

PROCEDURE
for organising and conducting the
INFINITY CAPITAL INVESTMENTS S.A. Extraordinary General Shareholders
Meeting
dated 01/02.10.2025

The Board of Directors of **INFINITY CAPITAL INVESTMENTS S.A.**, met on 27.08.2025, called the Extraordinary General Shareholders Meeting for **01/02.10.2025, at 09⁰⁰**, at Ramada Hotel & Suites by Wyndham Bucharest North in Bucharest, Sector 1, Str. Daniel Danielopolu, no. 44 A.

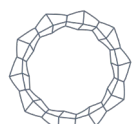
The call was carried out in accordance with the legal provisions in force, namely:

- Companies Law No. 31/1990 R, as amended;
- Law No. 24/2017 on issuers of financial instruments and market operations;
- F.S.A. regulations, given in application of Law no. 24/2017;
- The Articles of Association of INFINITY CAPITAL INVESTMENTS S.A.

The share capital of the company consists of 430,000,000 registered shares with a nominal value of 0.10 lei, dematerialised and indivisible, of which **388,005,750 shares have voting rights**, each of these shares entitling the holder to one vote at the General Shareholders Meeting. We add that a number of 40,000,000 shares are bought back by the company according to the E.G.S.M. Resolution no. 9 of 29.04.2025 (published in the O.G. of Romania, part IV no. 2182/14.05.2025) and a number of 1,994,250 shares are bought back pursuant to E.G.S.M. Resolutions no. 5 and 6 of 29.04.2025 (published in O.G. of Romania, part IV no. 2987/18.06.2024), representing in total 9.7661% of the share capital, whose voting rights are suspended pursuant to art. 105 para. 2 of the Companies Law no. 31/1990 at the date of the call.

At the works of the INFINITY CAPITAL INVESTMENTS S.A. E.G.S.M. as of 01/02.10.2025, all INFINITY CAPITAL INVESTMENTS S.A. shareholders holding shares at the end of **19.09.2025**, considered **the reference date**, are entitled to participate and vote, this procedure being without limitation to their participation and exercise of their rights. Shareholders may attend the E.G.S.M. of 01/02.10.2025 in person (directly) or through representatives.

The shareholders' or their representatives' identity shall be verified before entering the meeting room, i.e. when the ballot paper is issued.



Voting rules

For the agenda items, voting will be expressed by choosing only one of the options "In favour", "Against", "Abstention".

In accordance with the company's articles of association, with reference to art.105 para. (23³) of Law no. 24/2017 on issuers of financial instruments and market operations, the position of "*abstention*" expressed by a shareholder or by a representative present with regard to the agenda items of the General Shareholders Meeting represents a vote expressed with regard to those items on the agenda.

The vote is valid for each agenda item.

Votes cast will be annulled for procedural errors in the following situations:

- they are illegible;
- they contain conflicting or confusing options;
- they are conditionally expressed.

Votes cancelled for procedural reasons are taken into account for establishing the quorum, but are not taken into account when the agenda item to which they refer is put to the vote.

Voting rights for shares bought back by the company are suspended.

For the smooth running of the voting at the INFINITY CAPITAL INVESTMENTS S.A. E.G.S.M. of 01/02.10.2025, the agenda materials, draft resolutions, voting procedure, postal ballot forms and the special proxy are made available to shareholders as of **28.08.2025**.

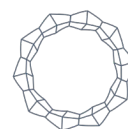
The Postal Ballot Form and the Special Proxy Form, published on **28.08.2025**, will be updated as and when there are requests from shareholders or requests from the F.S.A. to complete the agenda and will be made available to shareholders from **18.09.2025**.

On the basis of these documents and the present procedure, shareholders will exercise their vote between 19.09.2025, 09⁰⁰ am – 29.09.2025, 09⁰⁰ am.

