ELECTROMAGNETICA

ELECTROMAGNETICA S.A.

CONSOLIDATED AND INDIVIDUAL SIMPLIFIED INTERIM FINANCIAL STATEMENTS
ON JUNE 30, 2026

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ELECTROMAGNETICA S.A.

CONSOLIDATED AND INDIVIDUAL FOR THE 1ST SEMESTER OF 2026

Consolidated and individual financial results for the first half of 2026 (H1 2026) compared to the first half of 2025 (H1 2025) (unaudited)

IDENTIFICATION DATA OF THE COMPANY

Company Name:	Electromagnetica S.A.
Registered Office:	Bucharest, Sector 5, Calea Rahovei nr. 266-268, postal code 050912
Tel/ Fax:	021 404 21 02/ 021 404 21 95
WHO:	414118
Reg. No. at the ORCTB:	J1991000019408
Regulated market:	BVB, Equity Sector, Equities, Premium Category
Market symbol:	ELMA
Number of shares:	676.038.704
Face value:	0.1000 RON
Share capital:	67.603.870,40 RON
LEI Code:	254900MYW7D8IGEFRG38

GENERAL INFORMATION

Electromagnetica S.A. is a joint-stocks company established in 1930 with Romanian legal personality and unlimited lifespan that is organized and operates according to the articles of association and based on Law no. 31/1990 on companies, republished, in compliance with Law no. 24/2017 on issuers of financial instruments and market operations and ASF Regulation no. 5/2018 on issuers of financial instruments and market operations.

On 30.06.2026, the company's share capital is RON 67,603,870.40 divided into 676,038,704 common shares, registered and dematerialized, registered in an electronic account in the shareholders' register kept by Depozitarul Central S.A.

The main object of activity of Electromagnetica S.A. is NACE 6820 - Rental and subletting of own or leased real estate, according to the Classification of Activities in the National Economy, approved by the Order of the President of the National Institute of Statistics no. 377/17.04.2024 (CAEN Rev.3).

Electromagnetica S.A., as a company whose shares are admitted on a regulated market (Bucharest Stock Exchange, Premium category, symbol ELMA), has adopted IFRS starting with the financial year 2012. The financial statements for 2025 were prepared in accordance with the provisions of OMFP no. 2844/2016 for the approval of the Accounting Regulations in accordance with the International Financial Reporting Standards adopted by the European Union.

In the first half of 2026, Electromagnetica S.A. ("the Company") had the role of parent company only for Procetel S.A. For 2025, the Electromagnetica group (the "Group") also included Electromagnetica Fire S.R.L. and Electromagnetica Prestserv S.R.L., but they were dissolved and liquidated during 2025.

DESCRIPTION OF THE ACTIVITY AND OPERATIONAL CONTEXT

In the first half of 2026, the Group and the Company continued the process of consolidating the management and rental activity of commercial and industrial spaces, with a focus on increasing recurring revenues and optimizing the performance of the real estate portfolio.

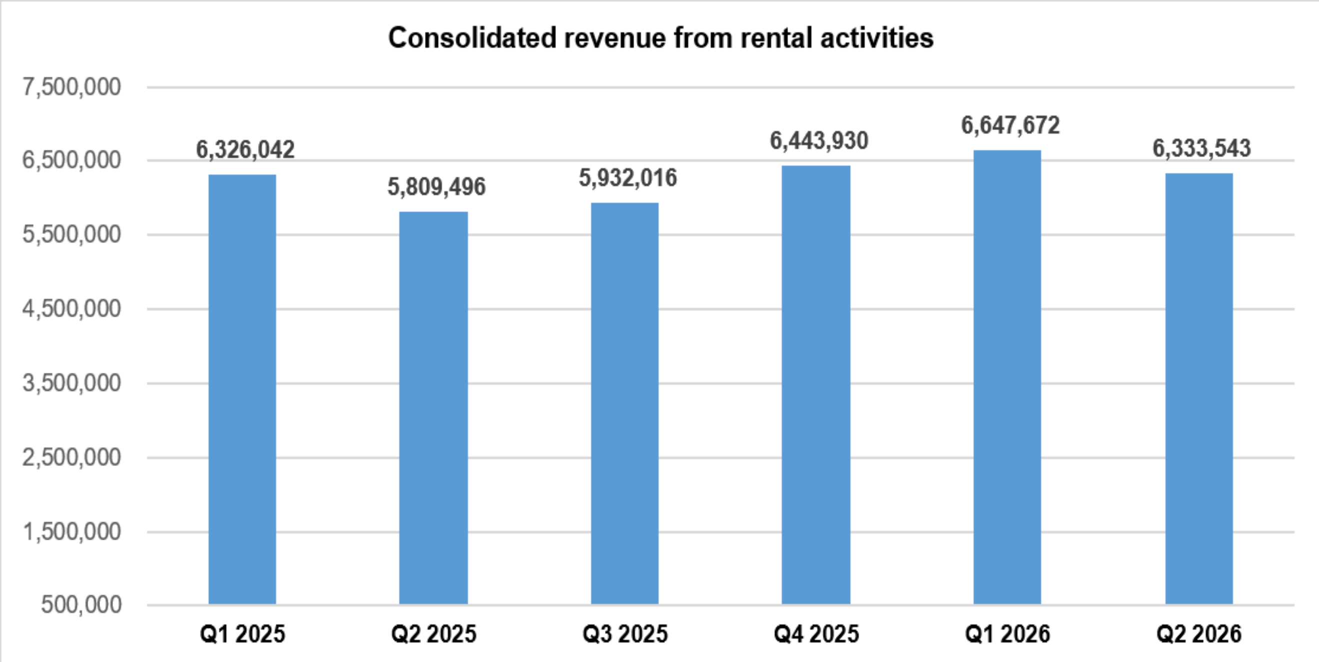
The business model is based on generating stable income from the rental of real estate assets, the portfolio consisting of commercial and industrial spaces with a total area of approximately 65,400 sqm GLA, distributed as follows:

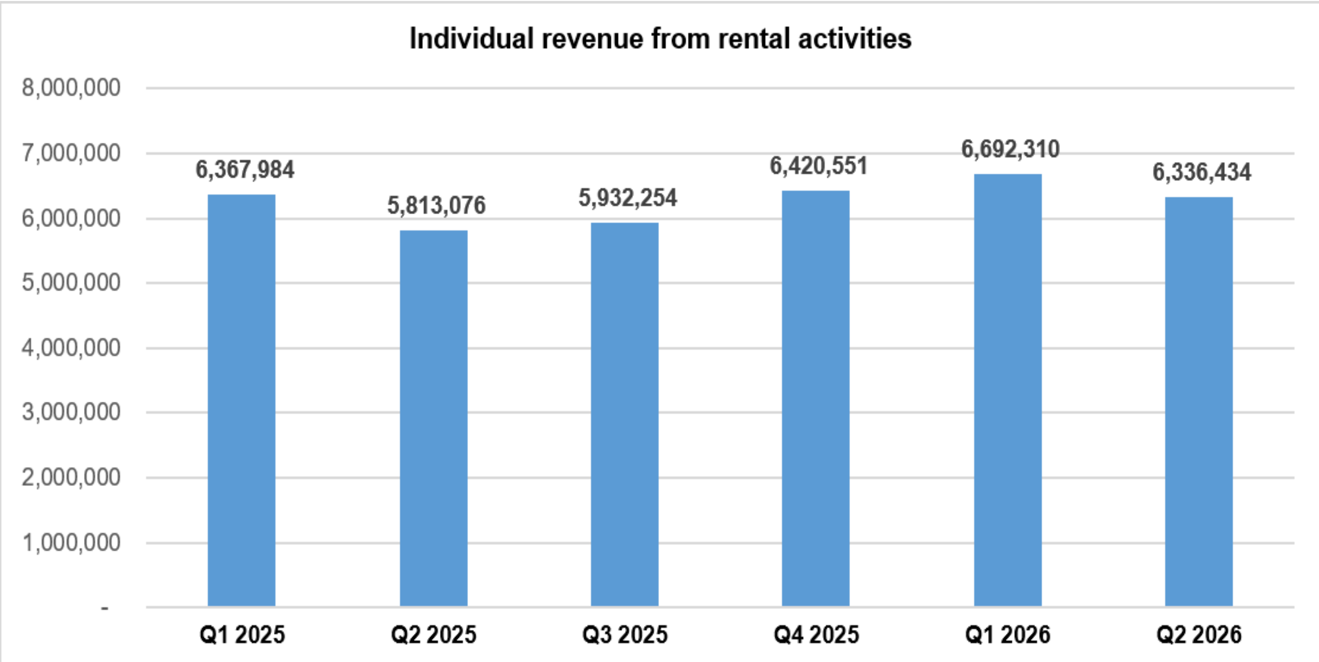
- 62,000 sqm in Bucharest (Calea Rahovei 266–268) - Electromagnetica Business Park;
- 3,400 sqm in Vârteju, Magurele city, Ilfov county.

In an economic context still characterized by volatility and cost pressures, the Company continued the efficiency measures previously implemented, aiming to:

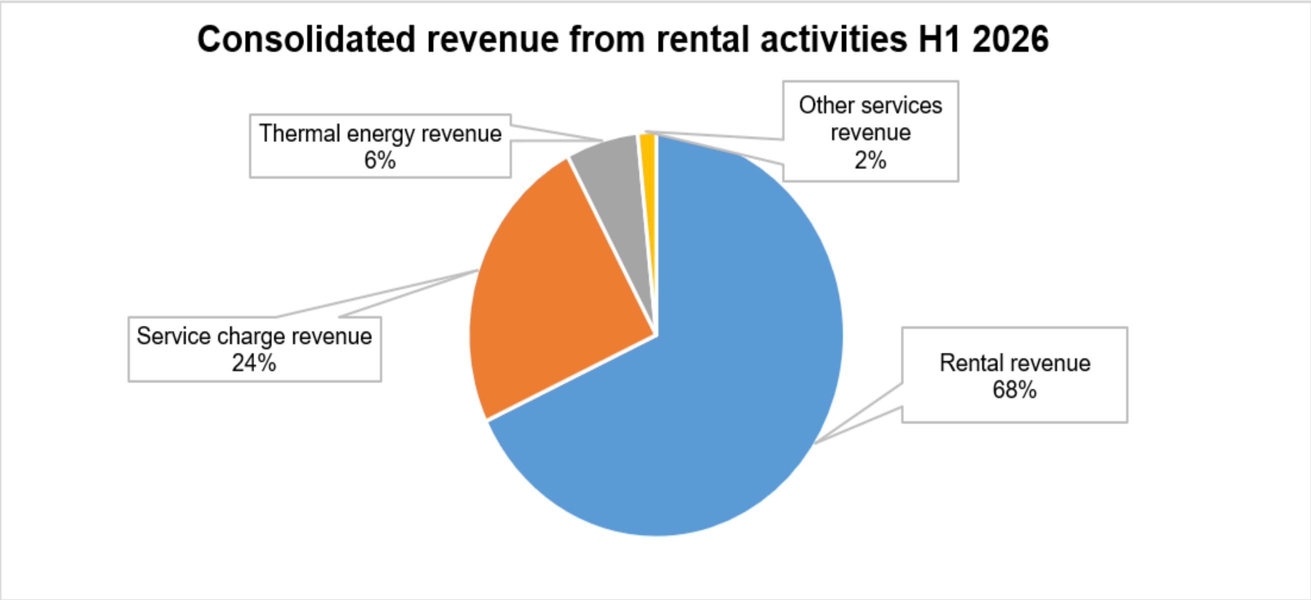
- stabilization of recurring rental income;
- increasing the employment rate;
- optimization of the contractual structure with tenants;
- strict control of operational costs.

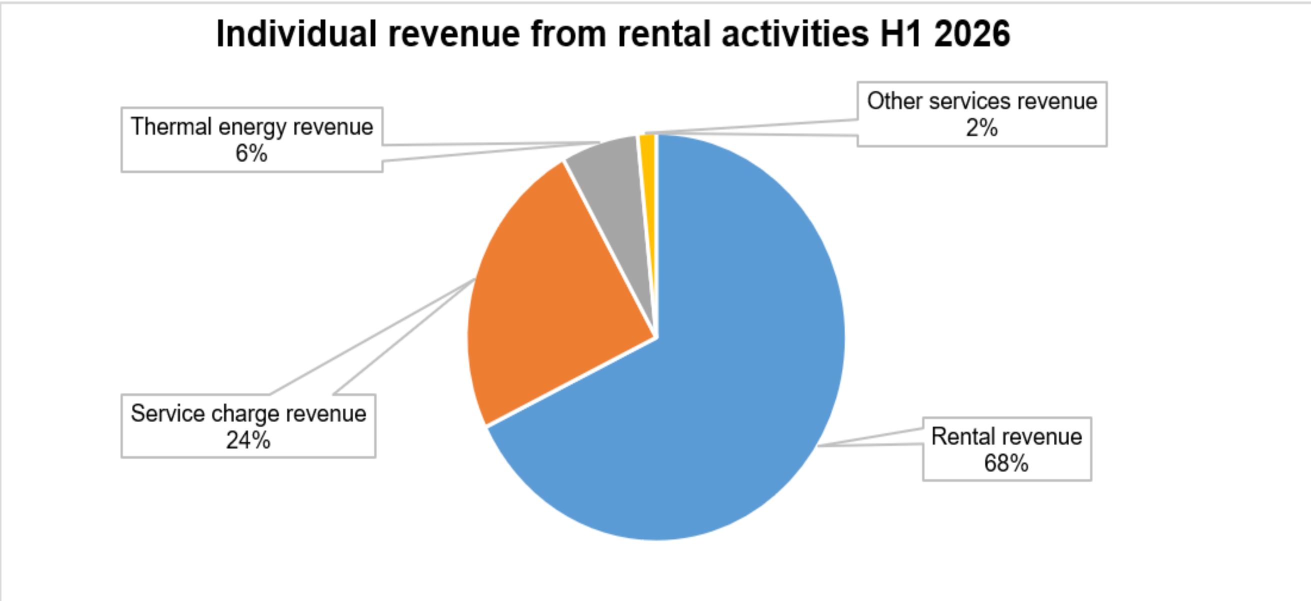
Revenues from rental activity (rents, maintenance services and utilities rebilled) increased by 9% compared to Q2 2025, confirming the resilience of the portfolio in competitive market conditions. The seasonal differences between quarters (Q1 and Q4 compared to Q2 and Q3) are mainly generated by the thermal energy revenues invoiced to tenants in the cold season.



