

# PURCARI

WINERIES GROUP

## **PURCARI WINERIES PUBLIC COMPANY LIMITED**

1 Lampousas Street, 1095, Nicosia, Cyprus  
Tel: +373 22 856 035, Fax: +373 22 856 022  
HE201949  
Share capital: EUR 411,441.21  
[www.purcariwineries.com](http://www.purcariwineries.com)

## **PURCARI WINERIES PUBLIC COMPANY LIMITED (the “Company”, the “Group”)**

### ***NOTICE OF ANNUAL GENERAL MEETING OF THE SHAREHOLDERS***

NOTICE IS HEREBY GIVEN that the annual general meeting (the “Meeting” the “AGM”) of the shareholders of the Company will be held at the Company’s headquarters, located at Calea Ilesilor 8, Chisinau, Republic of Moldova, MD-2069 on May 25, 2026, at 10:00 local time, with the following agenda:

1. Presentation and review of the Annual Financial Report which includes the final, audited, separate Financial Statements of the Company, the final, audited, consolidated Financial Statements of Purcari Wineries Public Company Limited for the financial year ended December 31, 2025, the ESEF financial statements, including the applied iXBRL tags in the 2025 consolidated Financial Statements, the Management Report of the Company's Board of Directors (the "Board of Directors"), the Statement on Corporate Governance and the Independent Auditor's Report of the Company upon those financial statements (the "Annual Financial Report 2025").
2. Retirement and nomination for re-appointment of one non-executive director pursuant to Regulations 106 – 109 of the Articles of Association of the Company. Regulations 106 – 109 provide for the retirement of one-third of the non-executive directors of the Board of Directors at each Annual General Meeting; and the directors to retire by rotation shall be those who have been in office the longest since their last re-appointment, and as between individuals who were appointed as directors on the same day, those to retire (unless they otherwise agree among themselves) shall be determined by lot. The Board of Directors of the Company has five non-executive members. Three out of the five non-executive members were elected to the Board of Directors for the first time at the Extraordinary General Meeting held on December 15, 2025; and the other two were re-appointed or elected at the AGM held on May 23, 2025. Following, the first of the two non-executive directors who has been in office the longest since May 2025 following her re-election, Ms. Paula-Catalina Banu, retires and offers herself for re-election at this Annual General Meeting. The Board of Directors recommends to the Annual General Meeting the re-election of Ms. Paula-Catalina Banu.
3. Retirement and nomination for re-appointment of one non-executive director pursuant to Regulations 106 – 109 of the Articles of Association of the Company. Regulations 106 – 109 provide for the retirement of one-third of the non-executive directors of the Board of Directors at each Annual General Meeting; and the directors to retire by rotation shall be those who have been in office the longest since their last re-appointment, and as between individuals who were appointed as directors on the same day, those to retire (unless they otherwise agree among themselves) shall be determined by lot. The Board of Directors of the Company has five non-executive members. Three out of the five non-executive members were elected to the Board of Directors for the first time at the Extraordinary General Meeting held on December 15, 2025; and the other two were re-appointed or elected at the AGM held on May 23, 2025. Following, the first of the two non-executive directors who has been in office the longest since May 2025 following her re-election, Ms. Raluca Ioana Man, retires and offers herself for re-election at this Annual General Meeting. The Board of Directors recommends to the Annual General Meeting the re-election of Ms. Raluca Ioana Man.

4. Re-appointment of the independent auditors KPMG Limited as the auditors of the Group and of the Company for the Financial Year ending 31 December 2026, and authorization to the Board of Directors to fix their remuneration for the financial year ending 31 December 2026.
5. Submission of the Remuneration Report of the Executive and Non-Executive Directors for the financial year that ended on December 31, 2025, to the advisory vote of the Annual General Meeting.
6. Any other matter, that may, according to the Company's Articles of Association, be discussed at the Annual General Meeting.