INFINITY CAPITAL INVESTMENTS S.A. shareholders, entitled to participate in the E.G.S.M. of 01/02.10.2025 may exercise their vote as follows:

- in person

- by coming to the location;



- based on a postal ballot paper, transmitted in original or by electronic means with an extended electronic signature.

- by proxy

- special proxy transmitted in written form or by electronic means with an extended electronic signature;

- general proxy.

The special proxy may be granted to any person for representation at a single general meeting and contains specific voting instructions from the shareholder, clearly stating the voting option for each item on the general meeting agenda. In this situation, the provisions of art. 125 (5) of Law no. 31/1990 R, as amended, are not applicable.

The general proxy may be granted under the terms of art. 105 para. (13) of Law no. 24/2017 republished, by the shareholder, as a client, to an intermediary (defined under art. 2 para. (1) of Law no. 24/2017 republished). (1) item 19 of Law no. 24/2017) or a lawyer. The general proxy shall be deposited, before its first use, at INFINITY CAPITAL INVESTMENTS S.A. in copy, with a mention of conformity with the original and signed by the representative.

In the situation referred to in art. 105 para. (11) of Law no. 24/2017, the credit institution may participate and vote in the G.S.M. provided that it submits to the issuer an affidavit, signed by the legal representative of the credit institution, stating:

- a) in clear text, the name of the shareholder on whose behalf the credit institution participates and votes at the O.G.S.M.;

- (b) the credit institution provides custody services for that shareholder.

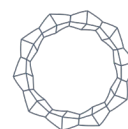
A) Voting by correspondence in the INFINITY CAPITAL INVESTMENTS S.A. E.G.S.M. of 01/02.10.2025 by correspondence

INFINITY CAPITAL INVESTMENTS S.A. shareholders may exercise their vote in the E.G.S.M. by correspondence as follows:

- I. using the Ballot Form sent to INFINITY CAPITAL INVESTMENTS S.A. in original (written format);

- II. using the Ballot Form sent to INFINITY CAPITAL INVESTMENTS S.A. by electronic means with an extended electronic signature based on a qualified certificate.

I. Voting by mail using the Ballot Form sent to INFINITY CAPITAL INVESTMENTS S.A. in original (written format).



Postal ballot forms in written form shall be filled-in by the shareholder (natural person or legal representative of the shareholder legal person) and submitted to INFINITY CAPITAL INVESTMENTS S.A.'s registered office **from 19.09.2025, 09⁰⁰ a.m. until 29.09.2025, 09⁰⁰ a.m. the latest**, the date of the registration number, accompanied by the following documents:

For individuals:

- copy of ID or passport, if applicable, with the CNP (personal identification number) clearly written.

For legal entities:

- copy of the legal representative's ID or passport, with the CNP (personal identification number) written legibly;

- proof of the legal representative status, i.e. a certificate issued by the Trade register in original or certified true copy, or any other document, in original or certified true copy, issued by a competent authority in the State where the shareholder is legally registered, attesting the status of legal representative. The documents proving the status of shareholder legal entity's representative shall be issued no later than 3 months before the date of publishing the call for the general meeting. Documents attesting the legal representative status drawn up in a foreign language other than English shall be accompanied by a translation into Romanian or English by an authorised translator, without the need for notary authentication or apostille.

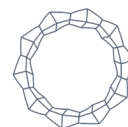
If the legal representative is included in the shareholders list as of the reference date received from the Central Depository, the certificate is no longer required.

If the legal representative is a legal entity, documents showing the identity and legal capacity of the persons signing and transmitting the ballot paper must be attached.

The shareholder may fill-in and submit to INFINITY CAPITAL INVESTMENTS S.A. the Postal Ballot Form in written form in either Romanian or English.

In the case of postal delivery, the following address must be indicated on the envelope:

INFINITY CAPITAL INVESTMENTS S.A. - VOTE CENTRALIZATION COMMITTEE FOR INFINITY CAPITAL INVESTMENTS S.A. E.G.S.M. of 01/02.10.2025, Bucharest, Sector 1, Daniel Danielopolu Street no. 2, 4th floor.