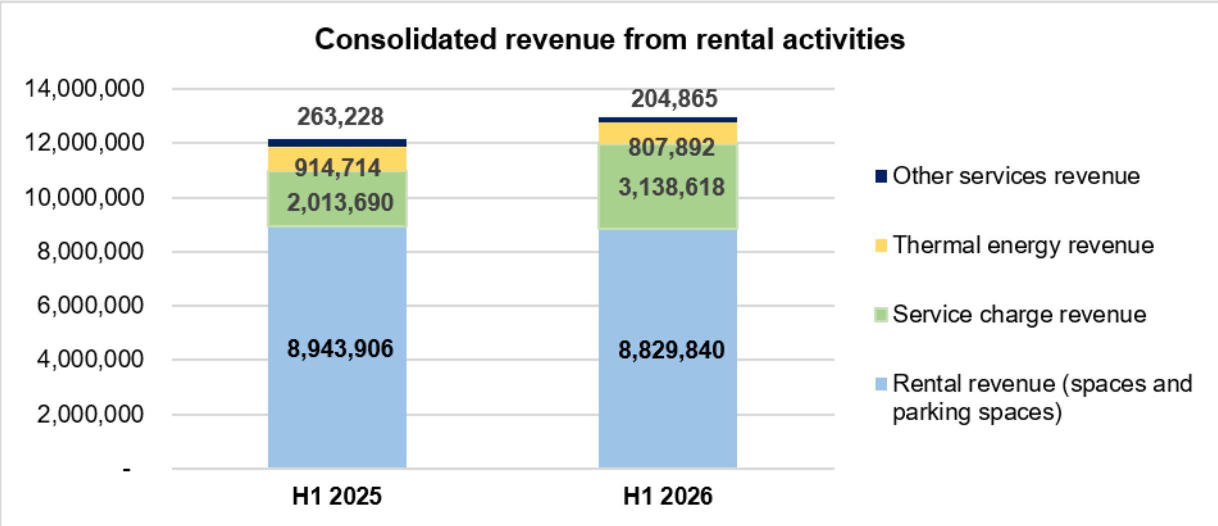


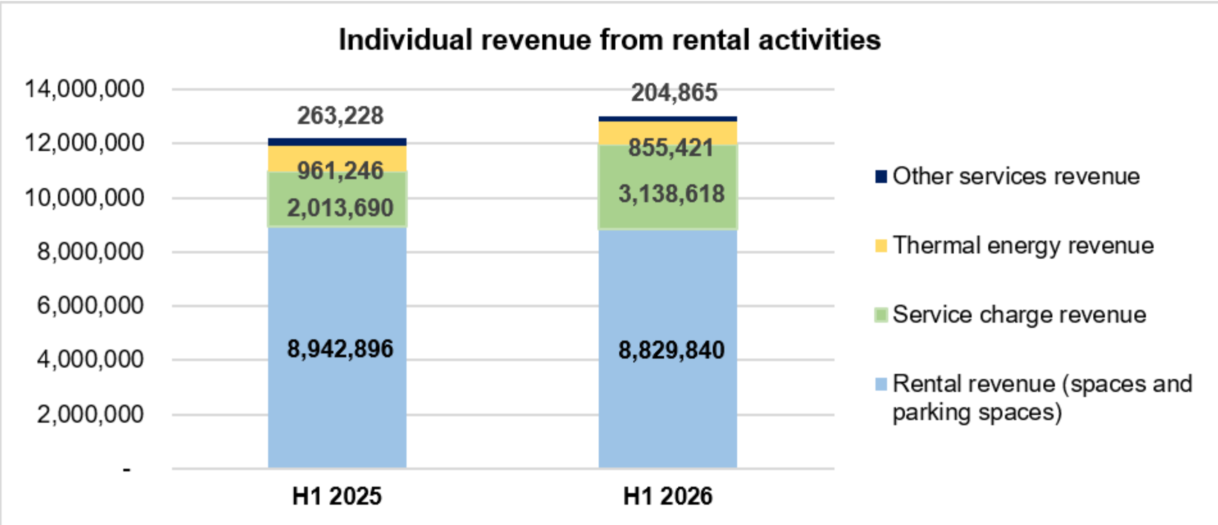
In H1 2026, revenues from rental activity were composed of revenues from renting spaces and parking lots (68%), revenues from maintenance tax (24%) and revenues from thermal energy tax (6%).





The revenues generated from the rental of spaces and parking spaces decreased by 1.3% compared to the first half of 2025, the decrease being mainly determined by the termination of some contracts at the end of 2025 partially offset by the conclusion of the lease agreement with the company KOMFITT Expert S.R.L. for a space of 2,995 sqm (approx. 5% of the total leasable area of GLA), as well as 50 parking spaces within the Electromagnetica Business Park location. In addition, the Company and the Group recorded an increase in revenues from the maintenance fee (service charge) of 56%.





OPERATIONAL PERFORMANCE AND EVOLUTION OF THE REAL ESTATE PORTFOLIO

As of June 30, 2026, Electromagnetica's real estate portfolio maintained an occupancy rate similar to that recorded at the end of the first quarter of 2026. The evolution was influenced by the continuous renegotiation of contracts and by the adjustment of the tenant portfolio structure.

In the second quarter of 2026, 8 new lease contracts were concluded, for a total area of 3,500 sqm. The demand was mainly for office spaces, followed by spaces for commercial, production and distribution use. At the same time, 9 contracts were renewed, covering an area of 960 sqm, contributing to maintaining the stability of rental income.

The occupancy rate is differentiated by location:

- Calea Rahovei nr. 266–268 (Bucharest): ~51% average rental rate;
- Vârteju (Vârteju county) Ilfov): ~46% average rental rate.

Both properties continue to offer opportunities to increase occupancy. In this regard, the management team carries out actions to promote the available spaces, adapts the commercial conditions to the market demand and aims to maintain the competitiveness of the portfolio.

The evolution of the portfolio reflects:

- the continuation of the process of renegotiation of existing contracts;
- targeting tenants with high creditworthiness and low risk;
- maintaining a balance between employment and income quality;
- Focus on the stability of recurring cash flows.

The structure of the portfolio, depending on the destination of the spaces, remained balanced:

- storage spaces – 27%;
- office spaces – 24%;
- spaces for the provision of services – 31%;
- spaces for production – 18%.

This structure reflects an operational diversification that helps to reduce the risk of concentration on a single business segment.

The portfolio management activity was supported by a prudent approach to maintenance investments, oriented towards maintaining the functionality of the assets and gradually improving the attractiveness of the available spaces, in parallel with the optimization of operational costs.
In terms of asset management, investments in maintenance work have been made prudently, in order to keep the buildings in good working order, increase the attractiveness of the spaces available for rent and optimize operating costs.

At the H1 2026 level, the Group and the Company managed approximately 300 contractual lease relationships. The top 10 tenants generated about 37% of rental income, and the top 20 about 51%, indicating a moderate level of revenue concentration.

FINANCIAL PERFORMANCE ANALYSIS AND STRATEGIC DIRECTIONS

In the first half of 2026, the Group and the Company recorded a mixed evolution of financial indicators, characterized by a reduction in turnover, while improving operating profitability and net income.

	Group		Society	
Indicator	**H1 2025**	**H1 2026**	**H1 2025**	**H1 2026**
Turnover (thousands of RON)	**16,817**	**13,332**	**16,863**	**13,379**
EBITDA* (RON thousands)	**(1,900)**	**10,636**	**(1,576)**	**10,843**
Net result (RON thousands)	**(3,394)**	**10,488**	**(3,676)**	**16,372**

*EBITDA represents profit before corporate income tax expense, depreciation and amortization expense, expenses and financial income.

The 21% reduction in turnover is associated with the process of repositioning the Group's activity towards a model centered on recurring rental revenues, this segment becoming the main generator of stable operating flows, with a share of approximately 99% in the total turnover (at first half of 2025, revenues from the sale of products and services of RON 4.27 million were recorded, in 2026, registering their value of RON 0.35 million in the same period, see note 11 Revenues).

The significant increase in EBITDA and net income is mainly due to:

- streamlining the operational cost structure;
- reduction and optimisation of administrative costs;
- recurrent rental income.

Personnel expenses decreased by 62%, from RON 6,812 thousand in H1 2025 to RON 2,600 thousand in H1 2026, in line with the decrease in the average number of employees, from 85 to 36.
At the same time, depreciation and depreciation expenses decreased by 73%, from RON 5,275 thousand to RON 1,437 thousand. This evolution reflects the reclassification, on December 31, 2025, of properties from the category of tangible assets to that of real estate investments, following the change of their destination from own use for rental purposes.

At the end of June 2026, the Group derecognised the assets and liabilities of Procetel S.A. (a company in the process of voluntary liquidation) at their consolidated book values, as well as the carrying amount of the non-controlling interests related to it.
The company recorded in the individual financial statements the gain from the derecognition of the investment and the recognition of the real estate assets at fair value, as well as the gain resulting from the termination of the intra-group leasing contract (respectively RON 5.4 million), which were completely eliminated upon consolidation.

Overall, the positive evolution of profitability highlights the increase in operational efficiency, in the context of the focus of the activity on the management and capitalization of the real estate portfolio.

Strategic perspectives and directions

For the next period, the Group and the Company maintain their strategic orientation towards consolidating a stable business model, based on recurring and predictable revenues.

The main directions include:

- increasing the occupancy rate of the real estate portfolio;
- optimizing the tenant mix, with a focus on reducing the risk of concentration;
- improving the contractual structure in the medium and long term;
- maximizing the yield of your existing portfolio by making efficient use of available space.

The strategic objective remains to strengthen a stable and predictable operational profile, with a focus on operational efficiency and sustainable recurring revenue growth.

MANAGEMENT OF SIGNIFICANT RISKS

The risk management policy at Group and Company level includes all the principles, procedures and control mechanisms necessary to identify, assess, monitor and manage significant risks that may influence the achievement of strategic objectives and the performance of the activity in conditions of efficiency and legal compliance.

Risk management is an essential component of corporate governance and is integrated into current decision-making processes, being adapted to the specifics of the activities carried out within the Electromagnetica Group.

The main categories of risks identified are:

- market risk;
- credit risk (non-payment);
- liquidity and cash-flow risk;
- operational risk (including legal and compliance);
- data protection and processing risk;
- the risk of sanctions;
- litigation risk;
- risks covered by insurance policies.

Market risk

Market risk is the risk of incurring losses as a result of adverse developments in market variables, such as interest rates, exchange rates, commodity prices or selling prices of goods and services.

The Group and the Company continuously monitor macroeconomic and sectoral developments, with the objective of maintaining a balance between profitability and the risk associated with the activities carried out.

Currency risk

Currency risk is the risk of losses arising from exchange rate fluctuations. The exposure of the Group and the Company is limited, as the majority of supplies and transactions are carried out in the domestic market.

In order to mitigate the impact of exchange rate variations, the Group and the Company correlate the timing of payments with that of foreign currency receipts and permanently monitor foreign currency positions. Typically, cash flows generate a surplus that helps mitigate currency risk. No derivatives are used to hedge this risk.

Risk of non-payment

Credit risk consists of the possibility that the contractual partners will not meet their obligations, generating financial losses. Trade receivables come from a diverse number of customers, mainly economic agents active in various fields.

The Group and the Company apply prudent partner selection policies and, where market practice allows, require contractual guarantees. It also continuously monitors the situation of claims and takes steps to recover them, including notifications, payment orders, court actions (payment orders) and, where appropriate, foreclosure.

The exposure to credit risk is reviewed periodically, and the adjustments for the impairment of receivables are constituted in accordance with the applicable accounting regulations.

Liquidity and cash-flow risk

Liquidity risk is the risk that the Group and the Company will not be able to meet their payment obligations at maturity.

The management of this risk is achieved by:

- developing cash flow forecasts;
- maintaining an adequate level of liquidity buffers;
- monitoring the maturities of receivables and debts;
- setting investment priorities according to available resources.

The investments were made mainly from own sources, depending on the current needs of the Electromagnetica Group and the sectors considered profitable or developing. Liquidity risk is closely correlated with market and credit risks and is monitored integrated into the risk management system.

Data protection and processing risk

The risk can be generated by situations such as accidental loss or modification of data, as well as unauthorized access to personal data. Regardless of the basis of processing, Electromagnetica Group complies with the obligations set out in the General Data Protection Regulation (GDPR) – Regulation (EU) 2016/679 including the obligation to inform the data subject, at the time of data collection.

Risk of sanctions

The Group and the Company manage this risk through preventive actions. This involves, among other things, monitoring legislative changes and informing employees, participation in courses and seminars (labor law, competition law, GDPR - personal data protection, risk management and corporate governance, etc.).

