

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: June 4, 2025

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: J12/3038/1994

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: OGMS & EGMS Meeting Announcement

Convening of the Ordinary General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders on July 8 / July 9, 2025

Based on the Resolution dated June 4, 2025, the Board of Directors of SSIF BRK FINANCIAL GROUP S.A., registered with the Cluj Trade Registry under no. J12/3038/1994, having the Tax Identification Code 6738423 and its registered office in Cluj-Napoca, 119 Moșilor Street, Cluj County (hereinafter referred to as the "Company"), in accordance with the provisions of Law no. 31/1990 on companies, Law no. 126/2018 on financial instruments markets, the regulations issued by the FSA for its implementation, as well as the provisions of the Company's Articles of Association,

CONVENES

The Ordinary General Meeting of Shareholders of the Company ("OGMS"), for July 8, 2025, at 12:00 PM, at the Company's registered office located in Cluj-Napoca, 119 Moșilor Street, Cluj County. All shareholders registered in the shareholders' register at the end of the day on June 27, 2025 (set as the Reference Date) are entitled to participate. Should the statutory conditions or any other validity requirements not be met, the OGMS shall be held on July 9, 2025, at 12:00 PM, at the same location, with the same agenda and for all shareholders registered on the same Reference Date.

and

The Extraordinary General Meeting of Shareholders of the Company ("EGMS"), for July 8, 2025, at 12:30 PM, at the Company's registered office located in Cluj-Napoca, 119 Moșilor Street, Cluj County. All shareholders registered in the shareholders' register at the end of the day on June 27, 2025 (set as the Reference Date) are entitled to participate. Should the statutory conditions or any other validity requirements not be met, the EGMS shall be held on July 9, 2025, at 12:30 PM, at the same location, with the same agenda and for all shareholders registered on the same Reference Date.

I. The Ordinary General Meeting of Shareholders shall have the following items on the agenda:

1. Appointment of a new administrator, considering the resignation of Mr. Gabriel Goia, for a 4-year term, starting on the date of authorization by the Financial Supervisory Authority (FSA). The newly appointed administrator shall assume their duties only after obtaining the approval decision issued by FSA.

2. Approval of the revised company's strategy in accordance with the provisions of Resolution No. 1 of the OGMS held on April 2, 2025.
3. Approval of July 25, 2025, as the registration date (ex-date: July 24, 2025) for identifying the shareholders who will be subject to the effects of the resolutions adopted by the Ordinary General Meeting of Shareholders, in accordance with Article 87 paragraph (1) of Law no. 24/2017.
4. Approval of the empowerment, with the right of substitution, of Mrs. Monica-Adriana Ivan to carry out all procedures and formalities required by law, including the amendment of the Articles of Association for the implementation of the Meeting's resolutions, to file and collect documents, and to sign on behalf of the Company in relation to the Trade Registry, FSA, BSE, and any other public or private entities.

II. The Extraordinary General Meeting of Shareholders shall have the following items on the agenda:

1. Approval of the amendment to the Articles of Association, as follows:

Current Wording	Proposed Amendment
<p>Article 3: Registered Office. Secondary Offices.</p> <p>1. BRK FINANCIAL GROUP S.A. has its registered office in Cluj-Napoca Municipality, 119 Moșilor Street, Cluj County. The registered office may be relocated to another location in Romania based on a resolution of the Extraordinary General Meeting of Shareholders.</p> <p>2. BRK FINANCIAL GROUP S.A. may establish secondary offices such as "branches" or "agencies" in Romania or abroad, in accordance with legal provisions, based on a decision of the Board of Directors.</p> <p>3. The names of the Company's branches and agencies in Romania and abroad shall be updated accordingly if the name of the Company changes.</p> <p>BRK FINANCIAL GROUP S.A. currently has the following secondary offices (agencies):</p> <p>1. BRK FINANCIAL GROUP S.A. – Bucharest Agency, located at 7 Bocșa Street, Apt. 1, Bucharest</p> <p>2. BRK FINANCIAL GROUP S.A. – Iași Agency, located at 4 Calea Chișinăului, Plomba Building, Staircase D, Apt. 1, Iași County</p> <p>3. BRK FINANCIAL GROUP S.A. – Suceava Agency, located at 53 Ștefan cel Mare Street, Block G, Staircase B, Apt. 2, Suceava County</p> <p>4. BRK FINANCIAL GROUP S.A. – Timișoara Agency, located at 9 Gheorghe Lazăr Street, HQE 307 Space, 3rd Floor, Building E, Timiș County</p>	<p>Article 3: Registered Office. Secondary Offices.</p> <p>1. BRK FINANCIAL GROUP S.A. has its registered office in Cluj-Napoca Municipality, 119 Moșilor Street, Cluj County. The registered office may be relocated to another location in Romania based on a resolution of the Extraordinary General Meeting of Shareholders.</p> <p>2. BRK FINANCIAL GROUP S.A. may establish or dissolve secondary offices such as "branches" or "agencies" in Romania or abroad, in accordance with legal provisions, based on a decision of the Board of Directors.</p> <p>3. The names of the Company's branches and agencies in Romania and abroad shall be updated accordingly if the name of the Company changes.</p> <p>BRK FINANCIAL GROUP S.A. currently has the following secondary offices (agencies):</p> <p>1. BRK FINANCIAL GROUP S.A. – Bucharest Agency, located at 7 Bocșa Street, Apt. 1, Bucharest</p> <p>2. BRK FINANCIAL GROUP S.A. – Iași Agency, located at 4 Calea Chișinăului, Plomba Building, Staircase D, Apt. 1, Iași County</p> <p>3. BRK FINANCIAL GROUP S.A. – Suceava Agency, located at 53 Ștefan cel Mare Street, Block G, Staircase B, Apt. 2, Suceava County</p> <p>4. BRK FINANCIAL GROUP S.A. – Timișoara Agency, located at 9 Gheorghe Lazăr Street, HQE 307 Space, 3rd Floor, Building E, Timiș County</p>

