
NOTICE ON THE OPEN TENDER TO PURCHASE SHARES OF INFINITY CAPITAL INVESTMENTS S.A.

Name and registered office of the Target Company	INFINITY CAPITAL INVESTMENTS S.A. , a joint-stock company, registered and operating under the laws of Romania, with registered office in the București, Sector 1, str. Daniel Danielopolu nr. 2, etaj 4, Romania, postal code 014134, unique registration code RO 4175676, registered with the Trade Register under registration number J1993001210167, NACE Code: 6499 - Other financial intermediation n.e.c., Code LEI 254900VTOOM8GL8TVH59. The Issuer's shares are traded on the regulated market, administered by the Bucharest Stock Exchange (hereinafter "BVB"), Premium category, symbol INFINITY, ISIN code ROSIFEACNOR4.
Tenderer's name	INFINITY CAPITAL INVESTMENTS S.A. , a joint-stock company, registered and operating under the laws of Romania, with registered office in București, Sector 1, str. Daniel Danielopolu nr. 2, etaj 4, Romania, postal code 014134, unique registration code RO 4175676, registered at the Trade Register with registration number J1993001210167.
Number of security holders being offered	The purpose of the Open Tender is the acquisition of a total of 36,857,750 registered common shares issued in dematerialised form, which are not owned by the Tenderer at the date of this offer document, representing 9.4507% of the Issuer's share capital. The Open Tender is addressed to all natural and legal persons who hold, during the Tender Period, shares issued by the Issuer. The acquisition of shares by the Tenderer under the Open Tender is part of: - the buy-back programme for maximum 35,000,000 INFINITY shares, approved by the Tenderer's Extraordinary General Shareholders Meeting no. 9 of 01.10.2025, published in the Official Gazette of Romania Part IV, no. 4903 of 14.10.2025, in order to reduce the share capital by cancelling the bought-back shares. - Stock Option Plan no. 3 programme for buying-back a maximum of 2,000,000 INFINITY shares for free distribution to the Company directors, officers, employees, in order to increase their loyalty and reward them for their work within the Company, according to the performance criteria to be established by the Board of Directors, approved by the Tenderer's Extraordinary General Shareholders Meeting Resolution no. 8 of 29.04.2025, published in the Official Gazette of Romania Part IV, no. 2182/14.05.2025. By Board of Directors Resolution no. 4 of 19.02.2026, the free offering of a number of 1,857,750 shares to administrators, directors and employees of the Company was approved, within a "Stock Option Plan", in accordance with the EGMS resolution no. 8 of 29.04.2025.
Tender Price	Tender Price is 4.00 RON for one share, less transaction fees and commissions related to the payment of the share price.
Name of the Tender Intermediary	S.S.I.F. SWISS Capital S.A. with registered office in Bucuresti, Bd. Dacia, Nr. 20, Cladirea Romana Offices, Et. 4, CP 010412, registered with the Trade Register under no. J1996004107405, Unique Registration Code 8450590, company authorised by the Financial Supervisory Authority (formerly CNVM), entered in the F.S.A. Register under no. PJRo1SSIF/400054
Number of shares issued by the Target Company which are held by the Tenderer and the persons with whom it acts in concert	The Tenderer does not hold INFINITY shares. The Tenderer is acting in concert with the following persons in relation to the INFINITY issuer: - Mr Sorin-Iulian Cioacă - President - General Manager holds 720,000 INFINITY shares; - Mr Mihai Trifu - Vice-President - Deputy General Manager holds 521,192 INFINITY shares; - Mrs Andreea Cosmănescu - Board of Directors member holds 161,051 INFINITY shares; - Mr Mihai Zoescu - Board of Directors member holds 161,051 INFINITY shares.
The Tender Documentation and where to obtain it	INFINITY CAPITAL INVESTMENTS S.A., through its legal representative, as Tenderer, declares that a Tender Documentation has been drawn up, which is made available to INFINITY shareholders, during the Tender Period, free of charge, in paper format, at the offices of INFINITY CAPITAL INVESTMENTS S.A. and of the Intermediary, and in electronic format on the website of the Bucharest Stock Exchange (www.bvb.ro) and on the Tenderer's website (www.infinitycapital.ro).
Open Tender period	The period of the Open Tender is 10 (ten) working days, respectively between 09.03.2026 and 20.03.2026

**How and where to subscribe/
Allocation method**

Subscription under the Tender may be made exclusively through the Tender Intermediary and through the intermediaries authorised by the F.S.A. who have transmitted to the Tender Intermediary their commitment to comply with the conditions of the Tender and with the provisions set out in the Tender Document approved by the F.S.A. Subscriptions will be accepted by the intermediaries on the basis of the documents set out in the Tender Document, including on the basis of the account statement issued by the Central Depository or by the intermediaries authorised to issue such statements, which evidences the holding by the subscribing shareholder of the shares which are the subject of the subscription. Subscription may be made directly and personally by those who hold shares in the Target Company or by persons authorised by them through special powers of attorney. The Open Tender will take place with the exclusive use of the trading systems administered by Bucharest Stock Exchange.

Subscription programme

Monday-Friday, 9.00-17.00 (Romanian time). On the last day of the Public Tender Period the opening hours will be between 09.00 - 12.00 (Romanian time).

FSA decision to approve the Open Tender 239/03.03.2026

The approval of the Tender Documentation does not constitute a guarantee, nor does it represent any other form of judgement by the F.S.A. as to the appropriateness, advantages or disadvantages, profit or risks that the transactions to be concluded by accepting the Open Tender subject of the approval decision may present. The approval decision only certifies that the Tender Documentation is in order as regards the requirements of the law and the rules adopted for its application.

Tenderer**INFINITY CAPITAL INVESTMENTS S.A.**

President - General Manager

Sorin-Iulian Cioacă

INTERMEDIARY**SWISS CAPITAL S.A.**

General Manager

Bogdan Juravle