structure for the financial year 2025 to the consultative vote of the OGMS, in accordance with Art. 107 of Law no. 24/2017.

Resolution 9

It is approved the Revenue and Expenditure Budget for the financial year 2026.

Resolution 10

It is approved the Board of Directors' proposal regarding the allocation of the net profit for the financial year 2025, as follows: allocation to the legal reserve (5%, amounting to RON 339,861) and allocation of the amount of RON 6,457,357 to retained earnings, to be used for covering losses from previous years.

Resolution 11

It is approved the Company's strategy.

Resolution 12

It is approved the acknowledgement of the termination by law, as of April 27, 2024, of the mandate of Mr. Robert Iulian Dănilă, as member of the Board of Directors and Chairman of the Board of Directors, following the expiry of the 4-year mandate established by the appointment act, which was not renewed, and approval of the registration of the corresponding mention with the Trade Register, respectively his deregistration from the register of persons holding management positions within SSIF BRK Financial Group maintained by the National Trade Register Office.

Resolution 13

It is approved **May 20, 2026** as the registration date (ex-date: **May 19, 2026**) of the shareholders upon whom the effects of the resolutions adopted by the Ordinary General Meeting of Shareholders shall be reflected, in accordance with Art. 87 para. (1) of Law no. 24/2017.

Resolution 14

It is approved the authorization of Mr. Sandu Pali, with the possibility of substitution, to carry out all procedures and formalities provided by law for the implementation of the resolutions of the Meeting, to submit and collect documents and to sign for this purpose on behalf of the Company in relation to the Trade Register, the Financial Supervisory Authority, the Bucharest Stock Exchange, as well as other public or private entities.

Sandu Pali
Deputy General Manager

Amendment to the Articles of Association

| No. | Current form of the Articles of Association | Amended form of the Articles of Association |
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| 1. | 1. The Ordinary General Meeting shall be convened at least once a year, no later than 4 months after the end of the financial year. The duties of this meeting shall be those established by the legal provisions in force. | 1. The Ordinary General Meeting shall be convened at least once a year, no later than 5 months after the end of the financial year. The duties of this meeting shall be those established by the legal provisions in force. |
| 2. | <p>Article 13: Board of Directors</p> <p>1. The Board of Directors consists of 3 members, who may be either executive or non-executive directors. The majority of the members of the Board of Directors shall be non-executive directors. The members of the Board of Directors are elected for a 4-year term of office and may be re-elected.</p> <p>As at the date of these Articles of Association, the Board of Directors has the following composition: Constantin Sorin, Petrescu Răducu Marian, Gherguș Nicolae.</p> <p>2. Before taking office, the members of the Board of Directors shall be authorised by the.</p> <p>3. The Board of Directors shall have its own rules of organisation and functioning. The decisions of the Board of Directors shall be adopted by a simple majority of its members, subject to the quorum requirements. In order for the quorum to be met, at least three directors must attend the meeting of the Board of Directors.</p> <p>Participation in the meetings of the Board of Directors may also take place by means of remote communication, such as videoconference, telephone conference, etc.</p> <p>In exceptional cases, justified by the urgency of the situation and in the interest of BRK Financial Group S.A., with the prior unanimous consent of the members, a meeting may be convened by e-mail. The votes and any objections regarding the items on the agenda shall be submitted in writing by e-mail, without the need for the members to physically meet.</p> <p>This procedure may not be used for decisions of the Board of Directors concerning the annual financial statements or the authorised capital.</p> <p>The company's directors, department heads, other employees and guests may be invited to attend the meetings of the Board of Directors, without voting right.</p> <p>4. The remuneration of the members of the Board of Directors, as well as the form and content of the management agreement, shall be established and approved by the Ordinary General Meeting of Shareholders, through the remuneration policy.</p> | <p>Article 13: Board of Directors</p> <p>1. The Board of Directors shall consist of 3 to 5 members, who may be either executive or non-executive directors. The majority of the members of the Board of Directors shall be non-executive directors. The members of the Board of Directors shall be elected for a 4-year term of office and may be re-elected.</p> <p>2. The term of office shall begin on the date of the ASF authorisation.</p> <p>3. The Board of Directors shall have its own rules of organisation and functioning. The decisions of the Board of Directors shall be adopted by a simple majority of its members, subject to quorum requirements. In order for the quorum to be met, at least three directors must attend the meeting of the Board of Directors.</p> <p>4. The remuneration of the members of the Board of Directors, as well as the form and content of the management agreement, shall be established and approved by the Ordinary General Meeting of Shareholders.</p> <p>5. In the event of a vacancy in one or more director positions, the Board of Directors may appoint provisional members, but their rights and obligations shall be suspended until the date on which the ASF authorisation is obtained</p> <p>6. The directors may be revoked at any time by the Ordinary General Meeting of Shareholders. If the revocation occurs without just cause, the director shall be entitled to compensation for damages.</p> |
| 3. | - | <p>To be added to Article 15</p> <p>6. The term of office of the executive directors shall begin on the date of the ASF authorisation.</p> <p>7. The directors may be revoked at any time by the Board of Directors. If the revocation occurs without just cause, the director concerned shall be entitled to compensation for damages.</p> |
| 4. | <p>4. As at the date of these Articles of Association, the company's financial auditor is JPA AUDIT & CONSULTANȚĂ SRL, a Romanian company, with its registered office in Bucharest, Sector 3, 35 Mircea Vodă Blvd., 3rd floor, registered with the Trade Register Office attached to the Bucharest Tribunal under no. J40/8636/2002, having sole registration code RO14863621, represented by Mr. Toma Florin, for the financial years 2024 and 2025.</p> <p>5. As at the date of these Articles of Association, the company's financial auditor is SC 3B EXPERT AUDIT SRL RUSSELL BEDFORD, a Romanian company, with its registered office in Bucharest, Sector 2, 114 Aurel Vlaicu Street, registered with the Trade Register Office attached to the Bucharest Tribunal under no. J1998006669402, having sole registration code 10767770, represented by Mr. Badiu Dan Andrei, for the financial years 2026 and 2027.</p> | To be removed |