Litigation risk

The Group and the Company are involved in disputes specific to the current activity, but their values are not such as to affect financial stability. In most cases, the Group and the Company have the status of creditor.

For all pending cases, including those concerning companies in insolvency or bankruptcy, procedural positions are formulated and legal steps to protect the Group's interests are actively pursued.

Risks covered by insurance policies

In order to mitigate the impact of unforeseen events, the Group and the Company conclude appropriate insurance policies, which may cover, as the case may be: the risk of natural disasters, the risk of accidental damage, the risk of business interruption, the risk of injury to exposed employees, the protection of assets through insurance, liability to third parties, liability as a manufacturer, professional liability for some professions, the liability of the directors.

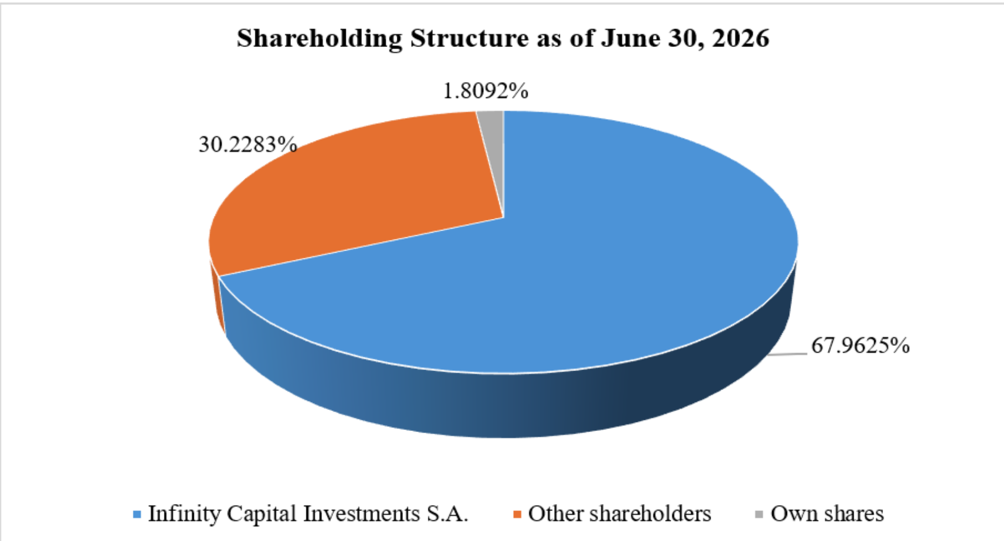
SIGNIFICANT EVENTS

In the first half of 2026, several events took place, the most important being set out below, in chronological order:

15.01.2026	Appointment of Mr. Mihai Odoviciuc as Deputy General Manager, starting with February 1, 2026.
15.01.2026	Approval by the Financial Supervisory Authority of the public offer document for the purchase of shares issued by Electromagnetica S.A.
19.01.2026	Steps regarding the sale of plastic injection machines
03.02.2026	Completion of the public tender offer for ELMA shares
27.02.2026	Publication of preliminary financial results as at 31 December 2025
06.03.2026	Conclusion of the deed regarding the sale of some goods with the successful bidder declared the winner in the auction organized on February 25, 2026, being awarded a series of assets from the patrimony, at the price of EUR 115,000, to which is added VAT.
19.03.2026	Convening of the Ordinary General Meeting and the Extraordinary General Meeting of Shareholders for April 24/25, 2026
31.03.2026	Acknowledging the resignation of Mr. George Ștefan from the position of General Manager (starting with March 30, 2026) and appointment of Mr. Odoviciuc Mihai as General Manager (starting with April 1, 2026).
08.04.2026	Conclusion of the lease agreement with KOMFITT Expert S.R.L. for a space of 2,995 sqm (approx. 5% of the total leasable area of GLA), as well as 50 parking spaces within the Electromagnetica Business Park location
24.04.2026	Resolution of the Ordinary General Meeting and the Extraordinary General Meeting of Shareholders 24.04.2026 regarding the approval of the individual and consolidated annual financial statements for the financial year 2025, the approval of the proposal regarding the coverage from reserves of the loss recorded in 2025, the reduction of the subscribed share capital of ELECTROMAGNETICA S.A. from RON 67,603,870.4 to RON 66,380,788.9, the acquisition, alienation, exchange or securing assets in the category of fixed assets, the value of which exceeds, individually or cumulatively, 20% of the total fixed assets, less fixed receivables, but not exceeding, individually or cumulatively, 50% of the total fixed assets, less fixed receivables
04.06.2026	Signing of the sale contract for the asset in Bucharest, Veseliei Street at the price of EUR 2,000,000
15.06.2026	ELECTROMAGNETICA S.A. informed shareholders and investors that it has received the Notification regarding the transaction with ELMA shares carried out by Infinity Capital Investments S.A.

SHAREHOLDING STRUCTURE

As of 30.06.2026, according to the records of Depozitarul Central S.A., the shareholding structure was as follows:



Acquisition of own shares

At the Electromagnetica General Shareholders' Meeting on December 19, 2024, the Company's buyback program of its own shares was approved.

- the size of the program – the redemption of a maximum of 60,000,000 treasury shares with a nominal value of RON 0.10/share;
- the acquisition price - the minimum purchase price will be 0.1 RON/share, and the maximum price will be 0.4 RON/share;
- duration of the program – maximum period of 18 months from the date of registration in the Trade Register;
- the payment of the repurchased shares will be made from the distributable profit or from the available reserves of the company recorded in the last approved annual financial statement, except for legal reserves, according to the 2023 financial statements;
- Destination of the programme — reduction of the share capital by cancelling the repurchased shares.

On 15.01.2026, the company informed shareholders and investors that the Financial Supervisory Authority issued Decision no. 25/15.01.2026, which approved the public offer document for the purchase of shares issued by Electromagnetica S.A., initiated by the Company, in accordance with the Resolution of the General Shareholders' Meeting of 19.12.2024, an offer with the following characteristics:

- Number of shares subject to the offer: 60,000,000 shares, representing 8.8752% of the share capital;
- Nominal value: 0.1 RON/share;
- The purchase price is: 0.26 RON/share;
- Period: 21.01.2026-03.02.2026;
- Intermediary of the offer: SWISS Capital S.A.;
- Subscription places: according to the information contained in the offer document.

On 06.02.2026, the Company informs shareholders and investors that, during the tender offer carried out between 21.01.2026 - 03.02.2026, it acquired 12,230,815 treasury shares, representing 1.8092% of the share capital.

On 24.04.2026, during the Electromagnetica EGMS, the reduction of the subscribed share capital of ELECTROMAGNETICA S.A. from RON 67,603,870.4 to RON 66,380,788.9 was approved, by cancelling a number of 12,230,815 treasury shares acquired by the Company following the public offer for the purchase 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 of 19.12.2024. After the reduction of the share capital, the subscribed and paid-up share capital of ELECTROMAGNETICA S.A. will have the value of RON 66,380,788.9, of which RON 65,059,549.76 in cash and RON 1,321,239.14 contribution in kind, divided into registered shares in the amount of RON 0.10/share.

DANIELA – ADI CUCU	MIHAI ODOVICIUC	MARIA GÂRZU
Chairman of the Board of Directors	**Managing Director**	**Chief Accountant**
Daniela-Adi Cucu Digitally signed by Daniela-Adi Cucu Date: 2026.08.27 15:57:16 +03'00'	ODOVICIUC MIHAI Digitally signed by ODOVICIUC MIHAI Date: 2026.08.27 12:22:57 +03'00'	GARZU MARIA ALEXANDRA Digitally signed by GARZU MARIA ALEXANDRA Date: 2026.08.27 11:58:50 +03'00'

ELECTROMAGNETICA S.A.
CONSOLIDATED CONSOLIDATED AND SIMPLIFIED INTERIM INDIVIDUAL STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
(UNAUDITED)
(all amounts are expressed in RON, unless otherwise specified)

	Note	Group		Society	
		6-month period ended 30 June 2026	**6-month period ended 30 June 2025**	**6-month period ended 30 June 2026**	**6-month period ended 30 June 2025**
Revenue	**11**	13,331,948	16,816,997	13,379,477	16,862,519
Other net income and expenses	**12**	8,326,104	(630,194)	8,324,184	(648,601)
Variation in the inventory of finished products and production in progress		(257,013)	(900,590)	(257,013)	(900,590)
Raw materials and consumables used	**13**	(206,985)	(4,030,424)	(206,985)	(4,030,424)
Employee expenses	**13**	(2,600,244)	(6,812,187)	(2,600,244)	(6,811,268)
Depreciation and amortization expenses	**13**	(1,082,474)	(4,790,922)	(1,437,029)	(5,274,586)
Other expenses	**13**	(7,958,030)	(6,344,003)	(7,796,737)	(6,048,011)
Financial income	**14**	2,763,478	2,515,417	2,801,731	2,480,034
Financial expenditure	**14**	(168,713)	(58,364)	(224,032)	(207,219)
Net gain from the liquidation of the subsidiary				5,386,875	-
Profit / (Loss) before tax		**12,148,071**	**(4,234,270)**	**17,370,227**	**(4,578,146)**
Corporate income tax	**15**	(1,659,649)	840,564	(997,884)	901,300
Profit / (Loss) for the period		**10,488,422**	**(3,393,706)**	**16,372,343**	**(3,676,846)**
Other elements of the overall result:					
Items that cannot be reclassified in the profit or loss account:					
- Increases/(decreases) in the reserve from the revaluation of tangible assets. net of tax		-	-	-	-
Overall result for the period		**10,488,422**	**(3,393,706)**	**16,372,343**	**(3,676,846)**
Result for the attributable period:					
Shareholders of the parent company		10,503,940	(3,404,688)		
Non-controlling interests		(15,518)	10,982		
Basic result/diluted per share	**16**	**0.0158**	**(0.0050)**		

The simplified consolidated and interim individual financial statements were approved by the management on **August 27, 2026**:

MIHAI ODOVICIUC

Managing Director

ODOVICIUC MIHAI
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Date: 2026.08.27 12:23:22 +03'00'

MARIA GÂRZU

Chief Accountant

GARZU MARIA ALEXANDRA
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ELECTROMAGNETICA S.A.
SIMPLIFIED CONSOLIDATED AND INDIVIDUAL INTERIM FINANCIAL POSITION (UNAUDITED)
(all amounts are expressed in RON, unless otherwise specified)

	Note	Group		Society	
		June 30, 2026	**December 31, 2025**	**June 30, 2026**	**December 31, 2025**
ACTIVE					
Fixed assets					
Tangible fixed assets	**4**	48,774,285	56,167,055	48,774,285	54,744,749
Real estate investments		174,122,948	173,052,674	174,122,948	170,145,830
Intangible assets		65,391	163,894	65,391	163
Investments in affiliated entities				-	732
Other long-term fixed assets		426,641	2,851,070	426,641	2,851,070
Rights of Use Assets	**5**			-	2,320,925
Total fixed assets		**223,389,265**	**232,234,693**	**223,389,265**	**230,958,022**
Circulating Active					
Stocks	**6**	1,170,449	1,284,983	1,170,449	1,284,983
Trade receivables	**7**	6,875,154	6,559,303	6,875,154	6,566,025
Cash and cash equivalents	**9**	121,823,163	101,156,925	120,048,235	98,632,700
Deposits placed with banks		5,601	173,642	5,601	174
Other current assets	**8**	5,518,843	10,069,087	7,293,771	10,067,115
Current tax claim		589,155	1,233,974	589,155	1,254,319
Total active circulante		**135,982,365**	**120,477,914**	**135,982,365**	**117,978,784**
Total active		**359,371,630**	**352,712,607**	**359,371,630**	**348,936,806**
EQUITY AND LIABILITIES					
Equity					
Share capital		67,603,870	67,603,870	67,603,870	67,603,870
Reserves and other equity items		142,573,425	153,787,097	141,965,037	153,201,654
Result carried forward		125,476,947	103,732,098	126,311,134	98,725,119
Own shares		(3,220,542)	-	(3,220,542)	-
Equity attributable to the Company's shareholders		**332,433,700**	**325,123,065**	**332,659,499**	**319,530,643**
Minority interests		**-**	**273,765**		
Total equity		**332,433,700**	**325,396,830**		
Long-term debts					
Trade and other liabilities	**10**	3,393,354	2,893,237	3,393,354	2,893,237
Deferred tax liabilities		15,701,839	15,369,118	15,476,040	15,143,319
Leasing debts		-	139,819	-	1,653,293
Total long-term liabilities		**19,095,193**	**18,402,174**	**18,869,394**	**19,689,849**

(all amounts are expressed in RON, unless otherwise specified)

Current liabilities					
Trade and other liabilities	**10**	6,541,694	7,456,223	6,541,694	7,399,728
Supplies		1,301,043	1,411,452	1,301,043	1,411,452
Leasing debts		-	45,928	-	905
Total current liabilities		**7,842,737**	**8,913,603**	**7,842,737**	**9,716,314**
Total liabilities		**26,937,930**	**27,315,777**	**26,712,131**	**29,406,163**
Total equity and liabilities		**359,371,630**	**352,712,607**	**359,371,630**	**348,936,806**

The simplified consolidated and interim individual financial statements were approved by the management on **August 27, 2026**:

MIHAI ODOVICIUC

Managing Director

ODOVICIUC MIHAI Digitally signed by ODOVICIUC MIHAI Date: 2026.08.27 12:23:55 +03'00'

