

**NOTICE OF THE GENERAL ANNUAL  
MEETING OF SHAREHOLDERS OF  
SIF IMOBILIARE PLC  
("the Company")**

Registered in the Republic of Cyprus with No. HE 323682

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Shareholders of the Company will be held at the head office of the Company's Administrator, namely Administrare Imobiliare S.A. at the address 46-48 Serghei Vasilievici Rahmaninov Street, Ground Floor, room 1, 2<sup>nd</sup> District, Bucharest, on the **25<sup>th</sup> of April 2024, at 10:00**, for the purpose of considering and if thought fit, passing the following resolutions which will be proposed as resolutions of the general annual meeting of shareholders. The shareholders entitled to attend the Annual General Meeting are those shareholders registered in the shareholders' register at the Reference Date of the 18<sup>th</sup> of April 2024.

In case of not meeting the validity conditions, a second Annual General Meeting of the Shareholders is established for the 26<sup>th</sup> of April 2024, at 10:00, with the same agenda and at the same address.

**AGENDA:**

1. To approve the standalone financial statements of SIF Imobiliare PLC, their audit report and the audited accounts of the Company for the financial year 2023.
2. To approve the consolidated financial statements of SIF Imobiliare PLC and their audit report for the financial year 2023.
3. To approve the Annual Directors` Report for 2023.
4. To approve the distribution of the profit for the year 2023 as proposed by the Board of Directors.

**CONVOCATOR AL ADUNARII GENERALE  
ANUALE A ACTIONARILOR  
SIF IMOBILIARE PLC  
("Societatea")**

Inregistrata in Republica Cipru cu nr. HE 323682

Prezentul CONVOCATOR este emis pentru a convoca Adunarea Generala Anuala a Actionarilor Societatii, care va avea loc la sediul administratorului societatii, respectiv Administrare Imobiliare S.A., in Bucuresti, sector 2, str. Serghei Vasilievici Rahmaninov nr. 46-48, parter, camera 1, la data de **25 aprilie 2024, ora 10:00**, in scopul analizei si, daca se considera oportun, adoptarii urmatoarelor hotarari care vor fi propuse drept hotarari ale adunarii generale anuale a actionarilor. Actionarii desemnati sa participe la Adunarea Generala Anuala sunt actionarii inregistrati in registrul actionarilor la Data de Referinta 18 Aprilie 2024.

In cazul neindeplinirii conditiilor de validitate, a doua convocare a Adunarii Generale Anuale a Actionarilor se stabileste pentru data de 26 aprilie 2024, ora 10.00, cu aceeasi ordine de zi si la aceeasi adresa.

**Ordinea de zi:**

1. Aprobarea situatiilor financiare - individuale ale SIF Imobiliare PLC, a raportului de audit aferent situatiilor mentionate si a conturile auditate ale Companiei pentru exercitiul financiar 2023.
2. Aprobarea situatiilor financiare consolidate apartinand SIF Imobiliare PLC si a raportului de audit aferent situatiilor mentionate pentru exercitiul financiar 2023.
3. Aprobarea Raportului Anual al Administratorilor aferent anului 2023.
4. Aprobarea repartizarii profitului aferent anului 2023 conform propunerii Consiliului de Administratie.

5. To approve the extension of the mandate of the financial auditor Evoserve Auditors Limited with its headquarters in Evoserve House, 7 Andrea Papakosta, P.C. 1037 Nicosia, Cyprus as the auditors of the company - for IFRS standalone and consolidated financial statements for another period of 1 year (for the financial year 2024) and the authorization of the administrator ADMINISTRARE IMOBILIARE S.A. to negotiate and sign the audit contract.

6. To approve the discharge of duties of the Directors for the financial year 2023.

7. To approve the date of registration of the shareholders – 12<sup>th</sup> of July 2024 and the ex-date 11<sup>th</sup> of July 2024.

8. To approve the empowerment of the Administrator Administrare Imobiliare S.A. represented by permanent representative Tic-Chiliment Valentin to sign the decision of the Annual General Meeting of Shareholders in order to submit it to FSA, BSE etc.

A. Documents related to the holding of the Shareholders` Meeting

The notice of the meeting, copies of the documents submitted for approval to the General Annual Meeting of Shareholders as well as the subsequent decisions of the shareholders can be obtained by shareholders through a request addressed to the Company to the following email address [office@sif-imobiliare.ro](mailto:office@sif-imobiliare.ro) or on the Company's website [www.sif-imobiliare.ro](http://www.sif-imobiliare.ro), "for investors" section.

