



**Informative material related to item 1 on the agenda of the General Shareholders' Meeting of
24/25.04.2026 ELECTROMAGNETICA S.A.**

The resolution submitted for approval by the General Shareholders' Meeting under item 1 on the agenda is:

Approval of the reduction of the subscribed share capital of ELECTROMAGNETICA S.A. from 67,603,870.4 RON to 66,380,788.9 RON, by cancelling a number of 12,230,815 treasury shares acquired by the Company following the public tender offer of treasury shares between 21.01.2026 and 03.02.2026, in application of the buyback program approved by the Extraordinary General Meeting of Shareholders no. 1 on 19.12.2024.

After the reduction of the share capital, the subscribed and paid-up share capital of ELECTROMAGNETICA S.A. It will have a value of 66,380,788.9 RON, of which RON 65,059,549.76 in cash and 1,321,239.14 RON contribution in kind, divided into registered shares in the amount of 0.10 RON/share.

The reduction of the subscribed share capital is carried out pursuant to art. 207 para. (1) letter c) of the Companies Law no. 31/1990 R and will be effective after the fulfillment of the legal conditions, namely: (i) the publication of the decision of the Extraordinary General Meeting of Shareholders approving the reduction of the share capital in the Official Gazette of Romania, Part IV a; (ii) the registration of the decision of the Extraordinary General Meeting of shareholders approving the reduction of the share capital at the Trade Register.

By Decision no. 1/19.12.2024, published in the Official Gazette of Romania, Part IV, no. 33 of 08.01.2025, the Extraordinary General Meeting of Shareholders of Electromagnetica S.A. approved the implementation of a buyback program of own shares, in accordance with the applicable legislation, for a number of no more than 60,000,000 shares.

By Decision no. 25/15.01.2026, the Financial Supervisory Authority approved the public offer document for the purchase of a maximum of 60 million shares issued by Electromagnetica S.A., initiated by the company, in accordance with Decision no. 1/19.12.2024, a program that was carried out between 21.01.2-26 – 03.02.2026, at the price of 0.26 lei/share. Following the public tender offer, Electromagnetica S.A. acquired 12,230,815 treasury shares, representing 1.8092% of the share capital, shares that do not give the right to a dividend and have the voting right suspended during their holding by the Company.

Through this buyback program, Electromagnetica S.A. aimed to absorb a limited number of shares in the market, with a positive effect on liquidity. The payment of the own shares acquired under the buyback program was made from own funds from the company's operational activity.

On the date of registration of the decrease in share capital by 12,230,815 treasury shares repurchased, there is only a reallocation between the equity accounts, without any impact on the profit or loss account and without any additional reduction in equity.

ELECTROMAGNETICA

Taking into account the purpose for which the shares were acquired under the buyback program, the Board of Directors of Electromagnetica S.A. proposes to the Extraordinary General Meeting of Shareholders the reduction of the share capital, according to the proposal made in item 1 of the agenda of the AGM meeting.

According to the provisions of art. 113 letter g) of the Companies Law no. 31/1990, the statutory body competent to adopt a decision on the reduction of the share capital is the Extraordinary General Meeting of Shareholders.

General Manager
Ștefan George Alin