MARIA GÂRZU

Chief Accountant

GARZU MARIA ALEXANDRA Digitally signed by GARZU MARIA ALEXANDRA Date: 2026.08.27 11:59:20 +03'00'

(all amounts are expressed in RON, unless otherwise specified)

	Group		Society	
	6-month period ended 30 June 2026	6-month period ended 30 June 2025	6-month period ended 30 June 2026	6-month period ended 30 June 2025
Profit/(loss) for the period	**10,488,422**	**(3,393,706)**	**16,372,343**	**(3,676,846)**
Adjustments :				
Net movement of provisions and impairment adjustments for:				
- stocks	(1,047,899)	1,343,583	(1,047,899)	1,343,583
- receivables	(1,044,705)	(698,948)	(1,044,705)	(698,948)
- employee benefits	62,370	(140,032)	62,370	(140,032)
- provisions for customer and other guarantees	(172,779)	(22,813)	(172,779)	(22,813)
Depreciation and impairment adjustments of fixed assets, including reversals	1,082,475	4,790,922	1,437,027	5,274,586
Adjustments regarding real estate investments from affiliated entities		-	(4,321,010)	-
Adjustments to shares held in affiliated entities		-	732,008	-
Net gains from disposal of fixed assets	(5,694,417)	442,752	(5,694,417)	442,093
Interest expense	9,688	11,690	58,243	50,780
Interest income	(2,692,067)	(2,458,560)	(2,649,769)	(2,423,177)
Deferred tax expense (income)	332,721	(991,702)	332,721	(991,702)
Corporate income tax expense	1,326,929	151,138	665,164	90,402
Other adjustments	(182,884)	-	(151,025)	-
Cash generated by operating activities before changes in working capital	**2,467,854**	**(965,676)**	**6,535,993**	**(752,074)**
Payments for deposits constituted for a period of more than 3 months	-	-	-	-
Receipts from deposits constituted over a period of more than 3 months	168,041	9,782,292	168,041	9,782,292
(Increase)/decrease in inventories	1,162,433	1,007,104	(1,464,163)	1,007,104
(Increase)/decrease in receivables and other assets	2,303,587	4,878,537	3,160,005	4,878,537
Increasing/(decreasing) debts	(545,324)	(3,435,591)	(903,787)	(3,435,591)
Corporate income tax paid	(661,765)	-	-	-
Net cash from operating activities	**4,894,826**	**11,480,268**	**5,538,368**	**11,480,268**
Cash flows from investment activities				
Purchase of tangible assets	(60,127)	(77,134)	(60,127)	(95,548)
Proceeds from the sale of fixed assets	11,775,605	2,019,540	11,775,605	2,019,540
Interest collected	2,638,033	2,373,190	2,595,735	2,337,807
Prime dividends	-	-	-	200,000
Net cash used in investment activities	**14,353,511**	**4,315,596**	**14,311,213**	**4,461,799**

(all amounts are expressed in RON, unless otherwise specified)

Cash flows from financing activities				
Proceeds related to the guarantee of the share buyback plan	1,811,259	-	1,811,259	-
Paid leasing	(185,747)	(51,844)	(185,747)	(641,985)
Interest paid	(9,688)	(11,690)	(58,243)	(50,780)
Dividends paid	(1,315)	(2,431)	(1,315)	(2,431)
Distribution of Procetel liquidation to NCI	(196,608)	-		
Net cash used in financing activities	**1,417,901**	**(65,965)**	**1,565,954**	**(695,196)**
Net increase/(decrease) of cash and cash equivalents	**20,666,238**	**15,113,551**	**21,415,535**	**15,246,871**
Cash and cash equivalents at the beginning of the period	**101,156,925**	**75,704,694**	**98,632,700**	**73,532,273**
Cash and cash equivalents at the end of the period	**121,823,163**	**90,818,245**	**120,048,235**	**88,779,144**

The simplified consolidated and interim individual financial statements were approved by the management on **August 27, 2026**:

MIHAI ODOVICIUC

Managing Director

ODOVICIUC MIHAI

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MARIA GÂRZU

Chief Accountant

GARZU MARIA ALEXANDRA

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ELECTROMAGNETICA S.A.
SIMPLIFIED INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)
(all amounts are expressed in RON, unless otherwise specified)

	Share capital	Retained earnings	Reserves from the revaluation of tangible assets net of deferred tax	Other elements	Legal reserve	Own shares	Non-controlling interests	Total equity
Balance as of January 01, 2026	**67,603,870**	**103,732,098**	**100,459,214**	**40,785,941**	**12,541,942**	**-**	**273,765**	**325,396,830**
Overall result for the period:								
Result of the exercise	-	10,503,940	-	-	-	-	(15,518)	10,488,422
Total overall result for the period	**-**	**10,503,940**	**-**	**-**	**-**	**-**	**(15,518)**	**10,488,422**
Other elements	-	27,237	-	-	-	-	(61,639)	(34,402)
Transfer of the revaluation reserve to the deferred earnings, net of deferred tax	-	485,621	(485,621)	-	-	-	-	-
Coverage of loss carried forward from reserves		10,728,051	-	(10,728,051)	-	-	-	-
Own shares redeemed	-	-	-	-	-	(3,220,542)	-	(3,220,542)
Distribution of Procetel liquidation to NCI	-	-	-	-	-	-	(196,608)	(196,608)
Balance as of June 30, 2026	**67,603,870**	**125,476,947**	**99,973,593**	**30,057,890**	**12,541,942**	**(3,220,542)**	**-**	**332,433,700**

The simplified consolidated and interim individual financial statements were approved by management on **August 27, 2026.**

MIHAI ODOVICIUC

Managing Director

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Chief Accountant

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ELECTROMAGNETICA S.A.
SIMPLIFIED INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
(UNAUDITED)
(all amounts are expressed in RON, unless otherwise specified)

	Capital Social	Retained earnings	Reserves from the revaluation of tangible assets net of deferred tax	Old Woman Elements	Legal reserve	Non-controlling interests	Total equity
Balance as of January 01, 2025	**67,603,870**	**101,385,735**	**163,040,115**	**48,193,085**	**12,563,942**	**342,253**	**393,129,000**
Overall result for the period:							
Result of the exercise	-	(3,404,688)	-	-	-	10,982	(3,393,706)
Total overall result for the period	**-**	**(3,404,688)**	**-**	**-**	**-**	**10,982**	**(3,393,706)**
Other elements	-	(35,665)	-	-	-	-	(35,665)
Transfer of the revaluation reserve to the deferred earnings, net of deferred tax	-	5,064,846	(5,064,846)				
Transfer of reserves to carry-over result	-	22,000	(3,939)	-	(22,000)	-	(3,939)
Loss coverage from reserves	-	7,407,144	-	(7,407,144)	-	-	-
Balance as of June 30, 2025	**67,603,870**	**110,439,372**	**157,971,330**	**40,785,941**	**12,541,942**	**353,235**	**389,695,690**

The simplified consolidated and interim individual financial statements were approved by the management on **August 27, 2026**:

MIHAI ODOVICIUC | **MARIA GÂRZU**

Managing Director | **Chief Accountant**

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ELECTROMAGNETICA S.A.
SIMPLIFIED INTERIM INDIVIDUAL STATEMENT OF CHANGES IN EQUITY
(UNAUDITED)
(all amounts are expressed in RON, unless otherwise specified)

	Share capital	Retained earnings	Reserves from the revaluation of tangible assets net of deferred tax	Other elements	Legal reserve	Own shares	Total equity
Balance as of January 01, 2026	**67,603,870**	**98,725,119**	**99,273,769**	**41,385,943**	**12,541,942**	**-**	**319,530,643**
Overall result for the period:						-	
Result of the exercise	-	16,372,343	-	-	-	-	16,372,343
Total overall result for the period	**-**	**16,372,343**	**-**	**-**		**-**	**16,372,343**
Other elements	-	-	-	(22,945)	-	-	(22,945)
Transfer of the revaluation reserve to the deferred earnings, net of deferred tax	-	485,621	(485,621)	-	-	-	-
Coverage of loss carried forward from reserves	-	10,728,051	-	(10,728,051)	-	-	-
Own shares redeemed	-	-	-	-	-	(3,220,542)	(3,220,542)
Balance as of June 30, 2026	**67,603,870**	**126,311,134**	**98,788,148**	**30,634,947**	**12,541,942**	**(3,220,542)**	**332,659,499**

The simplified consolidated and interim individual financial statements were approved by the management on **August 27, 2026**:

MIHAI ODOVICIUC

Managing Director

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MARIA GÂRZU

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ELECTROMAGNETICA S.A.
SIMPLIFIED INTERIM INDIVIDUAL STATEMENT OF CHANGES IN EQUITY
(UNAUDITED)
(all amounts are expressed in RON, unless otherwise specified)

	Capital Social	Retained earnings	Reserves from the revaluation of tangible assets net of deferred tax	Old Woman Elements	Book Legal	Total equity
Balance as of January 01, 2025	**67,603,870**	**94,004,175**	**161,779,438**	**48,793,086**	**12,541,942**	**384,722,511**
Overall result for the period:						
Result of the exercise	-	(3,676,846)	-	-	-	(3,676,846)
Total overall result for the period	**-**	**(3,676,846)**	**-**	**-**	**-**	**(3,676,846)**
Other elements	-	-	-	-	-	-
Transfer of the revaluation reserve to the deferred earnings, net of deferred tax	-	5,064,846	(5,064,846)	-	-	-
Loss coverage from reserves	-	7,407,144	-	(7,407,144)	-	-
Balance as of June 30, 2025	**67,603,870**	**102,799,319**	**156,714,592**	**41,385,942**	**12,541,942**	**381,045,665**

The simplified consolidated and interim individual financial statements were approved by the management on **August 27, 2026**:

MIHAI ODOVICIUC

Managing Director

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MARIA GÂRZU

Chief Accountant

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1. GENERAL INFORMATION

Electromagnetica S.A. is a joint-stock company, with Romanian legal personality, with unlimited lifespan, which is organized and operates according to the statute and based on Law no. 31/1990 as well as 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.

The company has its registered office in Bucharest, Calea Rahovei nr. 266-268, sector 5, Bucharest, Romania, postal code 050912, telephone 021.404.21.01, 021.404.21.02, fax 021.404.21.95, website www.electromagnetica.ro, unique registration code RO 414118, registration number with the Trade Register J1991000019408.

On 30.06.2026, the company's share capital is RON 67,603,870.40, divided into 676,038,704 common shares, registered and dematerialized, registered in an electronic account in the shareholders' register kept by Depozitarul Central S.A.

The main object of activity of Electromagnetica S.A. is NACE 6820 - Rental and subletting of own or leased real estate, according to the Classification of Activities in the National Economy, approved by the Order of the President of the National Institute of Statistics no. 377/17.04.2024 (CAEN Rev.3).

The details of the Company's investments in subsidiaries as of June 30, 2026 and December 31, 2025 are as follows:

June 30, 2026

The voluntary liquidation procedure of Procetel S.A. continued during 2026, a subsidiary in which Electromagnetica S.A. it held the status of majority shareholder, the rest of the share capital being held by minority shareholders (interests that they do not control). The General Meeting of Shareholders Procetel S.A. approved the final liquidation financial statements, with the reference date 30.04.2026.
By the same decision , the plan for the distribution of the net assets resulting from the liquidation was approved, structured as follows:

- The Company, as majority shareholder, approved the distribution of the real estate assets held by Procetel S.A. (land and constructions), the difference up to the total net assets due to the Company to be distributed in cash (ron);
- To the minority shareholders, the net assets due were distributed exclusively in cash (ron), proportional to the share held by each of them in the share capital of Procetel S.A.

In the individual interim financial statements, following the final approval of the distribution plan, the Company has derecognised the investment held in Procetel S.A., measured at cost in accordance with IAS 27.10, at the same time as the recognition of the cash amount due under the distribution plan and of the immovable assets (land and construction) received, the latter being recognised at fair value determined on the basis of an independent valuation report and subsequently classified as real estate investments, in accordance with the use and purpose of their ownership by the Company.

The difference between the total fair value of the consideration received (cash and immovable assets) and the carrying amount of the unrecognised investment was recognised as a gain in the individual profit or loss account for the period, in the amount of RON 5,386,875, presented in the individual interim statement of the overall result.

In addition, prior to the liquidation, between the Company (as lessee) and Procetel S.A. (as lessor) there was a lease agreement for one of the distributed constructions, for which the Company had recognized, in accordance with IFRS 16, an asset representing the right of use and a corresponding leasing obligation; as a result of the acquisition of ownership of the respective construction by the Company, the leasing contract was terminated, and the asset related to the right of use and the leasing debt were derecognized, with the recognition in the profit or loss account of the resulting difference, in the amount of RON 80,551.

In the consolidated interim financial statements, the Group lost control over Procetel S.A. starting with the date of final approval of the distribution plan. In accordance with IFRS 10, at the date of loss of control, the Group derecognised the assets and liabilities of Procetel S.A. at their consolidated book values, as well as the carrying amount of non-controlling interests related thereto. The cash amounts distributed to the minority shareholders were treated as settlement of non-controlling interests and corresponded to their consolidated carrying amount, so that no gain or loss resulted in any gain or loss in the consolidated profit or loss account for the period. The land and buildings distributed to the Company continued to be recognised in the consolidated financial statements at their pre-existing carrying value at Group level, without revaluation at fair value at the time of distribution, as these assets remained at all times in the scope of consolidation of the Group, no transaction involving any external part of the Group.