B. Shareholders` proposals to amend the notice of the meeting:

One or several shareholders owning more than 5% of the share capital and voting rights have the right to:

- request the introduction of new topics on the agenda for discussion (provided that each topic is justified or accompanied by the resolution proposed to be adopted), topics which are

5. Aprobarea prelungirii mandatului auditorului financiar Evoserve Auditors Limited cu sediul in Evoserve House, 7 Andrea Papakosta, P.C. 1037 Nicosia, Cipru, in calitate de auditori ai companiei - pentru situatiile financiare individuale si consolidate IFRS pentru o perioada de 1 an (pentru exercitiul financiar 2024) si imputernicirea administratorului ADMINISTRARE IMOBILIARE S.A. sa negocieze si sa semneze contractul de audit.

6. Aprobarea descarcarii de gestiune a administratorilor pentru exercitiul financiar 2023.

7. Aprobarea datei de inregistrare a actionarilor - 12 iulie 2024 si ex-date 11 iulie 2024.

8. Aprobarea imputernicirii Administratorului Administrare Imobiliare S.A. prin reprezentant permanent Tic-Chiliment Valentin sa semneze hotararea Adunarii Generale Anuale a Actionarilor in vederea depunerii acesteia la ASF, BVB etc.

A. Documentele referitoare la organizarea Adunarii Actionarilor

Convocatorul, copii dupa documentele supuse spre aprobare adunarii generale anuale precum si hotararea ulterioara a actionarilor pot fi obtinute de actionari printr-o cerere adresata Societatii la urmatoarea adresa de email: [office@sif-imobiliare.ro](mailto:office@sif-imobiliare.ro) sau de pe site-ul Societatii [www.sif-imobiliare.ro](http://www.sif-imobiliare.ro), sectiunea "pentru investitori".

B. Propunerile actionarilor de modificare a convocatorului:

Unul sau mai multi actionari care detin mai mult de 5% din capitalul social si din drepturile de vot au dreptul de a:

- solicita introducerea de noi puncte pe ordinea de zi in vederea discutarii (cu conditia ca fiecare punct sa fie justificat sau insotit de hotararea propusa a fi adoptata) si care este comunicata Societatii pana cel tarziu la data de 10 aprilie 2024.

communicated to the Company no later than 10<sup>th</sup> of April 2024.

- present the new proposed shareholders` resolution for the topics included/to be included on the agenda (proposed resolutions which will be sent to the Company no later than 10<sup>th</sup> of April 2024). If the agenda of the meeting will be amended as per the above, the revised agenda will be published no later than 15<sup>th</sup> of April 2024.

Shareholders proposals formulated as per the above will be sent to the Company in written form at the above mentioned address or through a document having attached an extended electronic signature according to Romanian Law no. 455/2001 regarding electronic signature to the following email address [office@sif-imobiliare.ro](mailto:office@sif-imobiliare.ro).

#### C. Questions related to the Shareholders` Meeting:

Company's shareholders may address written questions related to the topics on the agenda, such questions being accompanied by documents regarding the identification of the shareholder; such questions must be addressed to the Company no later than 23<sup>th</sup> of April 2024.

Shareholder's questions will be sent in written form to the Company's head office/to the registered office of Administrare Imobiliare S.A., or electronically to the email address [office@sif-imobiliare.ro](mailto:office@sif-imobiliare.ro).

The Company may answer in writing to the shareholder's questions by sending such answers via email, by post to the shareholders` address communicated to the Company, during the Annual General Meeting of Shareholders and on the Company's website: [www.sif-imobiliare.ro](http://www.sif-imobiliare.ro).

#### D. Participation to the Shareholders` meeting

The reference date is 18<sup>th</sup> of April 2024. Only shareholders registered in the shareholders` registry at this date can participate and vote in the shareholders` meeting. Shareholders can participate either personally or through authorized representatives. Shareholders access is allowed based on documentary evidence related to the identity of the

- prezenta hotararea nou propusa actionarilor privind punctele incluse/care urmeaza a fi incluse pe ordinea de zi (hotararile propuse care vor fi transmise Societatii pana cel tarziu la data de 10 aprilie 2024). Daca ordinea de zi a adunarii va fi modificata conform celor de mai sus, ordinea de zi revizuita va fi publicata pana cel tarziu la data de 15 aprilie 2024.

Propunerile actionarilor formulate conform celor de mai sus vor fi transmise Societatii prin documentatie scrisa transmisa la adresa mentionata mai sus sau prin document purtand semnatura electronica extinsa conform Legii romane nr. 455/2001 privind semnatura electronica la urmatoarea adresa de email: [office@sif-imobiliare.ro](mailto:office@sif-imobiliare.ro).

