

PROJECT

regarding the Shareholders' Extraordinary General Meeting of LONGSHIELD INVESTMENT GROUP S.A.

to be held on April 29/30. 2026

Resolution no. 1

It is hereby approved the election of the secretary of the meeting, namely the shareholder Mr. Gheorghe Marcel with the identification data available at the Company headquarters, who shall prepare the minutes for the meeting and shall count the votes cast by the shareholders at the meeting.

with a majority of% of the votes held by the shareholders participating in the meeting following the expression of a total number of valid votes, corresponding to a number of shares and representing % of the company's share capital, with votes "for", votes "against", "abstentions", canceled votes and unexercised votes being recorded.

Resolution no. 2

It is hereby approved the decrease in the subscribed share capital of Longshield Investment Group - S.A. from RON 74,474,384.5 to RON 71.341.267, by cancelling 31.331.175 own shares acquired by the Company following the implementation during the period from 04.03.2026 to 17.03.2026 of the public offering for the purchase of own shares in the application of the buy-back programme approved by the Shareholders' General Meeting. After the share capital decrease, the subscribed and paid-up share capital of Longshield Investment Group - S.A. shall be in the amount of RON 71.341.267, divided into 713.412.670 registered shares with a value of RON 0.1 each.

The subscribed share capital shall be decreased pursuant to art. 207(1)(c) of Law no. 31/1990 and shall take effect after the fulfilment of the legal conditions, namely: (i) the publication of the Decision of the Shareholders' Extraordinary General Meeting decreasing the share capital in the Official Journal of Romania, Part IV; (ii) the endorsement of the amendments regarding art. 3(1) of the Company Articles of Incorporation by the Financial Supervisory Authority; (iii) the registration of the Decision of the Shareholders' Extraordinary General Meeting decreasing the share capital with the Trade Register.

Consequently, after the share capital decrease, art. 3(1) of the Company Articles of Incorporation shall be amended as follows:

“Art. 3 The Share Capital and Shares

(1) The subscribed and fully paid-up share capital is RON 71.341.267, divided into 713.412.670 registered shares, with a value of RON 0.1 each. Each share gives the right to a vote at the Shareholders' General Meeting.”

with a majority of% of the votes held by the shareholders participating in the meeting following the expression of a total number of valid votes, corresponding to a number of shares and representing % of the company's share capital, with votes "for", votes "against", "abstentions", canceled votes and unexercised votes being recorded.

Resolution no. 3

It is hereby approved (i) the conclusion by the Company, through its manager, of transactions for the acquisition, disposal, exchange or encumbrance of assets falling within the category of the Company's non-current assets (including acquisitions or disposals of financial instruments representing holdings in companies within the Company's investment portfolio), the value of which exceeds, individually or cumulatively during the 2026 financial year, 20% of the

Company's total non-current assets, excluding non-current receivables, but does not exceed 50% of such total, as reflected in the Company's financial statements, and (ii) the authorization of the Company's director, in accordance with the Company's investment policy and strategy and depending on available opportunities and relevant market conditions, to negotiate and conclude the legal acts necessary for the implementation of the aforementioned transactions, as well as any related documents or formalities required for their execution.

with a majority of% of the votes held by the shareholders participating in the meeting following the expression of a total number of valid votes, corresponding to a number of shares and representing % of the company's share capital, with votes "for", votes "against", "abstentions", canceled votes and unexercised votes being recorded.

Resolution no. 4

It is hereby approved the amendment of Article 6, paragraph (20) of the Articles of Incorporation, currently: „*The Shareholders General Meeting shall be chaired by the permanent representative appointed by the manager SAI Muntenia Invest S.A. and registered with the National Trade Register Office as representative of Longshield Investment Group S.A., namely the General Director of SAI Muntenia Invest S.A. or, in his/her absence, by the Director of Corporate Administration of SAI Muntenia Invest S.A.*”

and which, following the amendment, shall have the following wording:

„The Shareholders General Meeting shall be chaired by the permanent representative appointed by the manager SAI Muntenia Invest S.A. and registered with the National Trade Register Office as representative of Longshield Investment Group S.A., namely any director of SAI Muntenia Invest S.A. authorized by the Financial Supervisory Authority.”

with a majority of% of the votes held by the shareholders participating in the meeting following the expression of a total number of valid votes, corresponding to a number of shares and representing % of the company's share capital, with votes "for", votes "against", "abstentions", canceled votes and unexercised votes being recorded.