(all amounts are expressed in RON, unless otherwise specified)

Consequently, both the gain recognised in the individual financial statements from the derecognition of the investment and the recognition of the immovable assets at fair value, and the gain resulting from the termination of the intra-group leasing contract, the latter, together with the income and the expenses related to the contract, being fully eliminated in the consolidated financial statements in all periods, did not correspond at Group level and were eliminated entirely at consolidation.

December 31, 2025

Branch name	No. Titles	Percentage of Holding and Voting Rights (%)	Value
Procetel S.A.	42,483	96.548%	732,008

2. BASICS OF PREPARATION

The consolidated consolidated and individual simplified unaudited interim financial statements for the six-month period ended June 30, 2026 have been prepared in accordance with IAS 34 Interim Financial Reporting.

The consolidated interim and simplified individual financial statements do not include all the information and items disclosed in the annual consolidated and individual financial statements and should be read in conjunction with the annual consolidated and individual financial statements of the Group and the Company, prepared as at 31 December 2025.

The functional and presentation currency is the Romanian leu (RON).

The consolidated consolidated and simplified individual interim financial statements for the six-month period ended 30 June 2026 are not audited and have not been reviewed by an external auditor.

As of the interim period ended June 30, 2026, the Company's consolidated financial statements and individual financial statements are published in a single document. This amendment concerns only the form of presentation and has no effect on the recognition, assessment or classification of the elements presented.

3. MAIN ACCOUNTING POLICIES

For the preparation of this half-yearly report, the same accounting policies and calculation methods were used as those applied to the preparation of the annual financial report as of December 31, 2025. except for the adoption of the new standards in force from 1 January 2026. Their adoption did not have a material impact on the disclosures or on the amounts reported in these financial statements, the Standards, interpretations or amendments issued (but not entered into force) were not adopted in the performance of current reporting.

(all amounts are expressed in RON, unless otherwise specified)

4. TANGIBLE ASSETS

Group

Cost	Land and landscaping	Construction	Technological equipment and vehicles	Other tangible assets	Property, plant and equipment in progress	Total
As of December 31, 2025	**48,674,578**	**2,382,933**	**10,524,442**	**2,062,495**	**2,500**	**63,646,948**
Inputs	-	-	11,602	197,851	-	209,453
Outputs	(6,482,178)	(5,388)	(430,913)	(106,115)	-	(7,024,594)
On June 30, 2026	**42,192,400**	**2,377,545**	**10,105,131**	**2,154,231**	**2,500**	**56,831,807**
Cumulative depreciation						
As of December 31, 2025	**-**	**-**	**(5,643,043)**	**(560,576)**	**-**	**(6,203,619)**
Depreciation of the year	-	(85,546)	(803,054)	(94,759)	-	(984,359)
Cumulative depreciation of outputs	-	2,310	303,357	101,063	-	406,730
On June 30, 2026	**-**	**(83,236)**	**(6,143,740)**	**(554,272)**	**-**	**(6,781,248)**
Depreciation adjustments						
As of December 31, 2025	**-**	**-**	**(1,276,274)**	**-**	**-**	**(1,276,274)**
Impairment adjustments recognised in profit or loss	-	-	-	-	-	-
Reversals of impairment adjustments recognised in profit or loss	-	-	-	-	-	-
On June 30, 2026	**-**	**-**	**(1,276,274)**	**-**	**-**	**(1,276,274)**
Net book value						
As of December 31, 2025	**48,674,578**	**2,382,933**	**3,605,125**	**1,501,919**	**2,500**	**56,167,055**
On June 30, 2026	**42,192,400**	**2,294,309**	**2,685,117**	**1,599,959**	**2,500**	**48,774,285**

(all amounts are expressed in RON, unless otherwise specified)

Society

Cost	**Land and landscaping**	**Construction**	**Technological equipment and vehicles**	**Other tangible assets**	**Property, plant and equipment in progress**	**Total**
As of December 31, 2025	**47,260,412**	**2,382,934**	**10,492,823**	**1,977,900**	**2,500**	**62,116,569**
Inputs	-	-	11,602	179,436	-	191,038
Outputs	(5,068,012)	(5,388)	(399,295)	(3,105)	-	(5,475,800)
On June 30, 2026	**42,192,400**	**2,377,546**	**10,105,130**	**2,154,231**	**2,500**	**56,831,807**
Cumulative depreciation						
As of December 31, 2025	**-**	**-**	**(5,459,167)**	**(636,379)**	**-**	**(6,095,546)**
Depreciation of the year	-	(85,546)	(804,052)	(86,176)	-	(975,774)
Cumulative depreciation of outputs	-	2,310	286,152	1,610	-	290,072
On June 30, 2026	**-**	**(83,236)**	**(5,977,067)**	**(720,945)**	**-**	**(6,781,248)**
Depreciation adjustments						
As of December 31, 2025	**-**	**-**	**(1,276,274)**	**-**	**-**	**(1,276,274)**
Impairment adjustments recognised in profit or loss	-	-	-	-	-	-
Reversals of impairment adjustments recognised in profit or loss	-	-	-	-	-	-
On June 30, 2026	**-**	**-**	**(1,276,274)**	**-**	**-**	**(1,276,274)**
Net book value						
As of December 31, 2025	**47,260,412**	**2,382,934**	**3,757,382**	**1,341,521**	**2,500**	**54,744,749**
On June 30, 2026	**42,192,400**	**2,294,310**	**2,851,789**	**1,433,286**	**2,500**	**48,774,285**

(all amounts are expressed in RON, unless otherwise specified)

5. ASSETS RELATED TO THE COMPANY'S RIGHTS OF USE

	Buildings
Cost	
As of December 31, 2025	**3,431,256**
Inputs	-
Outputs	(3,431,256)
On June 30, 2026	**0**
Cumulative depreciation	
As of December 31, 2025	**(1,110,331)**
Depreciation of the year	(363,204)
Cumulative depreciation of outputs	1,473,535
On June 30, 2026	**0**
Net book value	
As of December 31, 2025	**2,320,925**
On June 30, 2026	**0**

The following amounts were recognised in the profit and loss account:

	Period of 6 months ended June 30 2026	Period of 6 months ended June 30 2025
Depreciation expense related to rights of use of leased assets	363,204	509,561
Interest on leasing debts	48,589	39,437
Expenses related to low-value leasing contracts	26,786	79,680
Total amounts recognised in the profit and loss account	**438,579**	**628,678**

Following the approval of the net asset distribution plan within the voluntary liquidation procedure of Procetel S.A., the Company acquired ownership of the asset that was the subject of the leasing contract. As a result, the right-of-use assets and the leasing liability were derecognized, with the recognition in the profit or loss account of the resulting difference in the amount of RON 80,551.

6. INVENTORY

	June 30, 2026	December 31, 2025
Materii prime	6,408,028	6,478,549
Consumable	1,307,351	1,511,037
Finished products	10,728,845	10,987,958
Products in progress	60,889	60,889
Other inventory	365,669	994,782
Minus adjustments for inventory depreciation	(17,700,333)	(18,748,232)
Total	**1,170,449**	**1,284,983**

The group has no pledged inventory on account of debts.

(all amounts are expressed in RON, unless otherwise specified)

7. NET TRADE RECEIVABLES

	Group		Society	
	30 June 2026	December 31 2025	30 June 2026	December 31 2025
Trade receivables	15,330,194	16,059,048	15,330,194	16,065,770
Minus adjustments for impairment of trade receivables	(8,455,040)	(9,499,745)	(8,455,040)	(9,499,745)
Total	**6,875,154**	**6,559,303**	**6,875,154**	**6,566,025**

8. OTHER CURRENT ASSETS

	Group		Society	
	30 June 2026	December 31 2025	30 June 2026	December 31 2025
Receivables from the sale of tangible assets	2,613,837	3,001,290	2,613,837	3,001,290
Upfront expenses	1,226,816	110,75	1,226,816	110,75
The claim related to the expropriation	1,416,422	1,416,422	1,416,422	1,416,422
Receivable regarding the liquidation of Procetel	-	-	1,774,928	-
Guarantee related to the share buyback plan	-	5,000,000	-	5,000,000
Advances to suppliers	89,967	90,031	89,967	90,031
Debtors	2,549	63,917	2,549	63,917
Other current assets	169,252	386,677	169,252	384,705
Total	**5,518,843**	**10,069,087**	**7,293,771**	**10,067,115**

The Advance *Expenses* category in the amount of RON 1,226,816 represents mainly payments related to taxes for buildings and land, related to the year 2026.

Other *current assets* mainly include amounts to be recovered from the health insurance fund in the amount of RON 123,688 (December 31, 2025: RON 334,748).

(all amounts are expressed in RON, unless otherwise specified)

9. CASH AND CASH EQUIVALENTS

	Group		Society	
	30 June 2026	December 31 2025	30 June 2026	December 31 2025
Cash in the cashier	10,350	38,069	10,350	37,369
Availabilities in banks	121,812,813	101,118,856	120,037,885	98,595,331
Total	**121,823,163**	**101,156,925**	**120,048,235**	**98,632,700**

Cash at banks contain short-term deposits: June 30, 2026: RON 117,899,454 (December 31, 2025: RON 98,033,034).

10. TRADE AND OTHER LIABILITIES

	Group		Society	
	30 June 2026	December 31 2025	30 June 2026	December 31 2025
Current trade liabilities				
Trade Debts	584,230	693,030	584,230	693,031
Estimated trade liabilities	1,520,353	2,216,784	1,520,353	2,216,784
Other current liabilities				
Advances received from customers	44,328	27,246	44,328	27,246
Salaries and social security	394,559	328,711	394,559	328,693
Advance revenue	996,044	1,010,652	996,044	1,010,652
Payout dividends	1,120,717	1,282,977	1,120,717	1,122,030
Guarantees received from tenants	1,144,785	832,914	1,144,785	830,994
VAT payable	374,671	416,632	374,671	404,472
Other liabilities	362,007	647,277	362,007	765,826
Total	**6,541,694**	**7,456,223**	**6,541,694**	**7,399,728**

Trade and other long-term liabilities as of June 30, 2026 amount to RON 3,393,354 (December 31, 2025: RON 2,893,237). These liabilities relate mainly to guarantees received from tenants under long-term contracts.

	Total	Less than a year	In a year
Guarantees received on June 30, 2026	3,530,979	1,144,785	2,386,194
Guarantees received on December 31, 2025	2,605,536	832,914	1,772,622

The Group and the Company have no significant outstanding commercial debts.

The Group and the Company do not record outstanding payments to employees and the state budget, being debts related to June 2026 and paid by the due date of July 2026.

The Group and the Company have not contracted loans as of June 30, 2026.

(all amounts are expressed in RON, unless otherwise specified)

11. REVENUE

	Group		Society	
	Period of 6 months ended June 30, 2026	**Period of 6 months ended June 30, 2025**	**Period of 6 months ended June 30, 2026**	**Period of 6 months ended June 30, 2025**
Rental income	8,829,840	8,943,906	8,829,839	8,942,896
Revenue from maintenance fee (service charge)	3,138,618	2,228,210	3,138,618	2,228,210
Revenues from the thermal energy tax	807,892	770,533	855,421	817,065
Revenue from other services	204,865	606,282	204,866	606,282
Income from rental activity	**12,981,215**	**12,548,931**	**13,028,744**	**12,594,453**
Revenue from the sale of products and services	**350,733**	**4,268,066**	**350,733**	**4,268,066**
TOTAL	**13,331,948**	**16,816,997**	**13,379,477**	**16,862,519**

12. OTHER NET INCOME AND EXPENSES

	Period of 6 months ended June 30, 2026	**Period of 6 months ended June 30, 2026**	**Period of 6 months ended June 30, 2026**	**Period of 6 months ended June 30, 2026**
Income/(expenses) related to provisions	2,247,635	-306,377	2,247,635	-306,377
Net income from the sale of property, plant and equipment	5,694,417	-442,752	5,694,417	-442,093
Other net income/(expenses)	384,052	118,935	382,132	99,869
TOTAL	**8,326,104**	**-630,194**	**8,324,184**	**-648,601**

(all amounts are expressed in RON, unless otherwise specified)

13. EXPENSES

	Group		Society	
	Period of 6 months ended June 30, 2026	Period of 6 months ended June 30, 2025	Period of 6 months ended June 30, 2026	Period of 6 months ended June 30, 2025
Expenditure on raw materials and consumables				
- Expenses with raw materials and consumables	-	294,119	-	294,119
- Expenditure on goods	206,985	366,675	206,985	366,675
- Energy, water, gas expenses	-	3,369,630	-	3,369,630
Total expenditure on raw materials and consumables	**206,985**	**4,030,424**	**206,985**	**4,030,424**
Employee expenses	**2,600,244**	**6,812,187**	**2,600,244**	**6,811,268**
Other expenses				
- Postal and telecommunications expenses	128,483	160,378	129,516	160,325
- Maintenance and repair expenses	223,313	421,417	329,681	421,417
- Rent expenses	12,634	111,679	39,420	191,360
- Advertising and protocol expenses	10,137	32,766	10,137	32,766
- Insurance expenses	133,360	201,353	130,161	198,524
- Transportation and travel expenses	10,152	41,284	10,152	41,284
- Expenses, other taxes and fees	1,524,892	1,416,867	1,399,666	1,287,623
- Expenses with consultants and collaborators	805,954	428,518	643,316	388,452
- Other operating expenses	5,109,105	3,529,741	5,104,688	3,326,260
Total other expenses	**7,958,030**	**6,344,003**	**7,796,737**	**6,048,011**
Depreciation and amortization expenses	**1,082,474**	**4,790,922**	**1,437,029**	**5,274,586**
Total expenditure	**11,847,733**	**21,977,536**	**12,040,995**	**22,164,289**

Under the "Other operating expenses" line, services performed by third parties, banking and similar services, expenses related to utilities, bank fees and commissions, etc. are highlighted.

