

No./2026

**Draft Resolutions of the Extraordinary General Meeting of Shareholders of
Infinity Capital Investments S.A. dated
29.04.2026/30.04.2026**

The Extraordinary General Meeting of Shareholders of Infinity Capital Investments S.A., having tax identification number RO 4175676 and registration number J1993001210167, with its registered office in Bucharest, Sector 1, 2 Daniel Danielopolu Street, 4th floor, duly convened on 29.04.2026 / 30.04.2026, at the first / second call, in accordance with the notice published in the Official Gazette of Romania, Part IV, no. [...], in the national daily Ziarul Financiar no. [...], in the publication financialintelligence.ro no. [...], on the company's website at www.infinitycapital.ro and on the company's page on the Bucharest Stock Exchange website, in the presence of shareholders holding [...] valid voting rights, representing [...] of the total valid voting rights and [...]% of the company's share capital, as of the reference date 17.04.2026, based on Law no. 31/1990 (republished), as subsequently amended and supplemented, Law no. 24/2017 (republished), as subsequently amended and supplemented, the regulations in force issued by the Financial Supervisory Authority, and the Company's Articles of Incorporation, with the votes cast as recorded in the minutes of the meeting, with all legal and statutory requirements regarding the validity of the convening, holding of the meeting and adoption of resolutions being met, in accordance with the items on the agenda, adopted the following resolutions:

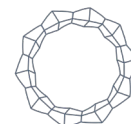
RESOLUTION No. 1

Elects the meeting secretariat consisting of 2 members, namely Mrs. Cimpoeru Ana - internal auditor and Mrs. Teodora Negoită Costin, with the identification data available at the company's office, Mrs. Teodora Negoită Costin being elected as the meeting secretary who will draw up the Meeting's minutes. The proposed persons are shareholders of INFINITY CAPITAL INVESTMENTS S.A.

Votes in favor:%, votes against:%, and abstentions:% of the total votes held by the shareholders present or represented.

RESOLUTION No. 2

Appoints the notary public Popovici Alexandra and/or Agachi-Stratulat Sergiu, from the Professional Notarial Society Popovici&Agachi in Bucharest, to supervise, at the



company's expense, the operations carried out by the meeting secretaries, in accordance with the provisions of art. 129 para. (3) of Law no. 31/1990 (R).

Votes in favor:%, votes against:%, and abstentions:% of the total votes held by the shareholders present or represented.

RESOLUTION No. 3

Elects the committee for counting the votes cast by shareholders on the agenda for the Extraordinary General Shareholders Meeting, composed of three members, namely Mrs. Vlăduțoiaia Valentina, Mrs. Lazăr Mihaela-Simona and Mrs. Țalea Mihaela, with identification data available at the company's registered office. The proposed persons are shareholders of INFINITY CAPITAL INVESTMENTS S.A.

Votes in favor:%, votes against:%, and abstentions:% of the total votes held by the shareholders present or represented.

RESOLUTION No. 4

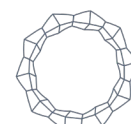
Approval by the Board of Directors, during the 2026 fiscal year, of transactions involving the acquisition, disposal, exchange, or pledging as collateral of fixed assets whose value exceeds, individually or in aggregate, 20% of total fixed assets, excluding long-term receivables, but without exceeding, individually or cumulatively, 50% of total fixed assets, excluding long-term receivables, and authorizing the Board of Directors to implement the resolution adopted by the Extraordinary General Shareholders Meeting in this regard.

Votes in favor:%, votes against:%, and abstentions:% of the total votes held by the shareholders present or represented.

RESOLUTION No. 5

Approves the implementation of a Stock Option Plan, the objective of which is to grant option rights for the acquisition of shares free of charge by directors, executives, employees, in order to retain, maintain and motivate them, as well as to reward them for their work within the Company. The programme will take place under the following conditions:

(a) Under the Stock Option Plan, option rights will be granted for a maximum of 2,000,000 shares, allocated to directors, managers, employees.



(b) In the case of option rights granted to company directors, officers, employees, the option right may be exercised after a period established by the decision of the Board of Directors to implement the Stock Option Plan.

(c) Company directors, officers, and employees may participate in the Stock Option Plan according to performance criteria established by the Board of Directors.

(d) The Board of Directors shall be empowered to take all necessary actions and complete all formalities required for the approval and implementation of the Stock Option Plan, such as, but not limited to:

(i) to determine the criteria on the basis of which option rights will be granted to the staff of the Company;

(ii) to determine the positions in the organisation chart, as well as in the structure of the Board of Directors, for which the stock option plan programme will be applicable;

(iii) the period between the date of granting the option and the date of exercising the option;

(iv) the conditions for exercising the right of option and, implicitly, for acquiring shares;

(v) the period within which the holder of the option right must exercise the option right;

(vi) preparation and publication of information documents in accordance with the law, etc.

(e) Implementation will be carried out by the Company's Board of Directors, in compliance with the Resolution of the Extraordinary General Shareholders Meeting, and/or with the assistance of a specialised consultant.