The postal ballot in written form - in the format approved by the company's Board of Directors (drafted in Romanian and English) is an annex to this procedure.

II. Voting by mail using the Ballot Form submitted to INFINITY CAPITAL INVESTMENTS S.A. by electronic means with an extended electronic signature based on a qualified certificate.

Shareholders, natural persons, respectively legal representatives of legal entities, who are holders of an extended electronic signature, based on a qualified certificate in accordance with Law no. 455/18.07.2001, may use this method of vote transmission **from 19.09.2025, 09⁰⁰ am, until 29.09.2025, 09⁰⁰ am at the latest**. To do this, fill in the ballot paper forms, sign them electronically using the extended electronic signature and send them to the following e-mail address oga@infinitycapital.ro.

The procedure for filling in the ballot paper and the accompanying documents follows the same procedure as the one shown above for voting by correspondence on a written form sent in original to INFINITY CAPITAL INVESTMENTS S.A.

B) Voting in the INFINITY CAPITAL INVESTMENTS S.A. E.G.S.M. of 01/02.10.2025, by "special power of attorney"

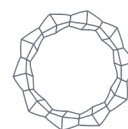
Representation at the Extraordinary General Shareholders Meeting may also be made by persons other than shareholders, on the basis of a special proxy, as follows:

I. using the special proxy sent to INFINITY CAPITAL INVESTMENTS S.A. on the original written form;

II. using the special proxy transmitted to INFINITY CAPITAL INVESTMENTS S.A. by electronic means with an extended electronic signature based on a qualified certificate.

I. Voting using the special proxy form submitted to INFINITY CAPITAL INVESTMENTS S.A. on the original written form

The special proxy forms shall be filled-in and signed by the shareholder (natural person or legal representative of the legal entity) in three original copies (copy 1 for the proxy holder, copy 2 for INFINITY CAPITAL INVESTMENTS S.A., copy 3 for the shareholder). Copy 2 (ORIGINAL) shall be submitted to the INFINITY CAPITAL INVESTMENTS S.A. office **from 19.09.2025, 09⁰⁰ a.m. until 29.09.2025, 09⁰⁰ a.m. at**



the latest, the date of the registration number, accompanied by the following documents:

For individuals:

- copy of the shareholder's ID or passport, as appropriate, with the CNP (personal identification number) clearly indicated;
- copy of the representative's ID or passport, as appropriate, with the CNP (personal identification number) clearly indicated.

For legal entities:

- copy of the representative's ID or passport, with the CNP (personal identification number) clearly indicated;
- copy of the proxy holder's ID or passport, as appropriate, with a clearly indicated CNP (personal identification number);
- proof of the legal representative status, i.e. a certificate issued by the Trade register in original or certified true copy, or any other document, in original or certified true copy, issued by a competent authority in the State where the shareholder is legally registered, attesting the status of legal representative. The documents proving the status of shareholder legal entity's representative shall be issued no later than 3 months before the date of publishing the call for the general meeting. Documents attesting the legal representative status drawn up in a foreign language other than English shall be accompanied by a translation into Romanian or English by an authorised translator, without the need for notary authentication or apostille.

If the legal representative is included in the shareholders list as of the reference date received from the Central Depository, the certificate is no longer required.

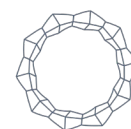
In addition to the Special proxy form in Romanian, INFINITY CAPITAL INVESTMENTS S.A. will provide shareholders with the Special proxy form translated into English.

The special proxy may be filled-in and submitted to INFINITY CAPITAL INVESTMENTS S.A. by the shareholder either in Romanian or in English.

If the special proxy is sent by post, the following must be indicated on the envelope:

INFINITY CAPITAL INVESTMENTS S.A. - VOTE CENTRALIZATION COMMITTEE FOR INFINITY CAPITAL INVESTMENTS S.A. E.G.S.M. of 01/02.10.2025, Bucharest, Sector 1, Daniel Danielopolu Street no. 2, 4th floor.