(all amounts are expressed in RON, unless otherwise specified)

14. EXPENSES AND FINANCIAL INCOME

	Group		Society	
Financial expenditure	**Period of 6 months ended June 30, 2026**	**Period of 6 months ended June 30, 2025**	**Period of 6 months ended June 30, 2026**	**Period of 6 months ended June 30, 2025**
Leasing interest expenses	9,688	347	58,243	50,780
Interest expenses	-	11,343	-	-
Expenses with exchange rate differences	157,873	40,641	157,873	40,641
Other financial expenditure	1,152	6,033	7,916	115,798
Total financial expenditure	**168,713**	**58,364**	**224,032**	**207,219**

Financial income	**Period of 6 months ended June 30, 2025**	**Period of 6 months ended June 30, 2025**	**Period of 6 months ended June 30, 2026**	**Period of 6 months ended June 30, 2025**
Interest income	2,692,067	2,458,560	2,649,769	2,423,177
Income with exchange rate differences	71,411	48,700	71,411	48,700
Other financial income	-	8,157	80,551	8,157
Total financial income	**2,763,478**	**2,515,417**	**2,801,731**	**2,480,034**

15. CORPORATE TAX

Corporate income tax recognised in profit or loss:

	Group		Society	
	Period of 6 months ended June 30, 2026	**Period of 6 months ended June 30, 2025**	**Period of 6 months ended June 30, 2026**	**Period of 6 months ended June 30, 2025**
Current Corporate Income Tax				
Current Corporate Income Tax Expenses	1,326,929	151,138	665,164	90,402
Deferred corporate income tax				
Deferred tax income	(76,882)	(1,257,182)	(76,882)	(1,257,182)
Deferred tax expenses	409,602	265,480	409,602	265,480
Total expense / (income) with corporate income tax	**1,659,649**	**(840,564)**	**997,884**	**(901,300)**

(all amounts are expressed in RON, unless otherwise specified)

16. EARNINGS PER SHARE

	Period of 6 months completed on June 30, 2026	Period of 6 months completed on June 30, 2025
Net profit attributable to the shareholders of the Parent Company	10,503,940	(3,393,706)
Weighted average number of ordinary shares outstanding	666,308,111	676,038,704
Result per action	**0.0158**	**(0.0050)**

17. TRANSACTIONS WITH RELATED PARTIES

	Period of 6 months ended June 30 2026	Period of 6 months ended June 30 2025
Sale of goods and services to subsidiaries		
Procetel S.A.	44,638	46,532

	Period of 6 months ended June 30 2026	Period of 6 months ended June 30 2025
Purchases of goods and services from subsidiaries		
Electromagnetica Prestserv S.R.L.	-	18,414
Procetel S.A.	238,288	750,796
Total	**238,288**	**769,210**

	30 June 2026	December 31, 2025
Trade and other liabilities to subsidiaries		
Procetel S.A.	-	117,525

	30 June 2026	December 31 2025
Trade receivables from subsidiaries		
Procetel S.A.	-	6,722

Balances and transactions with them have been eliminated for the purpose of preparing the consolidated financial statements.

The Group and the Company have no contractual obligations to the former directors and directors and have not granted advances or loans to the current directors and administrators.

The Group and the Company do not assume future obligations of the nature of guarantees on behalf of the directors.

(all amounts are expressed in RON, unless otherwise specified)

18. POTENTIAL LIABILITIES AND LIABILITIES

Commitments

As of June 30, 2026, the Group and the Company have a non-cash guarantee agreement in the amount of RON 5,601 for the issuance of letters of guarantee (December 31, 2025: RON 173,642). In order to guarantee this non-cash agreement, the Group and the Company have established a movable mortgage on the collateral deposit in the amount of RON 5,601.

The commitments received from customers and tenants in the form of letters of guarantee on June 30, 2026 are worth RON 406,256 and EUR 8,295 according to the contractual clauses.

Litigation

The disputes in which the Company is involved are of values that are not likely to affect the financial stability of the Company. The company manages disputes through its own legal department and through collaborations with specialized external partners.

19. SUBSEQUENT EVENTS

On 07.08.2026, following the issuance by the Financial Supervisory Authority of the Certificate of Registration of Financial Instruments no. AC-3386-3/05.08.2026 related to the share capital reduction approved by the Decision of the Extraordinary General Meeting of Shareholders dated 24.04.2026, the share capital was reduced at the Central Depository. As a result of the registration of this operation, the share capital of Electromagnetica S.A. is RON 66,380,788.9, corresponding to a number of 663,807,889 shares, and the total number of voting rights is 663,807,889.

The simplified consolidated and interim individual financial statements were approved by the management on **August 27, 2026**:

MIHAI ODOVICIUC	**MARIA GÂRZU**
Managing Director	**Chief Accountant**
ODOVICIUC MIHAI Digitally signed by ODOVICIUC MIHAI Date: 2026.08.27 12:26:10 +03'00'	GARZU MARIA ALEXANDRA Digitally signed by GARZU MARIA ALEXANDRA Date: 2026.08.27 12:00:42 +03'00'

ECONOMIC AND FINANCIAL INDICATORS IN ACCORDANCE WITH WITH ANNEX 13° OF THE ASF REGULATION 5/2018

		Group		Society	
Indicator name	**Calculation formula**	**H1 2026**	**S1 2025**	**S1 2026**	**S1 2025**
Current liquidity	Current Assets/Current Liabilities	17.34	9.53	17.34	8.64
Indebtedness	Long-term borrowed capital/equity x 100	-	0.05	-	0.44
	Long-term borrowed capital/Committed capital x 100	-	0.05	-	0.44
Turnover speed of customer flows (days)	Average Customer Balance/Turnover x 90	45.35	118.60	45.21	107.20
Turnover speed of fixed assets	(Turnover / 90 x 360)/Fixed assets	0.24	0.11	0.24	0.12

Note:

1. **Current liquidity** provides the guarantee of covering current liabilities from current assets.

2. **Indebtedness** expresses the effectiveness of credit risk management, indicating potential financing and liquidity problems, with influences in the fulfillment of the commitments assumed.

   Borrowed capital = Loans over one year and other interest-bearing loans
   Committed capital = Borrowed capital + Equity

3. **Turnover speed of customer flows** expresses the effectiveness of the Company in collecting its receivables, respectively the number of days until the date on which the debtors pay their debts to the company.

4. **Asset turnover speed** expresses the effectiveness of fixed asset management by examining the turnover generated by a certain amount of fixed assets.

MIHAI ODOVICIUC

Managing Director

ODOVICIUC MIHAI

Digitally signed by ODOVICIUC MIHAI
Date: 2026.08.27 12:26:30 +03'00'

MARIA GÂRZU

Chief Accountant

GARZU MARIA ALEXANDRA

Digitally signed by GARZU MARIA ALEXANDRA
Date: 2026.08.27 12:00:55 +03'00'

STATEMENT

in accordance with the provisions of

Law no. 24/2017 on issuers of financial instruments

and market operations

We hereby confirm that, to the best of our knowledge, the semi-annual financial and accounting information, on an individual and consolidated basis, as of June 30, 2026, which has been prepared in accordance with the applicable accounting standards. provides a correct and realistic picture of the assets, obligations, financial position. of the profit and loss account of the Electromagnetica Group and that the report of the Board of Directors includes a correct analysis of the development and performance of the Group and Company, as well as a description of the main risks and uncertainties specific to the activity carried out.

DANIELA – ADI CUCU	MIHAI ODIVICIUC	MARIA GÂRZU
Chairman of the Board of Directors	**Managing Director**	**Chief Accountant**
Daniela-Adi Cucu Digitally signed by Daniela-Adi Cucu Date: 2026.08.27 15:57:53 +03'00'	ODOVICIUC MIHAI Digitally signed by ODOVICIUC MIHAI Date: 2026.08.27 12:26:50 +03'00'	GARZU MARIA ALEXANDRA Digitally signed by GARZU MARIA ALEXANDRA Date: 2026.08.27 12:01:07 +03'00'

ARTICLES OF INCORPORATION OF THE COMPANY "electromagnetica" s.a.

- updated on April 24, 2026 -

CHAPTER I

NAME. LEGAL FORM.HEADQUARTERS. DURATION

Art. 1 – Name of the company

1.1. The name of the company is the company "**ELECTROMAGNETICA" S.A**.

1.2. In all documents, invoices, orders, offers, tariffs, prospectuses, announcements, publications and other documents emanating from the company, the name of the company shall be preceded or followed by the words "joint stock company" or the initials "S.A.", the subscribed and paid-up share capital, the company's headquarters, the registration number with the Trade Register and the unique registration code.

1.3. The company's emblem will be the one of the trademark registered with the State Office for Inventions and Trademarks by certificate no. 32832/28.07.1997, having the following description: The emblem is represented by the name of the company, written in large letters, white embroidered with blue, the letter "O" is represented by a white circle embroidered with blue, inside which is the globe with meridians and parallels and part of the continents.

Art. 2 – Legal form of the company

2.1. The company "**ELECTROMAGNETICA SA",** hereinafter referred to as a company, is a Romanian legal entity, having the legal form of a joint stock company and is a public company.

2.2. It carries out its activity in accordance with the Romanian laws and with this Articles of Incorporation.

Art. 3 – Headquarters of the company

3.1. The company's registered office is in Romania, Bucharest, Calea Rahovei no. 266-268, sector 5. The company's headquarters can be changed to another locality in Romania, based on the decision of the general meeting of shareholders, according to the law.

3.2. The Company may establish or dissolve branches, representations, agencies, work points and other secondary offices without legal personality on the territory of Romania or abroad, based on the decision of the Board of Directors, in compliance with the regulations and legal provisions.

Art. 4 – Duration of the company

4.1. The duration of the company is unlimited, starting from the date of its registration in the Trade Register.

CHAPTER II
PURPOSE AND OBJECT OF ACTIVITY OF THE COMPANY

Art. 5 – The purpose of the company is to carry out in efficient conditions the activities that are the object of its activity.

Art. 6 Field and object of activity of the company.

6.1. **The main field of activity is** NACE code 682 – Rental and subletting of own or leased real estate, and **the main activity** is **NACE code** 6820 – Rental and subletting of own or leased real estate**,** according to the Classification of Activities in the National Economy, approved by the Order of the President of the National Institute of Statistics no. 377/17.04.2024 (NACE Rev.3).

6.2 Object of activity of the company (NACE Rev.3).

NACE code 1624 - Manufacture of wooden packaging;

NACE code 1628 - Manufacture of other wood products; manufacture of articles of cork, straw and other woven vegetable materials;

NACE code 2226 - Manufacture of other plastic products;

NACE code 2553 - General mechanical operations;

NACE code 2599 - Manufacture of other articles of metal n.e.c.

NACE code 2630 - Manufacture of communication equipment;

NACE code 2711 - Manufacture of electric motors, generators and transformers;

NACE code 2712 - Manufacture of electricity distribution and control devices;

NACE code 2740 - Manufacture of electrical lighting equipment;

NACE code 2790 - Manufacture of other electrical equipment;

NACE code 2824 - Manufacture of machinery - electrically operated portable tools;

NACE code 2841 - Manufacture of machinery and machinery-tools for metalworking;

NACE code 2842 - Manufacture of other machine tools n.e.c.;

NACE code 2896 - Manufacture of machinery for processing plastics and rubber;

NACE code 2931 - Manufacture of electrical and electronic equipment for motor vehicles and for motor vehicle engines;

NACE code 3313 - Repair and maintenance of electronic and optical equipment;

NACE code 3320 - Installation of industrial machinery and equipment;

NACE code 3514 - Electricity distribution;

NACE code 3515 - Electricity trading;

NACE code 3540 - Activities of agents and brokers in the field of electricity and natural gas;

NACE code 3600 - Water capture, treatment and distribution;

NACE code 3700 - Wastewater collection and treatment;

NACE code 3821 - Recovery of recyclable materials;

NACE code 4222 - Construction works of utility projects for electricity and telecommunications;

NACE code 4299 - Construction works of other engineering projects n.e.c.;

NACE code 4311 - Demolition works of constructions;

NACE code 4321 - Electrical installation works;

NACE code 4322 - Plumbing, heating and air conditioning works;.

NACE code 4323 - Insulation works;

NACE code 4324 - Other construction installation works;

NACE code 4331 - Plastering works;

NACE code 4332 - Carpentry and carpentry works;

NACE code 4333 - Flooring and wall cladding works;

NACE code 4334 - Painting, painting and window installation works;

NACE code 4335 - Other finishing works;.