**Dated:** April 30, 2026

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Eleni Petrou  
For and on behalf of INTER JURA CY (SERVICES) LIMITED  
Secretary

## Notes to the Notice of the Annual General Meeting

### ENTITLEMENT TO PARTICIPATE IN THE MEETING

- (1) Any person appearing as a member in the register of members of the Company on the record date (a “**Member**”) is entitled to attend the Meeting. The **record date** for determining the right to attend the Meeting is **May 14<sup>th</sup>, 2026**.
- (2) A Member of the Company entitled to attend at the Meeting is entitled to participate in person (by the legal representative or by proxy, or by correspondence). A member can appoint one or more proxies to attend and, where applicable, vote instead of him/her/them. Such proxy need not be a Member of the Company.

Joint holders may elect one of the joint holders to represent them and to vote whether in person or by proxy in their name. In default of such election, the vote of the senior of such joint holders who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose, seniority shall be determined by the order in which the names of such holders stand in the register of Members.

- (3) A Member wishing to appoint more than one proxy must do so by a single instrument and the presence at the Meeting of the person mentioned first on the instrument, appointing a proxy, shall preclude any other person, mentioned therein, from attending and so on.
- (4) The instruments for appointing a proxy are available on the Company’s website (<https://purcariwineries.com/>). The signed instrument(s) must be deposited (together with the power of attorney or other authority (if any) under which they are signed, or a notarial certified copy of such power of authority) at the registered office of Company (1 Lampousas street, P.C. 1095, Nicosia, Cyprus) or send by facsimile to +357 22 779939 or send by an electronic message to [g.ioannou@chrysostomides.com.cy](mailto:g.ioannou@chrysostomides.com.cy) **at least 48 hours before the time of the Meeting**.

Members are urged to confirm that the proxy form has been received by calling Mr. George Ioannou on +357 22 777000 or by email at [g.ioannou@chrysostomides.com.cy](mailto:g.ioannou@chrysostomides.com.cy)

- (5) The proxy can be an individual or a legal person. A legal person, appointed as proxy, shall, by resolution of its directors or other governing body, authorise such natural person(s) as it thinks fit to act as its representative at the Meeting. Such natural persons are required to carry with them a certified copy of the resolution from which they derive their authority.

#### Correspondence voting

A shareholder may vote by correspondence in the following way: the shareholder should complete and sign the form of proxy indicating his/her/their choices and appoint as his/her/their proxy the Chairman of the Annual General Meeting. In such a case, the Chairman will vote at the poll in accordance with the shareholder’s wishes. If, on the other hand, the shareholder completes and signs the form of proxy and appoints as his/her/their proxy the Chairman of the Annual General Meeting but leaves blank in whole or in part the form of proxy in relation to the choices provided, the Chairman may vote on behalf of the shareholder as the Chairman wishes. The shareholder must send the signed proxy to the Company, as described in note (4) above.

- (6) The instrument, appointing a proxy, must be in writing under the hand of the appointer or of his/her/their attorney duly authorised in writing, or, if the appointer is a corporation, either under seal, or under the hand of an officer or attorney, duly authorised.
- (7) Members and/or their proxies, who will attend the Meeting, are requested to carry with them their identity card or other proof of identification.
- (8) Submission of an instrument, appointing a proxy, does not preclude a Member from attending and voting at the Meeting in person if he/she/they so wish, in place of the proxy or proxies that he/she/they have appointed via instrument.

- (9) Any corporation which is a Member of the Company may by resolution of its directors or other governing body authorise any person, natural or legal, to act as its representative at the Meeting and the person so authorised is entitled to exercise the same powers on behalf of such corporation as that corporation could exercise if it were an individual Member of the Company. If the representative is itself a legal person, it shall, by resolution of its directors or other governing body, authorise such natural person as it thinks fit to act as its representative at the Meeting. Such individuals are required to carry with them a certified copy of the resolution from which they derive their authority.
- (10) No Member shall be entitled to vote at the Meeting unless all calls or other sums presently payable by him/her in respect of shares he/she holds in the Company have been paid.