The form "Special proxy", in the format approved by the company's Board of Directors (drafted in Romanian and English) is an annex to this procedure.



II. Voting using the special proxy transmitted to INFINITY CAPITAL INVESTMENTS S.A. by electronic means with an extended electronic signature based on a qualified certificate

Shareholders, natural persons, respectively legal representatives of legal entities, who are holders of an extended electronic signature, based on a qualified certificate in accordance with Law no.455/18.07.2001, may use this method of vote transmission **from 19.09.2025, 09⁰⁰ am, until 29.09.2025, 09⁰⁰ am at the latest**. To do so, fill in the special authorisation forms, sign them electronically using the extended electronic signature and send them to the following e-mail address aga@infinitycapital.ro.

The procedure for filling in the special proxy and the accompanying documents follows the same procedure as that set out above for voting by special proxy submitted on a written form.

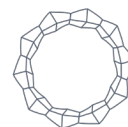
C) Voting by general proxy in the INFINITY CAPITAL INVESTMENTS S.A. E.G.S.M. of 01/02.10.2025, by general power of attorney

Representation at the INFINITY CAPITAL INVESTMENTS S.A. Extraordinary General Shareholders Meeting of 01/02.10.2025 may also be made by persons other than shareholders, on the basis of a general proxy valid for a period not exceeding 3 years, if the parties have not expressly provided for a longer term, granted under the terms of art. 105 para. (13) of Law no. 24/2017, by the shareholder as client, to an intermediary defined in accordance with the provisions of art. 2, para. (1), pt. 19 of Law no. 24/2017, or to a lawyer, without requiring additional documents relating to that shareholder, if the general proxy complies with the provisions of F.S.A. Regulation no. 5/2018, is signed by that shareholder and is accompanied by an affidavit given by the legal representative of the intermediary or by the lawyer who received the general proxy, stating that:

- the proxy is granted by the shareholder as client to the intermediary or, where applicable, to the lawyer;

- the general proxy is signed by the shareholder, also by extended electronic signature, if applicable;

- The affidavit provided for in para. (1) must be submitted to INFINITY CAPITAL INVESTMENTS S.A. in original, signed and, where applicable, stamped, without any other formalities relating to its form. The affidavit shall be submitted to INFINITY CAPITAL INVESTMENTS S.A. together with the general proxy.



The general proxy, before its first use, shall be submitted to the INFINITY CAPITAL INVESTMENTS S.A. Registered office until 29.09.2025 09⁰⁰ a.m., in copy, with the representative's signature stating it to be a true copy.

Before receiving the ballot paper, the representative appointed by the shareholder by means of a general proxy shall complete an affidavit, which shall be updated at each General Meeting held by INFINITY CAPITAL INVESTMENTS S.A. during the general proxy validity period, stating that he/she is not in a conflict of interest according to the provisions of art. 105 para. (15) of Law no. 24/2017, as well as the fact that the general proxy is signed by the shareholder, including by an extended electronic signature if applicable.

The general proxy must include the following information:

- the shareholder's identification details;
- the identification details of the representative (the person to whom the proxy is granted) and the express mention that he/she is either an intermediary as defined in art. 2(2)(a) or a representative of the intermediary as defined in art. 2 (1), pt. 19 of Law no. 24/2017, or a lawyer;
- the date on which the proxy was granted and the period of validity (a proxy bearing a later date has the effect of revoking the previously dated proxy);
- a statement that the shareholder is authorising the proxy to attend and vote on his/her behalf or by proxy at the general meeting for the shareholder's entire holding on the reference date, with an express specification of the company/companies for which the proxy is used.