2. Approval of July 25, 2025 as the registration date (ex-date: July 24, 2025) for identifying the shareholders who will be subject to the effects of the resolutions adopted by the Extraordinary General Meeting of Shareholders, in accordance with Article 87, paragraph (1) of Law no. 24/2017.
3. Approval of the empowerment, with the right of substitution, of Mrs. Monica-Adriana Ivan to carry out all procedures and formalities required by law, including the amendment of the Articles of Association for the implementation of the Meeting's resolutions, to submit and collect documents, and to sign for this purpose on behalf of the Company, in relation to the Trade Registry, the Financial Supervisory Authority (FSA), the Bucharest Stock Exchange (BSE), as well as with other public or private entities.

All shareholders registered at the end of the day on June 27, 2025, set as the reference date, are entitled to participate and vote in the Ordinary and Extraordinary General Meetings of Shareholders.

Access for shareholders entitled to participate in the OGMS and EGMS is granted upon simple proof of identity—by presenting an identity document in the case of individual shareholders, and, in the case of legal entity shareholders or represented individual shareholders, by presenting a special or general power of attorney granted to the individual representing them, along with the representative's identity document. The power of attorney form can be obtained from the Company's registered office starting from June 6, 2025, and from the website www.brk.ro, being available in both Romanian and English.

The special or general power of attorney must be prepared in three original copies (one for the company, one for the principal, and one for the proxy). The powers of attorney, along with a copy of the identity document or the certificate of incorporation and the certificate of status issued by the trade registry or any other document issued by a competent authority from the country in which the shareholder is legally registered (*issued no more than 3 months prior to the publication date of the general meeting notice*), shall be submitted/sent in original to the Company's registered office or sent by e-mail no later than July 6, 2025, at 12:00 PM for the OGMS and 12:30 PM for the EGMS, to the e-mail address office@brk.ro.

In the case of a special power of attorney granted by a shareholder to a credit institution providing custody services, the power of attorney must be signed by the respective shareholder and accompanied by a statement on own responsibility issued by the credit institution that received the authorization, confirming that:

- the credit institution provides custody services for the respective shareholder;
- the instructions in the special power of attorney are identical to those in the SWIFT message received by the credit institution for voting on behalf of the shareholder;
- the special power of attorney is signed by the shareholder.

On the date of the meeting, upon entering the general meeting room, the appointed representative shall submit the original power of attorney (if previously sent by e-mail with an embedded electronic signature), as well as a copy of their identification documents.

One or more shareholders representing, individually or jointly, at least 5% of the share capital have the right to request the inclusion of additional items on the agenda of the General Meetings.

Proposals for adding new items to the general meeting agenda, as well as draft resolutions for the items included or proposed to be included on the agenda, must be accompanied by copies of the identification documents of the initiators. These refer to Identity cards (ID card/passport) in the case of individual shareholders and Certificates of incorporation and certificates of status, or any other documents issued by a competent authority in the country where the shareholder is legally registered (not older than 2 months from the date of the convening notice), indicating the legal representatives for legal entity shareholders of the Company.

Documents attesting the legal representative status issued in a foreign language other than English must be accompanied by a certified translation into Romanian or English, performed by an authorized translator. The legal representative status will be verified based on the shareholders' list provided by the Central Depository. Proposals must be submitted to the Company's registered office no later than June 23, 2025, at 5:00 PM, in a sealed envelope clearly marked in capital letters with: "FOR THE ORDINARY / EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS", or sent by e-mail with an embedded electronic signature, in accordance with Law no. 455/2001 on electronic signatures, by the same deadline, to the address: office@brk.ro, with the subject line: "FOR THE ORDINARY / EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS".

Shareholders are hereby informed that each proposed new item to be added to the agenda must be accompanied by a justification or a draft resolution proposed for adoption by the general meeting.