Resolution no. 4

It is hereby approved the amendment and completion of the Articles of Incorporation of Longshield Investment Group S.A., as follows:

- Article 1 is amended, by removing sub-section (4) and adding a new sub-section at the end, and shall read as follows, with the renumbering of the sub-sections:

“Art. 1 The Name of the Company, the Legal Form, the Headquarters and the Duration of the Company

(1). The name of the Company is “LONGSHIELD INVESTMENT GROUP S.A.” In all documents issued by LONGSHIELD INVESTMENT GROUP S.A., the identification data and the information required by the applicable law shall be indicated.

(2). The legal form of LONGSHIELD INVESTMENT GROUP S.A. (hereinafter referred to as the Company) is that of joint-stock company, a Romanian legal entity governed by private law, classified in accordance with the applicable regulations as an Alternative Investment Fund of the investment company type - AIFs, the category Alternative Investment Fund intended for Retail Investors - AIFRI, with a diversified Investment Policy, closed-end, externally managed.

(3). LONGSHIELD INVESTMENT GROUP S.A. shall operate in compliance with the provisions of the legislation on the capital market, Companies Law no. 31/1990, as republished, as subsequently amended and supplemented, of these Articles of Incorporation, of the Company Rules (referred to as “Rules” in these Articles of Incorporation) and of the Company Simplified Prospectus (referred to as “Prospectus”

in these Articles of Incorporation).

(4). The Company headquarters is in Bucharest, 46-48 Serghei Vasilievici Rahmaninov St., the ground floor, room 2, District 2, code 020199. The Shareholders' Extraordinary General Meeting may decide to change the headquarters of LONGSHIELD INVESTMENT GROUP S.A. to any other location in Romania. LONGSHIELD INVESTMENT GROUP S.A. may establish subsidiaries, branches, agencies, representative offices, as well as places of business, both in Romania and abroad in compliance with the legal requirements and with these Articles of Incorporation, regarding authorisation and publicity.

(5). The duration of the Company is of 100 years. The shareholders have the right to extend the duration of the Company before its expiry, by way of a Decision of the Shareholders' Extraordinary General Meeting.

(6) The Company is managed by an alternative investment fund manager (hereinafter also referred to as "AIFM"), which exercises the capacity of sole manager of the Company according to the law."

- Article 2(2) is amended and supplemented and shall read as follows:

“Art. 2 The Object of Activity of the Company

(2). LONGSHIELD INVESTMENT GROUP S.A. may carry out the following activities:

a) performing financial investment with the purpose of maximising the value of total assets, in accordance with the applicable regulations;

b) managing the investment portfolio and exercising all rights associated with the instruments in which investment is made;

c) risk management;

d) other auxiliary and related activities, in accordance with the applicable regulations.”

- Article 3 is amended and shall read as follows:

“Art. 3 Share Capital and Shares

(1). The subscribed and fully paid-up share capital is RON 71,341,267, divided into 713,412,670 registered shares, with a value of RON 0.1 each. Each share entitles to one vote within the Shareholders' General Meeting.

(2). The Company shares are registered, of equal value, issued in a dematerialised form, and grant equal rights and obligations to their holders. The face value of one share is RON 0.1. The shares are indivisible, and the Company recognises a sole representative for the exercise of the rights arising from a share. The distribution of benefits and the bearing of losses shall be made equally for each share.

(3). The share capital may be increased, in accordance with the law:

a) by issuing new shares in exchange for cash contributions;

b) by incorporating reserves, except for legal reserves and reserves created from the revaluation of assets, as well as profits or share premiums.

(4). Any reduction of the share capital shall be carried out in accordance with the provisions of the law.

(5). The share capital may be reduced by:

a) reducing the number of shares;

b) reducing the face value of the shares; and

c) other methods provided by law.

(6). If the AIFM determines that, as a result of losses, the net asset value, calculated as the difference between the total assets and liabilities of LONGSHIELD INVESTMENT GROUP S.A., represents less

than half of the value of the subscribed share capital, the AIFM must convene the Shareholders' Extraordinary General Meeting, which shall decide whether the Company must be dissolved. If the Shareholders' Extraordinary General Meeting does not decide the dissolution of LONGSHIELD INVESTMENT GROUP S.A., then LONGSHIELD INVESTMENT GROUP S.A. must, at the latest by the end of the financial year following the one in which the losses were recorded, reduce the share capital by an amount at least equal to the losses that could not be covered from reserves, if during this period the net assets have not been restored to at least half of the share capital.