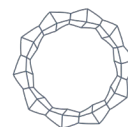
The general proxy shall be accompanied by the following documents:

For individual shareholders:

- copy of the shareholder's ID or passport, as appropriate, with the CNP (personal identification number) clearly indicated;

For legal entity shareholders:

- copy of the legal representative's ID or passport, with the CNP (personal identification number) clearly indicated;
- proof of the legal representative status, i.e. a certificate issued by the Trade register in original or certified true copy, or any other document, in original or certified true copy, issued by a competent authority in the State where the shareholder is legally registered, attesting the status of legal representative. The documents proving the status of shareholder legal entity's representative shall be issued no later than 3 months before the date of publishing the call for the general



meeting. Documents attesting the legal representative status drawn up in a foreign language other than English shall be accompanied by a translation into Romanian or English by an authorised translator, without the need for notary authentication or apostille.

For proxy holders natural persons :

- copy of the proxy holder's ID or passport, as appropriate, with the CNP (personal identification number) clearly indicated;

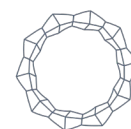
For proxy holders legal entities:

- copy of the proxy holder legal representative's ID or passport, as appropriate, with the personal identification number (CNP) clearly indicated.

- proof of the legal representative status, i.e. a certificate issued by the Trade register in original or certified true copy, or any other document, in original or certified true copy, issued by a competent authority in the State where the shareholder is legally registered, attesting the status of legal representative. The documents proving the status of shareholder legal entity's representative shall be issued no later than 3 months before the date of publishing the call for the general meeting. Documents attesting the legal representative status drawn up in a foreign language other than English shall be accompanied by a translation into Romanian or English by an authorised translator, without the need for notary authentication or apostille.

IMPORTANT!

In the case of both special and general powers of attorney, the proxy holder may not be substituted by another person unless this right has been expressly conferred on him/her by the shareholder in the proxy. Where the authorised representative is a legal person, it may exercise the mandate received through any person belonging to its administrative or management body or to its employees. If the participating natural person is the legal representative, then he/she shall provide proof of his/her status by means of the same documents as for requests to make additions to the agenda or questions. If the mandate is exercised through another person who is part of the administrative or management body or among the employees of the legal entity, a proxy, IN ORIGINAL, signed by the legal representative for appointing the person to attend the general meeting, which must also state the capacity/position held within the legal entity appointed by the shareholder as his/her representative, must be added to the above-mentioned documents.



D) Voting in the meeting room at the INFINITY CAPITAL INVESTMENTS S.A. E.G.S.M. of 01/02.10.2025 in the meeting room by the shareholders present or represented

Access to the meeting room is allowed:

- to individual shareholders: based on a valid identity document (ID or passport) with a clearly written CNP;

- to legal entity shareholders: based on the legal representative's identity document, valid (ID or passport) with a clearly written CNP that will be identified in the list of shareholders from the reference date received from the Central Depository. If the data regarding the legal representative capacity have not been updated at the Central Depository by the shareholder who is a legal person, proof of the legal representative capacity shall be provided by means of a certificate issued by the Trade Register, presented in original or certified true copy, or any other document, in original or certified true copy, issued by a competent authority of the State in which the shareholder is legally registered, certifying the legal representative capacity. The documents proving the legal representative status of the shareholder who is a legal entity shall be issued no later than 3 months before the date of publication of the notice of the general meeting;

- representatives for whom shareholders have issued special or general proxies on the basis of valid identity documents;

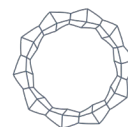
- credit institutions providing custody services (through their legal representative or proxy) - based on an affidavit signed by the legal representative of the credit institution stating that the provisions of art. 105 para. (11) of Law no.24/2017 are complied with (*clearly indicating, at least, the identity of the shareholder on whose behalf the credit institution participates and votes and the fact that the credit institution provides custody services for that shareholder*) and:

a) the valid identity document of the legal representative, if he/she attends the E.G.S.M.;

b) the valid identity card of the proxy holder, the original proxy and a copy of the valid identity card of the legal representative.