The latest updated version of the powers of attorney and correspondence voting ballots will be available on the Company's website starting from June 25, 2025, at 5:00 PM.

Each shareholder has the right to address written questions to the Board of Directors prior to the date of the general meeting, regarding items on the agenda, in accordance with Articles 198–199 of FSA Regulation no. 5/2018. A response shall be deemed given if the requested information is published on the Company's website.

Shareholders registered in the shareholders' register as of the reference date may vote by correspondence prior to the meeting date by using the correspondence voting form. The correspondence voting form, along with a copy of the identity document and/or certificate of incorporation and certificate of status issued by the Trade Registry or any other document issued by a competent authority in the country where the shareholder is legally registered (not older than 3 months from the date of the convening notice), shall be submitted to the Company in original at its registered office or sent via e-mail with an embedded extended electronic signature, in accordance with Law no. 455/2001, to the e-mail address office@brk.ro, no later than July 6, 2025, at 12:00 PM. The forms may be completed either in Romanian or in English.

Shareholders who have voted by special power of attorney or correspondence voting form may change their initial voting option or voting method, with only the last vote cast and recorded by July 6, 2025, at 12:00 PM for the OGMS and 12:30 PM for the EGMS being considered valid.

If a shareholder who has cast a vote by correspondence attends the general meeting in person or via a representative, the vote submitted by correspondence shall be annulled. In such case, only the vote cast in person or by representative shall be taken into account.

The correspondence voting forms, special power of attorney forms (both available in Romanian and English), as well as the documents and supporting materials related to the items on the agenda, including draft resolutions, will be made available to shareholders starting from June 6, 2025, at 5:00 PM, on the Company's website at www.brk.ro and at the Company's registered office located in Cluj-Napoca, 119 Moșilor Street.

Candidates for the position of director shall submit their applications, accompanied by the documents listed below, in original form to the Company's secretariat no later than June 23, 2025, at 5:00 PM. The list of candidates and their CVs will be published on the Company's website and may be updated and consulted by shareholders.

Candidates will be listed on the ballot in alphabetical order. Following a secret vote, the candidate who receives the highest number of votes shall be declared elected. In the event of a tie for first place, a runoff vote shall be held, and the candidate receiving the highest number of votes in that round shall be declared elected. For authorization by the Financial Supervisory Authority (FSA), candidates for the position of director must cumulatively meet all criteria and conditions stipulated by Law no. 31/1990 (republished) and FSA Regulation no. 1/2019.

Any shareholder, regardless of the ownership percentage in the share capital, as well as current members of the Company's Board of Directors, may submit written proposals nominating candidates—individuals—for the vacant position on the Board of Directors of BRK Financial Group S.A., no later than June 23, 2025, at 5:00 PM. The proposals must include the following documents:

- a) The actual proposal, which may mention a candidate for the position of Board Member of BRK Financial Group S.A., bearing an authorized signature, where applicable;
- b) A copy of the identity document, certified as a true copy by the holder through handwritten signature;
- c) An updated, signed, and dated Curriculum Vitae (in Europass format), in original, detailing relevant education and training, professional experience, including the names of all organizations for which the candidate has worked or is working, the nature and duration of responsibilities, particularly those relevant to the role of director. For positions held in the past 10 years, the description must include details on all delegated powers, internal decision-making authority, and areas of activity under the candidate's control or influence. If applicable, the supervising authority of the entities where the candidate has worked should be indicated;
- d) A copy of the candidate's academic diploma and any other relevant certificates, certified as true copies by the candidate;
- e) A statement on own responsibility, signed in original, confirming that the candidate meets all legal and statutory requirements to serve as a director;
- f) A statement on own responsibility, filled in with the information required in Annex no. 1 to FSA Regulation no. 1/2019;
- g) A valid criminal record certificate and fiscal record certificate or equivalent documents issued by the competent authorities of the country where the candidate has domicile and/or residence, as well as from the country of origin if different from the country of residence. Candidates who have resided in Romania for less than 3 years must also submit equivalent documents from their previous countries of residence;
- h) A list of individuals who can provide references, along with letters of recommendation attesting to the candidate's reputation and experience, including their contact details;
- i) A statement on own responsibility regarding conflicts of interest;
- j) The GDPR consent form, available on the Company's website at www.brk.ro under the section Investor Relations / GSM.

The list containing information regarding the name, place of residence, and professional qualifications of the individuals proposed for the position of administrator is available to shareholders and may be consulted and supplemented by them on the company's website, www.brk.ro, in the Investor Relations section.

Documents drafted in a foreign language other than English (with the exception of identity documents valid on the territory of Romania) must be accompanied by a translation into Romanian or English, performed by an authorized translator.

The Board of Directors recommends that shareholders review the supporting materials for the OGMS and EGMS, available on the website www.brk.ro starting from the date of publication of the Convening Notice in Part IV of the Official Gazette of Romania.

Monica Ivan
General Manager