To:

BURSA DE VALORI BUCUREȘTI S.A.
AUTORITATEA DE SUPRAVEGHERE FINANCIARĂ

CURRENT REPORT 52/2025

According to Law no. 24/2017 regarding issuers of financial instruments and market operations, ASF Regulation no. 5/2018 regarding the issuers of financial instruments and market operations and/or Rulebook of the Bucharest Stock Exchange Market Operator.

Date of report	**06.10.2025**
Name of the Company	**Sphera Franchise Group SA**
Registered Office	**Bucharest, Romania**
Address	**Calea Dorobanților nr. 239, 2nd floor, Bucharest, District 1**
Phone / Fax	**+40 21 201 17 57 / +40 21 201 17 59**
Email	**investor.relations@spheragroup.com**
Registration nr. with Trade Registry	**J2017007126404**
Fiscal Code	**RO 37586457**
Subscribed and paid share capital	**581,990,100 RON**
Total number of shares	**38,799,340**
Symbol	**SFG**
Market where securities are traded	**Bucharest Stock Exchange, Main Segment, Premium Category**

<u>Important events to be reported:</u> Completion of the share buyback program

The management of Sphera Franchise Group S.A. (hereinafter referred to as the "Group") informs the market about the completion, on 06.10.2025, of the share buyback program communicated to the market on 26.09.2025 and initiated on 29.09.2025.

The buyback of a maximum number of 16,896 shares was carried out in accordance with EGMS Resolution no. 1/29.04.2025, published in the Official Gazette part IV, the buyback price per share being between RON 5 and RON 50. The shares could not be purchased at a price higher than the highest of the following values: the price of the last independent transaction and the highest current independent offer (bid) on the Bucharest Stock Exchange.

The buyback program was administered by BT CAPITAL PARTNERS, in its capacity as a financial investment services company, making trading decisions regarding the timing of acquisitions of the Group's shares, independently of the Group.

Thus, the buyback program was carried out in compliance with the derogatory conditions provided in the legislation on market abuse, which allow transactions to be carried out during the closed trading periods of the Group, according to art. 5 para. (1) from EU Regulation no. 596/2014 and art. 4 paragraph (2) letter a) from the EU Delegated Regulation no. 1052/2016.

The results of the buyback program carried out between 29.09.2025 – 06.10.2025 are as follows:

Period	2025
Number of buyback shares	16,896 shares
Average buyback price	RON 37.5391/share
Price paid for buyback shares (excluding brokerage commissions and other acquisition costs)	RON 634,260.60

The buyback was carried out for the purpose of implementing the Stock Option Plan for Directors, as well as for members of the management of certain subsidiaries of the Group.

CHIEF EXECUTIVE OFFICER

Călin Ionescu

CHIEF FINANCIAL OFFICER

Valentin Budeș