The affidavit (signed and stamped, in original), the proxy (signed and stamped, in original) and a copy of the identification documents must be submitted to the company no later than 48 hours before the General Shareholders Meeting.

After verifying the identity of the individual shareholders, legal representatives of legal entities and proxies appointed by the shareholders, they will be handed 2 (two) ballot forms as follows:



- a ballot form on which to vote on items 1-3 on the agenda;
- a ballot form on which to vote on items 4, 5, 6, 7, 8, 9, 10, 11 and 12 on the agenda.

The ballot forms will include:

- identification of the general meeting for which it was issued;
- the reference date of the meeting;
- the date of issuing the ballot paper;
- number of votes held;
- items on the agenda;
- the possibility to cast the vote by one of the options "in favour" or "against" or "abstain";
- stamp of INFINITY CAPITAL INVESTMENTS S.A.

When handing in the ballot papers, the shareholder or proxy holder shall sign the counterfoil of the ballot forms, which shall be retained by the ballot issuing committee.

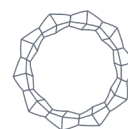
For proxy holders appointed by special proxies, after their identification and the comparison of the two special proxy forms (the one sent to INFINITY CAPITAL INVESTMENTS S.A. and the one held by the proxy holder), they will be issued, on the basis of signature, the ballot papers completed according to the option of the represented shareholder, in accordance with the legal provisions. In the case of representation of more than one shareholder, proxy holders will be given ballot papers for each shareholder represented.

Representatives appointed by general proxies will receive blank ballots.

Information for proxy holders! The depositing of the received ballot forms in the ballot box is equivalent to the exercise of the voting right by the represented shareholder.

Please note that, for the validity of the Extraordinary General Meeting deliberations dated 01.10.2025, the presence/representation of shareholders representing at **least one fourth of the total number of voting rights** is required, according to the law and the articles of association, and the resolutions are taken by a majority of the votes cast.

If the conditions of validity are not met at the first call, the meeting will be held at the second call, namely on **02.10.2025**, at the same location and at the same time as at the first call, with the same agenda. Please note that, for the validity of the Extraordinary General Meeting at the second call, the presence/representation of shareholders representing at **least one fourth of the total number of voting rights**



is required, according to the law and the articles of association, and the resolutions are taken by a majority of the votes cast.

In accordance with the company's articles of association, with reference to art.105 para. (23³) of Law no. 24/2017 on issuers of financial instruments and market operations, the position of "*abstention*" expressed by a shareholder or by a representative present with regard to the agenda items of the General Shareholders Meeting represents a vote expressed with regard to those items on the agenda.

Shareholders may revoke or change the vote or the mandates submitted, until 29.09.2025, 09⁰⁰ a.m. at the latest, the last vote submitted to INFINITY CAPITAL INVESTMENTS S.A. being taken into account.

If a shareholder who has cast a postal vote attends the general meeting in person or by proxy, the postal vote cast for that general meeting shall be cancelled. In this case, the vote cast in person or by proxy is taken into account.

If the person representing the shareholder by personal attendance at the general meeting is other than the person who cast the postal vote, then, in order for his/her vote to be valid, he/she shall submit to the meeting a written revocation of the postal vote, signed by the shareholder or by the representative who cast the postal vote. This is not necessary if the shareholder or his legal representative is present at the general meeting.

The revocation will have the same legal form as the document to be revoked.

The management of INFINITY CAPITAL INVESTMENTS S.A. recommends to its shareholders, as far as possible:

- to access the supporting materials for the items on the Extraordinary General Meeting agenda in electronic format, available on the company's website, rather than the copies available at the company's registered office;
- to vote by mail using the mail ballot available on the company's website;
- to use all the electronic communication means indicated in the call, rather than post or courier at the Company's registered office, when sending the proxy for representation at the E.G.S.M. or postal ballot.

