



**FINTEL ENERGIJA AD**

**FINTEL ENERGIJA AD BEOGRAD**

Masarikova 5, 21st floor, Belgrade–Vračar

September 9, 2025

Pursuant to Article 363 of the Law on Companies, the following

**MINUTES**

**of the extraordinary session of the General Assembly of the company “Fintel Energija a.d. Belgrade” held on September 9, 2025, starting at 10:00 a.m. at the registered office of the company in Belgrade**

On September 9, 2025, an extraordinary session of the General Assembly of the company “Fintel Energija a.d. Belgrade” (hereinafter referred to as: the “**Company**”) was held.

The session commenced at 10:00 a.m. and was concluded at 10:30 a.m.

The extraordinary session of the General Assembly of the company “Fintel Energija a.d. Belgrade” was convened pursuant to the Decision on Convening the Extraordinary General Assembly Session and Determining the Draft Agenda dated August 18, 2025.

**Shareholders present at the session:**

- Tiziano Giovannetti – Representative of the majority shareholder (94.30224%) and Chairman of the Shareholders' Assembly, appointed pursuant to the Company's Articles of Association

**Minutes Secretary**

- Tamara Nedeljković

**Voting Commission members:**

- Zorica Anđelić, Chairperson
- Milena Ajvaž, Member
- Marko Gujaničić, Member

**Agenda**

**I Preliminary Procedure**

1. Appointment of the Minutes Secretary and Voting Commission

**II Regular Session Business**

1. Adoption of the decision on the return of additional founders' payments not increasing the share capital of the Company

## I Preliminary Procedure

### 1. Appointment of the Minutes Secretary and Voting Commission

The Chairman of the Assembly appointed the Minutes Secretary and the members of the Voting Commission.

The Voting Commission consists of three members and is required to act impartially and conscientiously.

The Chairman appointed the following persons and passed the following

#### DECISION

Tamara Nedeljković is appointed as the Minutes Secretary of the extraordinary session of the General Assembly of the company "Fintel Energija a.d. Belgrade."

The following persons are appointed as members of the Voting Commission of the extraordinary session of the General Assembly of the company "Fintel Energija a.d. Belgrade":

- Zorica Anđelić, Chairperson
- Milena Ajvaž, Member
- Marko Gujaničić, Member

Based on the list of present and represented shareholders submitted by the Voting Commission, the following was established:

- Of the total number of votes—shares, the number of votes—shares of shareholders present at the session amounts to **25,000,000 shares**, i.e., **94.30224%** of the total shares
- There is a quorum for decision-making, as the presence of shareholders holding **25,000,000 shares (94.30224%)** has been confirmed

## II Regular Session Business

### 1. Adoption of the decision on the return of additional founders' payments not increasing the Company's share capital

The draft decision from item 1 was read, and it was unanimously adopted through open voting with **25,000,000 votes FOR** (no votes AGAINST or ABSTAINED), out of a total of **26,510,506 votes**, as follows:



FINTEL ENERGIJA AD

## **DECISION ON THE RETURN OF ADDITIONAL PAYMENTS BY THE FOUNDER THAT DO NOT INCREASE THE COMPANY'S SHARE CAPITAL**

Pursuant to the provision of Article 329, and in accordance with the application of the provisions of Article 180 and Articles 314 to 319 of the Law on Companies (Official Gazette of the RS, no. 36/2011, 99/2011, 83/2014 – other law, 5/2015, 44/2018, 95/2018, 91/2019, 109/2021, and 19/2025; hereinafter: the “**Law**”), and based on the proposal of the Board of Directors of the company FINTEL ENERGIJA AD BEOGRAD, with registered seat at Masarikova 5, 21st floor, Belgrade, Vračar, company registration number: 20305266, TIN: 105058839 (hereinafter: the “**Company**”), the General Assembly of the Company, at its extraordinary meeting held on 09.09.2025, hereby adopts the following:

### **DECISION Article 1**

It is hereby decided that the Company shall return the additional payments made by the stakeholder Fintel Energia Group S.p.A., a company incorporated in Italy, tax identification number: 02658620402, with registered office at Enrico Fermi 19, Pollenza, Italy (hereinafter: “**Fintel Energia S.p.A.**”), who, at the time of the additional payments, was the sole shareholder of the Company, in the **total amount of EUR 13,000.00 (thirteen thousand euros)**, which was paid in several tranches pursuant to the Decision on Additional Payments by the Founder That Do Not Increase the Share Capital dated October 22, 2012, as follows:

- The amount of **EUR 1,000.00 (one thousand euros)** paid on **October 31, 2012**;
- The amount of **EUR 4,000.00 (four thousand euros)** paid on **January 23, 2013**;
- The amount of **EUR 3,000.00 (three thousand euros)** paid on **July 18, 2013**; and
- The amount of **EUR 5,000.00 (five thousand euros)** paid on **December 9, 2013**,

for a total amount of EUR 13,000.00 (thirteen thousand euros).

The payment of the amount stated in Paragraph 1 of this Article may not be made before providing security to the creditors who have requested such security in accordance with Article 4 of this decision, or before the expiry of the deadline for submitting requests for security if no creditor has requested it.

### **Article 2**

The funds in the total amount of EUR 13,000.00 (thirteen thousand euros) shall be paid to the account of Fintel Energia S.p.A.

### **Article 3**

It is noted that Fintel Energia S.p.A., as the former sole shareholder of the Company, prior to the adoption of this decision and prior to the return of the additional payments, has already paid or contributed the full amount of its subscribed share in the Company. As of



the date of adoption of this decision, the additional payments are not required for covering the Company's losses or for satisfying the Company's creditors.

#### **Article 4**

The creditors of the Company are invited to submit their claims in writing for the purpose of security within three months from the date of publication of this decision through the Business Entities Register.

Creditors whose claims, regardless of the maturity date, arise before the expiry of 30 (thirty) days from the date of publication of this decision may, in writing, request the Company to provide security for such claims until the expiration of that publication period.

Creditors whose claims amount to at least RSD 2,000,000.00 (two million dinars) in the countervalue of any currency according to the official middle exchange rate of the National Bank of Serbia on the day of registration of this decision, if any, shall also be notified in writing by the Company and provided with a copy of this decision, no later than 30 (thirty) days after the registration of this decision is carried out.

The Company shall provide appropriate security to all creditors who are entitled to request it.

#### **Article 5**

This decision shall be registered with the Serbian Business Registers Agency within three months from the date of adoption. The Business Entities Register shall publish this decision continuously for a period of three months from the date of registration.

The Chairman of the Assembly stated that the extraordinary session is concluded and was closed at 10:30 a.m.

#### **CHAIRMAN OF THE ASSEMBLY**

Tiziano Giovannetti

