

ANNOUNCEMENT REGARDING THE PUBLIC TENDER OFFER FOR SHARES IN INFINITY CAPITAL INVESTMENTS S.A.

Name and Registered Office of the Target Company	<p>INFINITY CAPITAL INVESTMENTS S.A., a joint-stock company incorporated and operating under the laws of Romania, having its registered office in Bucharest, Sector 1, 2 Daniel Danielopolu Street, 4th Floor, postal code 014134, Romania, with sole registration code RO 4175676, registered with the Trade Register under no. J1993001210167, having NACE Code 6499 – Other financial intermediation n.e.c., and Legal Entity Identifier (LEI) Code 254900VTOOM8GL8TVH59.</p> <p>The Issuer's shares are listed on the regulated market operated by the Bucharest Stock Exchange (hereinafter referred to as the "BVB"), in the Premium category, under the trading symbol INFINITY, with ISIN code ROSIFEACNOR4.</p>
Bidder	<p>INFINITY CAPITAL INVESTMENTS S.A., a joint-stock company incorporated and operating under the laws of Romania, having its registered office in Bucharest, Sector 1, 2 Daniel Danielopolu Street, 4th Floor, Romania, postal code 014134, sole registration code RO 4175676, registered with the Trade Register under registration number J1993001210167.</p>
The Offer	<p>The purpose of the Public Tender Offer is to acquire a total of 41,994,250 common, registered, dematerialized shares which, as of the date of this offer document, are not owned by the Offeror, representing 9.7661% of the share capital of the Issuer.</p> <p>The Public Tender Offer is addressed to all natural and legal persons holding shares issued by the Issuer during the offer period.</p> <p>The acquisition of shares by the Offeror within the framework of the Public Tender Offer is part of:</p> <ul style="list-style-type: none"> - the buy-back program for a maximum of 40,000,000 INFINITY shares, approved by Resolution no. 9 of the Extraordinary General Meeting of Shareholders of the Offeror dated April 29, 2025, published in the Official Gazette of Romania, Part IV, no. 2182 of May 14, 2025, for the purpose of reducing the share capital by cancelling the repurchased shares; - the Stock Option Plan no. 2, for the buy-back of a maximum of 2,000,000 INFINITY shares to be granted free of charge to the Company's administrators, directors, and employees, for retention and reward purposes, in recognition of their activity within the Company, in accordance with the performance criteria to be established by the Board of Directors, as approved by Resolution no. 6 of the Extraordinary General Meeting of Shareholders of the Offeror dated April 29, 2024, published in the Official Gazette of Romania, Part IV, no. 2987 of June 18, 2024. <p>Pursuant to Resolution no. 9 of the Board of Directors dated March 13, 2025, the free allocation of 1,994,250 shares to the Company's administrators, directors, and employees under a "Stock Option Plan" was approved, in accordance with Resolution no. 5 of the Extraordinary General Meeting of Shareholders dated April 29, 2024.</p>
The Offer price	<p>The Offer Price is RON 2.60 per share, net of trading fees and any fees related to the payment of the share price.</p>
Intermediary	<p>S.S.I.F. SWISS CAPITAL S.A., having its registered office in Bucharest, 20 Dacia Boulevard, Romana Offices Building, 4th Floor, postal code 010412, registered with the Trade Register under no. J40/4107/1996, having the sole registration code 8450590, is a company authorized by the Financial Supervisory Authority (formerly CNVM) and registered in the ASF Register under no. PJR01SSIF/400054</p>
The number of shares issued by the Company Concerned which are held by the Bidder and the persons acting in concert with the Bidder	<p>The Offeror does not hold any INFINITY shares. The Offeror is acting in concert with the following persons in relation to the Issuer, INFINITY:</p> <ul style="list-style-type: none"> - Mr. Sorin-Iulian Cioacă – Chairman and Chief Executive Officer, who holds 720,000 INFINITY shares; - Mr. Mihai Trifu – Vice Chairman and Deputy Chief Executive Officer, who holds 521,192 INFINITY shares; - Ms. Andreea Cosmănescu – Member of the Board of Directors, who holds 161,051 INFINITY shares; - Mr. Mihai Zoescu – Member of the Board of Directors, who holds 161,051 INFINITY shares.
The Offer Document and the places where the Offer Document is available	<p>INFINITY CAPITAL INVESTMENTS S.A., through its legal representative, in its capacity as Offeror, declares that a Public Tender Offer Document has been prepared and is made available to INFINITY shareholders, free of charge, during the Offer Period, in hard copy at the registered office of INFINITY CAPITAL INVESTMENTS S.A. and at the</p>

	Intermediary's office, as well as in electronic format on the website of the Bucharest Stock Exchange (www.bvb.ro) and on the company's website (www.infinitycapital.ro).
The Public Offer period	The Public Tender Offer Period is 10 (ten) business days, specifically from August 6, 2025, to August 20, 2025.
Methods and venues of subscription/Share allocation method	Subscription under the Offer can be made exclusively through the Offer's Intermediary and through intermediaries authorized by the Financial Supervisory Authority (ASF), who have submitted to the Offer's Intermediary a commitment to comply with the conditions of the Offer and the provisions set forth in the Offer Document approved by ASF. Subscriptions will be accepted by the intermediaries based on the documents provided in the Offer Document, including the account statement issued by the Central Depository or by intermediaries authorized to issue such statements, showing the subscribing shareholder's ownership of the shares subject to the subscription. Subscription may be made directly and personally by those holding shares in the Target Company or by persons authorized by them through special powers of attorney. The Public Tender Offer will be conducted exclusively using the systems of the Bucharest Stock Exchange.
Business hours for subscription purposes	Monday to Friday, between 9:00 AM and 5:00 PM (Romanian time). On the last day of the Public Tender Offer Period, the schedule will be from 9:00 AM to 12:00 PM (Romanian time).
FSA Decision approving the Offer Document	732/31.07.2025
<i>Approval of the Offer Document is not a guarantee and does not account for another form of assessment by the FSA of the opportunity, advantages or disadvantages, rewards or risks associated with any transactions to be concluded by accepting this Public Offer, which is the subject of the approval decision. The approval decision only certifies compliance of this Offer Document with the legal requirements and the implementing rules applicable to the Public Offer..</i>	