#### C. Intrebari legate de Adunarea Actionarilor

Actionarii Societatii pot adresa intrebari scrise privind punctele de pe ordinea de zi, aceste intrebari fiind insotite de documente privind identificarea actionarului si adresate Societatii pana cel tarziu la data de 23 aprilie 2024.

Intrebarile actionarilor vor fi transmise prin corespondenta la sediul central al Societatii/la sediul Administrare Imobiliare S.A. sau in format electronic la adresa de email [office@sif-imobiliare.ro](mailto:office@sif-imobiliare.ro).

Societatea poate raspunde in scris actionarilor prin transmiterea acestor raspunsuri prin email, prin posta la adresa actionarilor comunicata Societatii, in cadrul Adunarii Generale Anuale a Actionarilor si pe pagina de internet a Societatii: [www.sif-imobiliare.ro](http://www.sif-imobiliare.ro).

#### D. Participarea la Adunarea Actionarilor

Data de referinta este 18 Aprilie 2024. Numai actionarii inregistrati in registrul actionarilor la aceasta data pot participa si vota in cadrul adunarii actionarilor. Actionarii pot participa fie personal, fie prin reprezentanti imputerniciti. Accesul actionarilor este permis pe baza dovezilor documentate privind identitatea actionarilor (persoane

shareholders (individuals) - the identity card or passport and in case of legal entities based on the identity card of the legal representative/passport for foreign individuals. The legal representative of the legal entity's shareholder is established based of the list of shareholders from the reference date, received from the Central Depository (Depozitarul Central S.A.). If the register of shareholders does not contain data on the status of legal representative, this quality shall be evidenced by a certificate issued by the Trade Registry presented in the original or in a copy according to the original or any other document in original or copy in accordance with the original issued by a competent authority of the State in which the shareholder is legally registered to attest the status of legal representative.

Representatives of shareholders, individuals, will be identified based on their identity document (identity card or passport) together with their proxy signed by the shareholder.

Representatives of shareholders, legal entities, will prove their quality based on their identity document together with their proxy signed by the legal representative of the legal entity.

#### E. Powers of attorney

1. The documents necessary for participation in the shareholders meeting for shareholders, for individuals, are:

- if the shareholder will be personally present - the identity card;
- if the shareholder is represented by another person, power of attorney, together with the identity card of the representative;

2. The documents necessary for participation in the shareholders meeting for shareholders, legal entities:

- legal representative - based on an official document attesting such quality together with his/hers identity card or passport.
- the person to whom representation powers were delegated will submit, in addition to the documents mentioned above, the proxy signed by the legal representative of the legal entity.

The special or general power of attorney forms can be obtained from the Company's head-office/headquarters of Administrare Imobiliare SA.

fizice) - cartea de identitate sau pasaportul, iar in cazul persoanelor juridice, cu cartea de identitate a reprezentantului legal / pasaportul pentru cetatenii straini. Calitatea de reprezentant legal al actionarilor persoane juridice este dovedita pe baza listei actionarilor la data de referinta eliberata de catre Depozitarul Central S.A. Daca registrul actionarilor nu contine informatii cu privire la calitatea de reprezentant legal, aceasta calitate se dovedeste cu un Certificat Constatator eliberat de Registrul Comertului prezentat in original sau in copie conforma cu originalul sau prin orice alt document original sau in copie conforma cu originalul eliberat de autoritatile competente ale statului in care actionarul este legal inregistrat, care atesta calitatea de reprezentant legal.

Reprezentantii actionarilor persoane fizice se vor identifica pe baza documentului de identitate (carte de identitate sau pasaport) insotit de imputernicirea in numele lor, semnata de catre actionar.

Reprezentantii actionarilor persoane juridice isi vor dovedi calitatea pe baza documentului de identitate insotit de imputernicirea pe numele lor, semnata de reprezentantul legal al persoanei juridice.

#### E. Imputerniciri

1. Documentele necesare pentru participarea in cadrul adunarii actionarilor pentru actionarii persoane fizice sunt:

- daca actionarul va fi prezent personal - actul de identitate;
- daca actionarul este reprezentat de o alta persoana, imputernicirea, insotita de cartea de identitate a reprezentantului;

2. Documentele necesare pentru participarea in cadrul adunarii actionarilor pentru actionarii persoane juridice:

- reprezentantul legal - pe baza unui document oficial care atesta aceasta calitate, impreuna cu cartea sa de identitate sau pasaportul.
- persoana careia i-au fost delegate puterile de reprezentare, pe langa documentele mentionate mai sus, va prezenta imputernicirea semnata de reprezentantul legal al persoanei juridice.