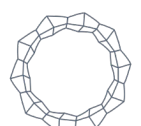
(f) The implementation of the programmes shall be carried out in compliance with the legal obligations to draw up and publish the information documents in accordance with the law and the applicable F.S.A. regulations.

Votes in favor:%, votes against:%, and abstentions:% of the total votes held by the shareholders present or represented.

RESOLUTION No. 6

Approves the implementation of a share buyback programme by the Company, in compliance with the applicable legal provisions and having the following main characteristics:

(i) Purpose of the program: The Company will buy back shares within the program for distribution free of charge to the Company's directors, managers, employees, in



order to gain their loyalty, as well as to reward them for the activity carried out within the Company, according to the performance criteria to be established by the Board of Directors.

(ii) Maximum number of shares which may be bought-back: not more than 2,000,000 shares;

(iii) Minimum price per share: 0.1 lei;

(iv) Maximum price per share: 6 lei;

(v) Duration of the programme: maximum 18 months from the date of registration in the trade register;

(vi) Payment for shares acquired under the programme will be made from the company's distributable profits or available reserves as shown in the last approved annual financial statements, excluding legal reserves, as per the 2024 financial statements, in accordance with the provisions of art. 103¹ letter d) of the Companies Law No. 31/1990.

Votes in favor:%, votes against:%, and abstentions:% of the total votes held by the shareholders present or represented.

RESOLUTION No. 7

Approves the amendment of the company's Articles of Association as follows:

Art. 8 para. 7 is amended and shall read as follows:

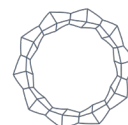
Art. 8 Board of Directors

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(7) The company shall take out an insurance policy for professional and health risks, in connection with the exercise of the office by its directors and managers, at least up to the minimum limits provided for by the applicable legal framework.
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Art. 8 para. 16 letter q) is amended and completed and shall read as follows:

Art. 8 Board of Directors

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(q) approves the conclusion of any acts of acquisition, alienation, exchange or pledging as collateral of assets in the category of the issuer's fixed assets, the value of which exceeds, individually or cumulatively, when they are linked together, during
.....



a financial year, the amount of 5 million lei, but not more than 20% of the total fixed assets of the company, less the fixed assets receivables.

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Para. (2), (3), (4), and (5) of art. 9 are amended and supplemented and shall read as follows:

Art. 9 Executive Management

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(2) The Board of Directors' President may also serve as General Manager, and the Board of Directors' Vice President may also serve as Deputy General Manager.

(3) The General Manager, the Deputy General Manager, as well as the managers to whom the management of the company has been delegated, shall perform the duties of their functions under a mandate contract, the power to conclude such contracts with the persons concerned being vested in the Board of Directors. The maximum remuneration limits for these positions will be set by the General Shareholders Meeting.

(4) The power to represent the company belongs to the President- General Manager or, in his absence, to the Vice President- Deputy General Manager or, in his absence, to the other managers to whom management has been delegated, who represent the company in relations with third parties, within the limits of the duties and powers provided for by the internal regulations of the Company and by the decision-making and signature powers approved by the Board of Directors.

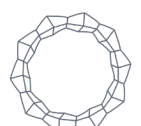
(5) Managers will not be able to conclude, without the Board of Directors' approval, any acts of acquisition, alienation, exchange or pledging as collateral of assets in the category of the issuer's fixed assets, the value of which exceeds, individually or cumulatively, when they are linked together, during a financial year, the amount of 5 million lei, but not more than 20% of the total fixed assets of the company, less the fixed assets receivables.

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Votes in favor:%, votes against:%, and abstentions:% of the total votes held by the shareholders present or represented.

RESOLUTION No. 8

Approves the mandate of the INFINITY CAPITAL INVESTMENTS S.A. Executive Management to carry out, in compliance with the legal requirements, the share



buyback programme, including but not limited to the determination of the method for acquiring its own shares.

Votes in favor:%, votes against:%, and abstentions:% of the total votes held by the shareholders present or represented.

RESOLUTION No. 9

Approves the power of attorney for the President/General Manager of INFINITY CAPITAL INVESTMENTS S.A., with the possibility of substitution, to sign the decisions of the Extraordinary General Shareholders Meeting, the amended and updated form of the articles of association and any other related documents, to represent the company and to carry out all acts and formalities of publicity, registration and implementation of the decisions adopted by the General Shareholders Meeting at the Trade Register Office, the Financial Supervisory Authority, Depozitarul Central S.A. and any other authorities.

Votes in favor:%, votes against:%, and abstentions:% of the total votes held by the shareholders present or represented.

RESOLUTION No. 10

Approves 20.05.2026 as the registration date (former date: 19.05.2026), in accordance with the applicable legal provisions, in order to determine the shareholders on whom the effects of the adopted resolutions are to be passed.

Votes in favor:%, votes against:%, and abstentions:% of the total votes held by the shareholders present or represented.

Sorin - Iulian CIOACĂ

President of the Board of Directors