(7). The investors entitled to receive dividends or to benefit from the effect of the decisions of the Shareholders' General Meetings are those entered in the Shareholder Register kept in accordance with the law by Depozitarul Central SA on the date set by the Shareholders' General Meeting, in accordance with the applicable regulations.

(8). The distribution of dividends shall be carried out in compliance with the applicable legal regulations and the regulations of the FSA."

- Article 6(4)(a) is amended and shall read as follows:

"Art. 6 The Shareholders' General Meeting

(4). In addition to discussing other matters included on the agenda, the Shareholders' Ordinary General Meeting must:

a) discuss, approve or amend the annual financial statements, based on the reports of the AIFM and of the financial auditor;"

- Articles 6(7)(d) is amended and shall read as follows:

"Art. 6 The Shareholders' General Meeting

(7) The Extraordinary General Meeting shall be convened whenever necessary and, unless the applicable law provides otherwise, shall adopt decisions on the following matters:

d) the establishment or dissolution of secondary offices: branches, agencies, representative office or other similar establishments without legal personality;"

- In Article 6, letter (o) of sub-section (7) is amended and shall read as follows:

"o) the prior approval of the documents concerning the acquisition, disposal, exchange and provision of a guarantee over assets classified as fixed assets of the issuer, whose value exceeds, individually or cumulatively, during the financial year, 20% of the total fixed assets, less the fixed receivables;"

- In Article 6, after letter (o) of sub-section (7), a new letter, letter (p), is introduced and shall read as follows:

"p) any other completions and amendments to the Articles of Incorporation or any other decisions which, according to these Articles of Incorporation and the applicable legal provisions, required the approval of the Shareholders' Extraordinary General Meeting."

- Article 6(8) is amended and shall read as follows:

"Art. 6 The Shareholders' General Meeting

(8) The exercise of the powers provided under art. 6(7)(b), (d) and (f) is delegated to the AIFM. The delegation of the exercise of the power regarding the increase of the share capital is granted for a 4-year period, namely until 29.04.2030, and may not exceed half of the share capital."

- Article 6(10) is amended and shall read as follows:

"Art. 6 The Shareholders' General Meeting

(10). The convening of the Shareholders' General Meeting shall be carried out by the AIFM, in compliance with the provisions of Law no. 31/1990, as republished, as subsequently amended and supplemented, as well as with the applicable law and the regulations of the FSA."

- Article 6(11) is amended and shall read as follows:

“Art. 6 The Shareholders’ General Meeting

(11). The General Meeting shall be convened by publishing an announcement in the Official Journal and in one of the widely circulated newspapers in the municipality where the Company headquarters is located, either in print or online, in accordance with the applicable law. The Convening Notice shall include the place and date of the Meeting, as well as the Agenda, explicitly indicating all matters to be discussed during the Meeting. If the Agenda includes the appointment of the sole manager and/or of the members of the Board of Shareholders’ Representatives, the Convening Notice shall specify that the list containing information regarding the name, headquarters, domicile and professional qualifications, as applicable, of the legal entities/individuals proposed for the position of sole manager/member of the Board of Shareholders’ Representatives is available to the shareholders, and may be consulted and supplemented by them.”

- Article 6(12) is amended and shall read as follows:

“Art. 6 The Shareholders’ General Meeting

(12). The Shareholders’ General Meetings shall be convened by the AIFM whenever matters arise that fall within the responsibility of the Shareholders’ General Meeting. The AIFM must convene the Shareholders’ General Meeting at the written request of shareholders representing, individually or jointly, at least 5% of the Company share capital, if the request contains provisions falling within the powers of the Shareholders’ General Meeting, at the request of the FSA, or where there is a final and irrevocable court decision ordering the convening of the Shareholders’ General Meeting of LONGSHIELD INVESTMENT GROUP S.A.”

- Article 6(13) is amended and shall read as follows:

“Art. 6 The Shareholders’ General Meeting

(13) The right to participate in the Shareholders’ General Meeting belongs to the shareholders registered in the records kept by Depozitarul Central SA, on the reference date set by the AIFM.”