NACE code 4341 - Roofing, roofing and terrace works for constructions;

NACE code 4342 - Other special construction works for buildings;

NACE code 4350 – Special construction works for civil engineering projects;

NACE code 4391 - Masonry activities;

NACE code 4399 - Other special construction works n.e.c.;

NACE code 4618 - Intermediation in the trade specialized in the sale of specific products n.e.c.;

NACE code 4619 - Intermediation in the trade of various products;

NACE code 4649 - Wholesale of other household goods;

NACE code 4671 - Wholesale of motor vehicles;

NACE code 4672 - Wholesale of parts and accessories for motor vehicles;

NACE code 4683 - Wholesale of wood and construction materials and sanitary equipment;

NACE code 4684 – Wholesale of blacksmithing equipment and supplies for sanitary and heating installations;

NACE code 4685 – Wholesale of chemical products;

NACE code 4686 – Wholesale of other intermediate products;

NACE code 4687 – Wholesale of waste and scrap;

NACE code 4690 – Non-specialized wholesale;

NACE code 4712 – Non-specialized retail trade, with predominant sale of non-food products;

NACE code 4740 – Retail trade of computer and telecommunications equipment;
NACE code 4752 - Retail trade of blacksmiths, construction materials, glass and painting articles;
NACE code 4755 – Retail trade of furniture, lighting and other household items n.e.c.;
NACE code 6039 – Other content distribution activities;
NACE Code 6110 - Telecommunications activities through cable, wireless and satellite networks;
NACE Code 6220 – Information technology and management consultancy activities (management and exploitation of computing resources);
NACE Code 6310 – Data processing, administration of web pages and related activities;
NACE code 6422 – Activities of the financing channels;
NACE code 6499 – Other financial intermediation n.e.c., excluding insurance and pension fund activities;
NACE Code 6612 - Financial transaction intermediation activities;
NACE code 6811 – Purchase and sale of own real estate;
NACE code 6812 – Real estate development (promotion);
NACE Code 7020 – Business and Management Consulting Activity;
NACE code 7112 – Related engineering and technical consultancy activities;
NACE code 7120 – Technical testing and analysis activities;
NACE Code 7711 – Rental and leasing activities with cars and light road vehicles;
NACE code 7739 – Rental and leasing activities with other machinery, equipment and tangible goods n.e.c.;
NACE code 8240 – Intermediation activities for services - support for enterprises n.e.c.;
NACE code 8425 – Fire fighting and prevention activities;
NACE code 9311 – Activities of sports facilities.

CHAPTER III
SHARE CAPITAL. ACTIONS

Art. 7 – Share capital

7.1. The share capital of S.C. Electromagnetica S.A. is RON 67,603,870.4, fully subscribed and paid-up, of which RON 66,282,631.26 in cash and RON 1,321,239.14 contribution in kind, divided into 676,038,704 registered shares in the amount of RON 0.10/share.

Art. 8 Actions

8.1. The company's shares are registered and dematerialized, comprising all the elements provided by law.
8.2. The record of shares and shareholders is kept according to the legal provisions by Depozitarul Central S.A.

Art. 9 – Rights and obligations arising from actions.

9.1. Each share subscribed and paid by the shareholders, according to the law, gives them:

9.1.1. the right to vote at the general meeting of shareholders;

9.1.2. the right to elect and be elected to the management bodies;

9.1.3. the right to participate in the distribution of profits, according to the decision of the General Shareholders' Meeting.

9.2. Ownership of the share certifies the legal assent to the articles of incorporation.

9.3. The rights and obligations related to the shares follow the actions in the event of their passing into the property of other persons.

9.4. The company's obligations are guaranteed by its corporate patrimony, and the shareholders are liable within the limit of the value of the shares they hold.

9.5. The company's assets may not be encumbered by debts or other personal obligations of the shareholders. A creditor of a shareholder may make claims on the part of the profit of the company to be distributed to him by the general meeting of shareholders or on the share due to him in the liquidation of the company, carried out under the conditions of this articles of incorporation.

9.6. Shareholders must exercise their rights in good faith, with respect for the rights and legitimate interests of the company and the other shareholders.

Art. 10 – Assignment of shares

Art. 10 – Assignment of shares

10.1. The shares are indivisible, the company recognizes only one owner for each share.

10.2. The shares are freely negotiable and transferable. The shares are traded on a regulated market in Romania, namely the Bucharest Stock Exchange.

Art. 11 – Attestation of the right of ownership over the shares

The ownership right over the shares is attested by an account statement issued by Depozitarul Central S.A. or by authorized intermediaries, according to the legal regulations in force.

CHAPTER IV
GENERAL MEETING OF SHAREHOLDERS

Art. 12 – Duties

12.1. The General Meeting of Shareholders is the management body of the company in its entirety, which decides on its activity and on its economic and commercial policy.

12.2. The convening and holding of the general meetings of shareholders shall be made in accordance with the regulations and legal provisions.

12.3. The Ordinary General Meeting shall meet within the term set by the capital market and shall have the following obligations:

12.3.1. discuss, approve or amend the annual financial statements, based on the reports submitted by the Board of Directors and the financial auditor and fix the dividend;

12.3.2. elect and dismiss the members of the Management Board, fix the remuneration due for the financial year administrators, as well as other rights;

12.3.3. appoint or dismiss the financial auditor and set the minimum duration of the financial audit contract;

12.3.4. to decide on the management of the Management Board;

12.3.5. establish the revenue budget for the following financial year;

12.3.6. decide to pledge, lease or dismantle one or more units of the company.

12.4. The Extraordinary General Assembly shall meet whenever it is necessary to take a decision for:

12.4.1. changing the legal form of the company;

12.4.2. relocation of the company's headquarters;

12.4.3. change of the company's object of activity;

12.4.4. extension of the duration of the company;

12.4.5. increase of the share capital;

12.4.6. reduction of the share capital or its replenishment through the issuance of new shares;

12.4.7. merger with other companies or division of the company, including cross-border merger and cross-border division;

12.4.8. cross-border transformation of society;

12.4.9. early dissolution of the company;

12.4.10. conversion of shares from one category to another;

12.4.11. conversion of a class of bonds into another class or shares;

12.4.12. the issuance of bonds;

12.4.13. any other amendment to the articles of association or any other decision for which it is required approval of the Extraordinary General Assembly.

<u>Art. 13 – Convening of the General Meeting of Shareholders</u>

13.1. The General Meeting of Shareholders shall be convened by the Board of Directors, whenever necessary, the Chairman of the Board of Directors being mandated to carry out the formalities regarding the convocation.

13.2. Ordinary general meetings shall be held at least once a year, within the term established by the capital market legislation.

13.3. The General Meetings shall be convened by the Board of Directors at the request of the shareholders representing individually or jointly, at least 5% of the share capital, as well as in other situations provided by law, within no more than 30 days and shall meet within no more than 60 days from the date of receipt of the request.

13.4. The General Meeting shall be convened by the Directors as many times as necessary, in accordance with the provisions of the Articles of Incorporation, at least 30 days before the date set.

13.5. The convocation shall be made in accordance with the procedure provided by law, respectively the term of the meeting may not be less than 30 days from the publication of the convocation in the Official Gazette of Romania, part IV a. The convocation shall also be published in one of the newspapers of wide circulation in the locality where the company's headquarters are located or in the nearest locality, in print or online format, as well as on the company's website and the capital market.

13.6. The convocation shall include the place and date of the meeting, as well as the agenda, with explicit mention of all the issues that will be the subject of the debates of the meeting. If the appointment of the directors appears on the agenda, the notice shall mention that the list containing information on the name, place of residence and professional qualification of the persons proposed for the position of director shall be available to the shareholders, and may be consulted and completed by them.

13.7. When proposals for amending the articles of association are on the agenda, the notice must include the full text of the proposal, in compliance with the legislation on the capital market.

13.8. One or more shareholders representing, individually or jointly, at least 5% of the share capital, have the right to request the introduction of new items on the agenda. Applications shall be submitted to the Board of Directors, within 15 days from the publication of the notice, in order to publish and inform the other shareholders.

13.9. The completion of the agenda of a general meeting of shareholders may also be carried out by the Board of Directors, in due compliance with the legal requirements and deadlines, if the need to complete it resulted from acts or facts that occurred after the publication of the convening notice.

The decision of the Board of Directors on the completion of the agenda may be taken within 15 days from the publication of the notice and shall be published immediately, but not later than 24 hours from the adoption of this decision.

13.10. The agenda, supplemented with the items proposed by the shareholders or by the Board of Directors, after the convening, must be published in compliance with the requirements provided by law for convening the general meeting, at least 10 days before the general meeting, on the date mentioned in the initial convening notice.

13.11 The annual financial statements, the annual report of the Board of Directors, as well as the proposal regarding the distribution of dividends shall be made available to the shareholders of the company, from the date of the convening of the general meeting. Upon request, shareholders will be issued copies of these documents. The company will make available to shareholders, on its website and at its headquarters, the documents and information regarding the issues on the agenda, in accordance with the regulations and legal provisions.

13.12. Each shareholder may ask the Board of Directors written questions regarding the company' s activity before the date of the general meeting, and will be answered at the meeting or by publishing it on the company's website, in the "Frequently Asked Questions" section.

13.13. In the notice for the first general assembly, the day and time for the second assembly will be fixed, when the first could not be held.

13.14. The Board of Directors will set a reference date for the shareholders entitled to vote at the general meeting, which date will remain valid even if the general meeting is convened again due to the lack of a quorum, in compliance with capital market legislation.

13.15. The conditions for the validity of the deliberations and decisions taken are those provided by law.

Art. 14 – Organization of the general meeting of shareholders

14.1. The access of shareholders entitled to participate, on the reference date, in the general meeting of shareholders is allowed by the simple proof of their identity, made, in the case of natural person shareholders, with their identity document or, in the case of legal persons, of the legal representative, and in the case of legal entities and shareholders who are natural persons represented, with the power of attorney given to the person representing them, in compliance with the applicable legal provisions in the matter.

14.2. The representation of the shareholders in the general meeting of shareholders may also be made by persons other than the shareholders, based on a special or general power of attorney, in accordance with the legal regulations. Special powers of attorney will be available at the company's headquarters and on the company's website.

14.3. Shareholders who do not have the capacity to exercise, as well as legal persons may be represented by their legal representatives who, in turn, may give power of attorney to other persons for the respective general meeting.

14.4. The proxies shall be submitted in original 48 hours before the meeting, under penalty of losing the exercise of the right to vote in that meeting. The powers of attorney will be retained by the company, mentioning it in the minutes.

14.5. The General Meeting of Shareholders is chaired by the Chairman of the Board of Directors, and, in his absence, by the person who takes his place, based on the power of attorney given by the Chairman.

14.6. The general meeting will choose from among the shareholders present, one to 3 secretaries, who will check the list of shareholders present, indicating the share capital that each one presents, the minutes drawn up by the technical secretary to ascertain the number of shares present and the fulfillment of all the formalities required by law and by the articles of incorporation for holding the general meeting.

14.7. The minutes of the meeting shall be written in a register of general meetings. The minutes will be signed by the person who chaired the meeting and by the secretary who prepared it. The minutes shall be attached to the documents relating to the convocation and the lists of attendance of the shareholders.

Art. 15 – Exercise of the right to vote in the general meeting of shareholders.

15.1. The decisions of the general meetings shall be taken by open vote.
15.2. Only shareholders registered in the company's shareholders' register on the reference date set by the board of directors at the time of convening the general meeting of shareholders will be entitled to participate in the meeting and vote after proving their identity.
15.3. The secret ballot is mandatory for the appointment or dismissal of the members of the board of directors, for the appointment or dismissal of the financial auditor and for making decisions regarding the liability of the company's administrative, management and control bodies. The resolutions of the general meeting, within the limits of the law and of this articles of incorporation, are binding even for shareholders who did not take part in the general meeting or who voted against.
15.4. In order to be enforceable against third parties, the resolutions of the general meeting of shareholders will be submitted within 15 days to the Trade Register Office to be mentioned in the register and published in the Official Gazette of Romania (part IV).
15.5. By exception to art. 15.4. of the articles of incorporation, in accordance with art. 90 index 1 paragraph 1 of Law 24/2017, the resolutions of the general meeting regarding the modification of the characteristics of the issues/number of securities admitted to trading on a regulated market shall be submitted to the Trade Register Office by the issuer, within 3 working days from the date of adoption of the decision, for publication in the Official Gazette of Romania, Part IV.
15.6. The members of the Board of Directors may not appeal the decision of the General Meeting regarding their dismissal from office.
15.7. The right of withdrawal of a shareholder from the company may be exercised under the conditions established by the Companies Law no. 31/1990 R and Law no. 24/2017.
15.8. The company must establish for each decision at least the number of shares for which valid votes have been cast, the proportion of the share capital represented by the respective votes cast <<for>> and <<against>> each decision and, if applicable, the number of abstentions. The position of <<abstention>> adopted by a shareholder with regard to the items on the agenda of a general meeting of the company's shareholders represents a vote cast. The convening notice of the general meeting of shareholders will include mentions regarding the qualification of the abstention position as a vote cast.

CHAPTER V

ELECTROMAGNETICA

BOARD OF DIRECTORS

Art. 16 – Organization

16.1. The company is managed in a unitary system, by a Board of Directors composed of 5 directors, elected by the general meeting of shareholders, for a period of 4 years, with the possibility of being re-elected. The majority of the members of the Board of Directors are non-executive directors (who have not been appointed directors).

16.2. The directors are appointed by the ordinary general meeting of shareholders, and may be re-elected. During the fulfillment of the mandates, the individual employment contracts of the administrators who have been appointed from among the company's employees will be suspended.

16.3. The Company will conclude an insurance policy for occupational and health risks, in connection with the exercise of the mandate of the directors and directors, at least within the minimum limits provided by the applicable legal framework.

16.4. Candidates for the positions of directors are nominated by the current members of the Board of Directors or by the shareholders.

16.5. When a vacancy is created on the Board of Directors, proceeding in accordance with the legal provisions in force, the duration for which the new administrator is elected to fill the vacant seat will be equal to the period remaining until the expiration of the mandate of his predecessor.

16.6. Persons who, according to the law, cannot perform this position, are incompatible with the quality of member of the Board of Directors.

16.7. The Board of Directors shall be headed by a Chairman, elected by the members of the Board of Directors, who may also be the Chief Executive Officer. The President shall be appointed for a period which may not exceed the term of office of his or her administrator. The President may be revoked at any time by the Management Board.