Formularele imputernicirii speciale pot fi obtinute de la sediul central al Societatii/de la sediul Administrare Imobiliare SA sau de pe site-ul societatii [www.sif-imobiliare.ro](http://www.sif-imobiliare.ro), sectiunea "pentru investitori".

or on the company's website [www.sif-imobiliare.ro](http://www.sif-imobiliare.ro), "for investors" section.

After such proxy is executed, under the sanction of losing the right to vote, one original of the proxy will be sent to the head office of Administrare Imobiliare S.A. until 23<sup>th</sup> of April 2024, 10:00, one original copy will be given to the representative and one copy will remain with the shareholder.

Proxies can also be sent electronically to the email address [office@sif-imobiliare.ro](mailto:office@sif-imobiliare.ro)

For voting by correspondence, shareholders can send the completed ballot paper to the address of the administrator ADMINISTRARE IMOBILIARE S.A. until April 23, 2024, at 10:00 a.m., by means of communication that attests its transmission or by email to the address: [office@sif-imobiliare.ro](mailto:office@sif-imobiliare.ro), accompanied by the documents attesting the quality of the shareholder and the quality of the signatory.

#### MISCELLANEOUS

SIF Imobiliare PLC has issued and allotted 4.499.974 ordinary shares.

In order to be entitled to vote at the Annual General Meeting of Shareholders, shareholders must be registered as legal owners of the Shares in the register of shareholders of the Company kept with the Depozitarul Central on 18<sup>th</sup> of April 2024, representing the reference date.

#### **SIF Imobiliare PLC recommends to the shareholders the following:**

- to access the informative materials for the Annual General Meeting of Shareholders in electronic format, available on the Company's website [www.sif-imobiliare.ro](http://www.sif-imobiliare.ro), the "for investors" section;
- to vote by correspondence, by using the voting ballot by correspondence made available by the Company on the Internet page [www.sif-imobiliare.ro](http://www.sif-imobiliare.ro), the "for investors" section as an alternative method of direct participation or through a representative.

Date: 02.04.2024

BY ORDER OF THE BOARD  
[THE SECRETARY]

Dupa incheierea unei astfel de imputerniciri, sub sanctiunea pierderii dreptului de vot, un exemplar original al imputernicirii va fi transmis la sediul Administrare Imobiliare S.A. pana la data de 23 aprilie 2024, ora 10:00, un exemplar original va fi inmanat reprezentantului si o copie va ramane la actionar.

Imputernicile pot fi de asemenea transmise electronic prin email la adresa: [office@sif-imobiliare.ro](mailto:office@sif-imobiliare.ro).

Pentru votul prin corespondenta, actionarii pot trimite buletinul de vot completat la adresa sediului administratorului ADMINISTRARE IMOBILIARE S.A. pana la data de 23 aprilie 2024, ora 10:00, prin mijloace de comunicare care sa ateste transmiterea acestuia sau prin email la adresa: [office@sif-imobiliare.ro](mailto:office@sif-imobiliare.ro), insotit de documentele care atesta calitatea de actionar si calitatea semnatarului.

#### ALTE CLAUZE

SIF Imobiliare PLC a emis si a alocat un numar de 4.499.974 actiuni ordinare.

Pentru a avea dreptul de vot in cadrul Adunarii Generale Anuale a Actionarilor, actionarii trebuie sa fie inregistrati in calitate de detinatori legali ai Actiunilor in registrul actionarilor Societatii aflat la Depozitarul Central la data de 18 aprilie 2024, reprezentand data de referinta.

#### **SIF Imobiliare PLC recomanda actionarilor:**

- sa acceseze materialele informative pentru Adunarea Generala Anuala a Actionarilor in format electronic, disponibile pe pagina de internet a Societatii [www.sif-imobiliare.ro](http://www.sif-imobiliare.ro), sectiunea "pentru investitori";
- sa voteze prin corespondenta, prin utilizarea Buletinului de vot prin corespondenta pus la dispozitie de Societate pe pagina de internet [www.sif-imobiliare.ro](http://www.sif-imobiliare.ro), sectiunea "pentru investitori" ca metoda alternativa participarii directe sau prin reprezentant.

Data: 02.04.2024

DIN ORDINUL CONSILIULUI DE  
ADMINISTRATIE  
[SECRETARUL]