- Article 6(14) is amended and shall read as follows:

“Art. 6 The Shareholders’ General Meeting

(14). The participation at the Shareholders’ General Meeting shall take place either in person or through representatives appointed in accordance with the applicable legal provisions. The shareholders of LONGSHIELD INVESTMENT GROUP S.A. may also vote by correspondence, in accordance with the applicable legal provisions and the procedures approved by the AIFM. LONGSHIELD INVESTMENT GROUP S.A. shall allow shareholders to participate in the General Meeting by using electronic means of data transmission. The electronic means of data transmission that may be used by shareholders to participate in the General Meeting, as well as the procedures for identifying shareholders participating in the General Meeting by using such electronic means, shall be presented in the Convening Notice of the Shareholders’ General Meeting.”

- Article 6(17) is amended and shall read as follows:

“Art. 6 The Shareholders’ General Meeting

(17). The AIFM and the members of the Board of Directors of the AIFM may not vote, either in person or through representatives, based on the shares they hold, for the discharge from their duties or for any matter in which their person or activity is under discussion.”

- Article 6(20) is amended and shall read as follows:

“Art. 6 The Shareholders’ General Meeting

(20) The Shareholders’ General Meeting shall be chaired by the permanent representative of the AIFM holding the position of CEO of the AIFM or, in his/her absence, by the AIFM manager authorised by the Financial Supervisory Authority replacing him/her.”

- Article 7(1) is amended and shall read as follows:

“Art. 7 The Board of Shareholders’ Representatives

(1). The Board of Shareholders’ Representatives is a body that represents the interests of the shareholders of LONGSHIELD INVESTMENT GROUP S.A. in relation to the AIFM, based on a budget approved by the Company Shareholders’ General Meeting.”

- Article 7(4) is amended and shall read as follows:

“Art. 7 The Board of Shareholders’ Representatives

(4). The Board of Shareholders’ Representatives of LONGSHIELD INVESTMENT GROUP S.A. has the following duties:

a) to represent the Company in relation to the AIFM;

b) to negotiate and conclude the Management Contract;

c) to monitor the manner in which the contractual clauses and commitments undertaken by the AIFM through the Management Contract and through the management programme approved by the Company Shareholders’ General Meeting are met;

d) to review the periodic reports prepared by the AIFM regarding the manner in which it has exercised its duties concerning:

– the management of the Company;

– the exercise of the rights arising from the securities held in the Company portfolio;

– the protection of the Company rights and interests before courts of law, arbitral courts, and any bodies with jurisdictional or administrative powers;

e) to request the adoption of measures to ensure that the activity of the AIFM complies with the provisions of the Management Contract, the FSA regulations, the annual management programmes, the revenue and expenditure budgets approved by the Company Shareholders’ General Meeting and the applicable law;

f) to verify the conclusion of the contract with the financial auditor in accordance with the Decision of the Company Shareholders’ General Meeting;

g) to verify the preparation of the annual financial statements by the AIFM and the proposals for profit distribution to be submitted for approval to the Company Shareholders’ General Meeting;

h) to verify the preparation of the annual programme regarding the management of the Company portfolio;

i) to verify the preparation of the draft Company Revenue and Expenditure Budget for submission to the Company Shareholders’ General Meeting;

j) to verify the preparation of the half-yearly and quarterly reports by the AIFM in accordance with the legal provisions and the FSA regulations;

k) to verify the preparation of the materials to be presented to the Company Shareholders’ General Meeting;

l) to verify the conclusion of the depositary contract, namely the contract concluded with Depozitarul Central;

m) to represent the Shareholders’ General Meeting in relation to the AIFM in terms of all communications between the two bodies, except for situations expressly governed in these Articles of Incorporation as a means of direct communication between the General Meeting and the AIFM.”

- Article 8(2) is amended and shall read as follows:

“Art. 8 The Financial Statements, the Financial Audit and the Internal Audit of LONGSHIELD INVESTMENT GROUP S.A.

(2). The annual financial statements, the annual report of the AIFM, as well as the proposal regarding the profit distribution shall be made available to shareholders within the time limits provided by law, prior to the date of the Shareholders’ General Meeting.”

- Article 8(9) is amended and shall read as follows:

“Art. 8 The Financial Statements, the Financial Audit and the Internal Audit of LONGSHIELD INVESTMENT GROUP S.A.

(9). The financial audit shall be carried out based on an audit contract concluded by the AIFM on behalf of the Company.”

- Article 12(1), (3) and (4) are amended and shall read as follows:

“Art. 12 Prudential Rules regarding the Investment Policy

(1). The Investment Policy and the Prudential Rules are established by the AIFM and shall be governed in the “Rules” and the “Prospectus” of the Company, in compliance with the investment limitations provided by the applicable legal regulations in force.