16.8. At the first meeting, the Management Board shall elect a Chairperson from among its members.

16.9. If the Chairman is temporarily unable to exercise his duties, during the respective state of impossibility, the Board of Directors shall appoint another director to perform the function of Chairman.

16.10. The Board of Directors shall meet at the company's headquarters or in another place established by convocation, the meetings being convened and held in compliance with the applicable legal provisions, as well as in accordance with the Internal Regulations of the Board of Directors. Participation in the meetings of the Board of Directors can also take place through remote means of communication: teleconference, videoconference, internet conference or intranet, etc.

The members of the Board of Directors may be represented at the meetings of the Board by other members on the basis of a power of attorney. A member of the Management Board may represent only one other member at a meeting. The power of attorney will be sent to the secretariat before the start of the meeting. In emergency conditions or in the impossibility of the participation of the directors in the meeting, the

Chairman of the Board may decide to hold the meeting and to transmit the vote by electronic means, according to the procedure established by the Internal Regulations of the Board of Directors.

The Board of Directors shall meet whenever necessary:

a) when summoned by the President,

b) at the reasoned request of at least 2 of the members of the Board of Directors;

The meeting of the Board of Directors is chaired by the President.

The President shall appoint by decision a secretary either from among the members of the Board of Directors or from outside it.

16.11. If the convocation has been made by the Chairman of the Board of Directors, he shall establish the agenda, inform the members of the Board of Directors about the items on the agenda and chair the meeting. If the convocation was made according to art. 16.10. letter b), the agenda is established by the members of the Board of Directors who requested the meeting.

16.12. The decisions of the Board of Directors are valid if more than half of the number of its members were present, and the decisions are taken by the vote of the majority of the members present who participate in person, by representation or by exercising the vote by correspondence. The Chairman of the Board of Directors will not have the decisive vote in the event of a tie.

16.13. In exceptional cases, justified by the urgency of the situation and by the interest of the company, the decisions of the Board of Directors may be taken by the unanimous vote expressed in writing of the members, without the need for a meeting of the Board of Directors.

16.14. The debates of the Board of Directors shall take place according to the agenda established on the basis of the convening notice communicated by the President. These shall be recorded in the minutes of the meeting by the secretary of the Board of Directors. The minutes shall be signed by the administrators present at the meeting.

16.15. Directors and internal auditors may be summoned to any meeting of the Board of Directors, meetings in which they must participate. They do not have the right to vote, except for directors who are also administrators.

16.16. The Board of Directors is in charge of performing all the necessary and useful acts for the achievement of the company's object of activity, except for those legally reserved for the general meeting of shareholders.

16.17. The Board of Directors delegates the management of the company to a number of directors established by the decision of the Board of Directors.

16.18. The Board of Directors may revoke the directors at any time.

16.19. The Board of Directors shall register with the Trade Register the names of the persons empowered to represent the company, mentioning whether they act together or separately. They submit specimens of signature to the Trade Register.

16.20. The Management Board may delegate to one or more of its members certain powers of attorney on limited issues and may have recourse to experts to study certain issues.
16.21. The general manager represents the company in relation to third parties. The Director General may delegate the power of representation only to the staff with a managerial position, respectively directors.
16.22. For the activity performed, the directors receive a fixed monthly remuneration approved by the General Shareholders' Meeting, as well as other rights established by the general meeting of shareholders. In the event of unjust dismissal from the position of administrator, the dismissed administrator is entitled to the payment of damages equal to two fixed monthly remunerations.
16.23. The directors are jointly and severally liable to the company for:

16.23.1. the reality of the payments made by the partners;
16.23.2. the actual existence of the dividends paid;
16.23.3. the existence of the registers required by law and their correct keeping;
16.23.4. the exact fulfillment of the decisions of the general meetings;
16.23.5. the strict fulfillment of the duties that the law, the articles of incorporation impose.

Art. 17 – Duties of the Board of Directors

17.1. The Board of Directors has the following main obligations:
17.1.1. appoints and dismisses the directors to whom management duties have been delegated at the proposal of the general manager, establishing their rights, obligations and remuneration;
17.1.2. approves the organisational structure of the company;
17.1.3. approves the contracting of medium and long-term bank loans and other guarantees for them, pledges and mortgages for bank letters of guarantee, other similar operations within the limit established by the capital market legislation;
17.1.4. is responsible for the execution of the income and expenditure budget by proposing its updating to the general meeting of shareholders;
17.1.5. approves the bearing of irrecoverable debts, justified increases, unforeseeable circumstances, force majeure, etc.;
17.1.6. approve sponsorship contracts;
17.1.7. approves restructuring, reorganization, modernization, development programs, etc.;
17.1.8. approves the scrapping of fixed assets of finished products, raw materials and materials available for justified reasons, as well as other goods, except those falling within the competence of the general meeting;
17.1.9. approve the depreciation method;
17.1.10 approves the acts of acquisition, alienation, exchange or provision as collateral of assets in the category of fixed assets of the company, including securities or other financial instruments, the value of

which exceeds, individually or cumulatively, when they are linked to each other, during a financial year, the amount of RON 2 million, but not more than 20% of the total fixed assets, except for fixed receivables.

17.1.11 approves the mandate to negotiate the collective labor agreement;

17.1.12 analyzes and approves the lease contracts except those within the competence of the General Shareholders' Meeting;

17.1.13. submit annually to the General Meeting of Shareholders, within 5 months from the end of the financial year, the report on the company's activity, the financial statements for the previous year, the distribution of the net profit, as well as the draft activity program and the draft income and expenditure budget of the company for the current year;

17.1.14 approves the guarantees and the manner of constitution for the persons who have the quality of managers;

17.1.15 convene the general meeting of shareholders whenever necessary;

17.1.16 solve any other problems established by the general meeting of shareholders provided for by the legislation in force;

17.1.17 decides, within the limits established by the general meeting, whether the general manager, the directors and employees of the company can benefit from incentives;

17.1.18 the establishment/dissolution of branches and other secondary offices, without legal personality, or the change of their headquarters;

17.1.19 decides to establish/dissolve other companies or legal entities, including participation in the share capital of other companies, under the conditions provided by the legal regulations;

17.2. The duties of the Board of Directors that cannot be delegated to the directors are:

a) establishing the main directions of activity and development of the company;
b) establishing the accounting and financial control system and approving the financial planning;
c) the appointment and dismissal of directors and the determination of their remuneration;
d) supervising the work of directors;
e) preparation of the annual report, organization of the general meeting of shareholders and implementation of its resolutions;
f) The submission of the application for the opening of the company's insolvency procedure, according to Law no. 85/2014 on the insolvency procedure;
g) any other duties received from the General Meeting of Shareholders.

CHAPTER VI

DIRECTORS

Art. 18

18.1. The management of the unit is ensured by the directors, their number being established by the board of directors.

18.2. The Board of Directors delegates the management of the company to one or more directors, based on mandate contracts, setting their duties and remuneration, appointing one of them as general manager. If the directors are appointed from among the company's employees, their individual employment contracts with the company are suspended for the duration of the mandate.

18.3. The Board of Directors may at any time revoke the persons appointed to the position of Director. If the dismissal occurs without just cause, the dismissed director is entitled to the payment of damages equal to the amount of not more than two monthly remunerations.

18.4. The directors, like all directors, are liable to the company for the acts performed by the directors or the staff employed, when the damage would not have occurred, if they had exercised the supervision required by the duties of their position.

18.5. The directors will have to notify the Board of Directors of all deviations found in the execution of their supervisory obligation.

18.6. The directors are liable to the company and third parties for the performance of their duties, in accordance with the legal provisions.

18.7. Directors may delegate their mandate only with the approval of the Director General.

18.8. The directors are responsible for taking all measures related to the management of the company, within the limits of the company's object of activity and in compliance with the exclusive powers reserved by law or by the articles of incorporation to the Board of Directors and the general meeting of shareholders.

18.9. The activity of the directors will be determined by the Board of Directors based on a decision.

18.10. The Directors shall inform the Board of Directors on a regular and comprehensive basis of the operations undertaken and those envisaged, as well as of all irregularities found in the performance of their obligations.

18.11. The remuneration of the members of the Board of Directors is established by decision of the general meeting of shareholders. The remuneration of directors is determined by the Board of Directors.

18.12. The Board of Directors may delegate to the directors the powers provided for in art. 17.1.4.

18.13. The company's staff is hired or dismissed by the general manager or his representative.

CHAPTER VII
THE COMPANY'S ACTIVITY

Art. 19 – Economic and financial year

19.1. The financial year shall begin on 1 January and end on 31 December of each year. The first financial year begins on the date of incorporation of the company.

Art. 20 – Accounting records and balance sheet

20.1. The company will keep the accounting records in Romanian and in the national currency, according to the legislation in the field, will prepare the financial statements, taking into account the legislation in force.
20.2. The financial statements prepared in accordance with the law shall be approved by the general meeting of shareholders and shall be published in accordance with the legislation in force.
20.3. The distribution of profits is approved by the general meeting of shareholders.

Art. 21 – Calculation and distribution of profit

21.1. The directors will be remunerated for the activity carried out, the monthly remuneration and other rights due to the directors will be established by decisions of the Ordinary General Meeting of Shareholders of the company. The directors' remuneration consists of a fixed monthly allowance and a variable component. The general limits of variable remuneration are set by decisions of the company's ordinary general meeting of shareholders. Variable remuneration can be granted both in cash and/or through the allocation of financial instruments and/or derivatives (shares, options granted under Stock Option Plan, etc.). Variable remuneration may be granted to the members of the Board of Directors, directors and employees of the company, according to the general limits approved by the General Meeting of Shareholders, subject to the achievement of the net profit indicator and the approval of the annual financial statements by the General Meeting of Shareholders. The fund for granting the variable remuneration for the achievement of the net profit performance indicator will be determined and recorded in the form of a provision, so that the achievement of the net profit established by the Income and Expenditure Budget is not jeopardized. The payment of the variable remuneration will be made after the approval of the annual financial statements. Within the instruments granted under Stock Option Plan programs for administrators and directors, the allocation criteria are established in accordance with the specific legislation, as well as with the provisions of the Articles of Association and of the management and mandate contracts, and for employees, the Board of Directors establishes the eligibility criteria of the SOP beneficiaries, the number of instruments to be granted to each category of beneficiaries, in accordance with the provisions of the specific legislation on the issue, as well as the mechanisms for implementing the SOP.
21.2. At least 5% of the company's profit will be taken every year for the formation of the reserve fund, until it reaches at least one fifth of the share capital. If the reserve fund, after its establishment, has been reduced for any reason, it will be replenished, in compliance with the previous paragraph.

The reserve fund, even if it has reached the amount provided for in the first paragraph, shall also include in the reserve fund the surplus obtained by selling the shares at a price higher than their nominal value, if that surplus is not used to pay the issuance costs or intended for depreciation. In all cases, the conditions of participation will be established by the general meeting, for each financial year.

Art. 22 – Company registers

22.1. The Company keeps the registers provided by law.

Art. 23 – Internal audit and financial audit

23.1. The company is audited by a financial auditor, natural or legal person, under the conditions provided bylaw.
23.2. The Company will organize the internal audit according to the norms developed by the Chamber of Financial Auditors of Romania, the Board of Directors establishing the organization and functioning of the internal audit activity.
23.3. The financial auditors shall be elected by the ordinary general meeting of shareholders for a period of at least 1 year.
23.4. The financial auditor shall inform the members of the board of directors of irregularities in the administration and violations of the legal provisions and provisions of the articles of association that he/she finds.
23.5. The financial auditor's report shall be submitted to the company's headquarters and shall be published on the company's website for consultation by shareholders.

CHAPTER VIII
PAIRING

Art. 24 - Companies from the same sector of activity or from other sectors, from the country or abroad, may associate with Electromagnetica S.A., based on association contracts, concluded under the conditions provided by the law and by this articles of incorporation.
Art. 25 - The association contracts are approved by the company's board of directors, subject to confirmation by the extraordinary general meeting of shareholders.
Art. 26 - The conditions of partnership during the period of association, as well as those of withdrawal shall be expressly stipulated in the contracts, under the conditions of the law.

CHAPTER IX
MODIFICATION OF THE LEGAL FORM. DISSOLUTION. LIQUIDATION. LITIGATION

Art. 27 – Modification of the legal form

27.1. The company may be transformed into another form of company by the decision of the general meeting of shareholders.
27.2. The Company will fulfill the legal formalities of registration and publicity required by the legislation in force.

Art. 28 – Dissolution of the company

28.1. The following situations lead to the dissolution of the company:
28.1.1. the impossibility of achieving the company's object of activity;
28.1.2. the decision of the general meeting;
28.1.3. bankruptcy;
28.1.4. loss of half of the share capital, after the reserve fund has been consumed, if the GSM does not decide to replenish the capital or reduce it to the remaining amount;
28.1.5. the number of shareholders shall be reduced below 2, not more than 9 months;
28.1.6. in any other situations, based on the decision of the General Meeting of Shareholders, taken unanimously.
28.2. The dissolution of the company must be registered with the Trade Register and published in the Official Gazette.

Art. 29 – Liquidation of the company
29.1. In case of dissolution, the company will be liquidated.
29.2. The liquidation of the company and the distribution of the patrimony shall be made under the conditions and in compliance with the procedure provided by law.

Art. 30 – Disputes
30.1. Company disputes with Romanian or foreign natural or legal persons are subject to the jurisdiction of the common law courts in Romania.

Representative of the General Shareholders' Meeting of 24.04.2026

Cucu Daniela Adi

Daniela-Adi Cucu

Digitally signed by Daniela-Adi Cucu
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