## **VOTING PROCEDURES**

- (11) Resolutions put to the vote at the Meeting shall be decided by poll.
- (12) A poll demanded by the chairman or on a question of adjournment is taken forthwith. A poll demanded on any other question shall be taken at such time as the chairman of the Meeting directs, and any business other than that upon which a poll has been demanded may proceed, pending the taking of a poll. The demand for a poll may be withdrawn.
- (13) On a poll every Member present in person or by proxy has one vote for each share of which he/she/they are the holder or he/she/they represent. On a poll a Member entitled to more than one vote need not use all of his/her/their votes or cast all the votes he/she/they use in the same way.
- (14) An ordinary resolution is passed by a simple majority of the votes cast by Members entitled to vote at the Meeting who participate in person or by proxy by correspondence vote. The chairman of the Meeting does not have a second or casting vote.

## **STATUTORY RIGHTS OF MEMBERS**

- (15) Pursuant to section 127B of the Companies Law, Cap. 113 as amended (the “**Companies Law**”), Member(s), holding at least 5 per cent of the Company’s issued share capital representing at least 5 per cent of the Company’s voting rights, have the right (i) to add an item to the agenda of a general meeting, provided that such item is accompanied either by a statement justifying its inclusion to the agenda or by a proposed resolution to be put to the vote at the meeting, and (ii) to table a proposed resolution for inclusion to the agenda of the meeting.
- (16) The request to add an item on the agenda or table a proposed resolution as described above must be received by the Company in hard copy or electronically at the addresses indicated below **at least 42 days prior to the relevant meeting**.

Address for delivery of request in hard copy:

The Secretary  
PURCARI WINERIES PUBLIC COMPANY LIMITED  
1 Lampousas Street  
1095 Nicosia  
Cyprus

Address for delivery of request in electronic format: [g.ioannou@chrysostomides.com.cy](mailto:g.ioannou@chrysostomides.com.cy)

- (17) In the event of receipt of any such request, the Company shall revise the proposed agenda accordingly and make the revised agenda available on its website at <https://purcariwineries.com/en/investors/>.

- (18) Pursuant to section 128C of the Companies Law, Members have the right to ask questions relating to items on the agenda and to have such questions answered by the Company, subject to any reasonable measures the Company may take to confirm the identity of the Member concerned. An answer does not have to be given in any of the following circumstances: (a) if it would unduly interfere with preparation for the meeting or confidentiality or business interests of the Company, or (b) if an answer has already been given on the Company's website in the form of "Questions and Answers" or (c) if the chairman of the meeting deems that it is undesirable in the interests of good order of the meeting that the question be answered.
- (19) Members may submit questions to the Company in advance of the Meeting, in writing, by letter or electronic message sent to the addresses specified in paragraphs (17) and (18) above. Questions must be accompanied by evidence of the Member's shareholding and must reach the Company **at least 4 working days before the Meeting**. Answers to any such questions will be provided during the Meeting, unless one of the above-mentioned circumstances applies so that an answer does not need to be given.

#### **OTHER INFORMATION AND AVAILABILITY OF DOCUMENTS**

- (20) As of April 30, 2026, the total issued share capital of the Company is EUR 411,441.21 divided into 41,144,121 ordinary shares of EUR 0.01 each. Ordinary shares carry one voting right each.
- (21) A copy of this Notice setting out the resolutions that will be put to the vote at the Meeting, the form of the instrument to be used for the appointment of a proxy, the annual report of the Company for the year ended 31 December 2025 (comprising of the audited consolidated and separate financial statements of the Company, the Board of Directors' report and the auditors' report) and the Annual Remuneration Report to be voted, are available on the Company's website at <https://purcariwineries.com/en/gsm/> as from April 30, 2026, 18:00 pm EEST. Hard copies may also be collected from the Company's Registered Office.