(3). Subject to the restrictions imposed by these Articles of Incorporation, the Management Contract and the applicable law in force, all decisions regarding the acquisition, sale and exercise of all rights and obligations in relation to the Company assets shall be exercised by the AIFM.

(4). The AIFM has the following obligations:

a. To publish the Prudential Rules regarding the Investment Policy on the website “www.longshield.ro”;

b. To notify the FSA of any amendments concerning the Prudential Rules regarding the Investment Policy;

c. To notify investors of any amendment to the Prudential Rules regarding the Investment Policy through a current report that shall be made public on the website “www.longshield.ro” and through the information dissemination system of Bursa de Valori București SA.”

- Article 13 is amended and supplemented and shall read as follows:

“Art. 13 The Management of the Company

(1) The Company is managed by an AIFM, exercising the capacity of sole Manager, based on a Management Contract approved by the Company Shareholders’ General Meeting.

(2) The persons in charge for the effective management of the AIFM are considered permanent representatives within the meaning of art. 153¹³(2) of Law no. 31/1990 and may be replaced in accordance with the applicable law.

(3). The term of office of the Company Manager is 4 years.

(4) The Company shall pay a monthly management fee calculated in accordance with the provisions of the Management Contract, within the maximum limit approved by the Company Shareholders’ General Meeting. Depending on the manner in which the AIFM meets the performance criteria and the objectives established annually by the Shareholders’ General Meeting, the Company shall pay the AIFM a performance fee calculated in accordance with the provisions of the Management Contract.

(5). The AIFM must make the remuneration policy public through the website “www.longshield.ro”.

(6). The remuneration policy shall be compatible with the Company business strategy, objectives, values and interests, as well as with the interests of its investors, and shall include measures to avoid conflicts

of interest.”

- Article 14(4), (5) and (6) are amended and shall read as follows:

“Art. 14 The Calculation of the Net Asset of LONGSHIELD INVESTMENT GROUP S.A.

(4). The NAV and NAVU shall be calculated by the AIFM and shall be certified by the Company Depository within a maximum of 15 calendar days from the end of the month for which the NAV is determined.

(5). The NAV and NAVU shall be made public by the AIFM on the website “www.longshield.ro” and through the information dissemination system of Bursa de Valori București SA.

(6). The AIFM has the following obligations regarding the rules for the valuation of the Company assets:

a. To publish these valuation rules on the website www.longshield.ro;

b. To notify the FSA of any amendments to these valuation rules at least 30 days before the date of the first net asset value calculated using the amended rules;

c. To notify investors of any amendment to the above-mentioned valuation rules through a current report that shall be made public on the website “www.longshield.ro” and through the information dissemination system of Bursa de Valori București SA.”

- Article 14(8) is amended and shall read as follows:

“Art. 14 The Calculation of the Net Asset of LONGSHIELD INVESTMENT GROUP S.A.

(8). The AIFM shall ensure that the valuation rules of the Company assets comply with the applicable legal provisions in force.”

- Article 14(10) is amended and shall read as follows:

“Art. 14 The Calculation of the Net Asset of LONGSHIELD INVESTMENT GROUP S.A.

(10) The AIFM must include, within the “Rules of the Company” a detailed presentation of the Investment Policy and of the valuation rules of the Company assets.”

- Article 15(1) is amended and shall read as follows:

“Art. 15 The Depository Contract of LONGSHIELD INVESTMENT GROUP S.A.

(1) The AIFM must conclude a depository contract with a depository authorised by the FSA.”

with a majority of% of the votes held by the shareholders participating in the meeting, following the expression of a total of valid votes, corresponding to shares and representing% of the company's share capital, the following were recorded: votes "in favor," votes "against," abstentions, annulled votes, and unexercised votes.

Resolution no. 5

The approval of the date of 20.05.2025 as the date of registration and of the date of 19.05.2025 as the Ex date, in accordance with the provisions of art. 87(1) of Law no. 24/2017 on issuers of financial instruments and market operations and of the FSA Regulation no. 5/2018 on issuers of financial instruments and market operations.

with a majority of% of the votes held by the shareholders participating in the meeting, following the expression of a total of valid votes, corresponding to shares and representing% of the company's share capital, the following were recorded: votes "in favor," votes "against," abstentions, annulled votes, and unexercised votes.

Longshield Investment Group SA
By the administrator
SAI Muntenia Invest SA
General Director,
Ștefan Dumitru