



To: The Romanian Financial Supervisory Authority
Financial Instruments and Investments Sector

The Bucharest Stock Exchange
Regulated Spot Market, Category Int'l (Shares)

From DIGI COMMUNICATIONS N.V.

CURRENT REPORT

pursuant to Law no. 24/2017 on issuers of financial instruments and market operations and to the Romanian Financial Supervisory Authority Regulation no. 5/2018 on issuers and operations with securities, as subsequently amended and supplemented and the provisions of Article 99 of the Bucharest Stock Exchange Code, Title II, Issuers and Financial Instruments

Report date: 23 October 2025

Name of the issuing entity: DIGI COMMUNICATIONS N.V. (the “Company”)

Statutory seat: Amsterdam, The Netherlands

Visiting address: Bucharest, 75 Dr. N. Staicovici, Forum 2000 Building,
Phase I, 4th floor, 5th District, Romania

Phone/Fax number: +4031.400.65.05/ +4031.400.65.06

Registration number with The Netherlands Chamber of Commerce Business Register and Dutch Legal Entities and Partnerships Identification Number (RSIN): Registration number with The Netherlands Chamber of Commerce Business Register: 34132532/29.03.2000
RSIN: 808800322

Romanian Tax Registration Code: RO 37449310

Share Capital: EUR 6,810,042.52

Number of shares in issue: 100,000,000 (out of which (i) 64,556,028 class A shares with a nominal value of ten eurocents (€ 0.10) each and (ii) 35,443,972 class B shares, with a nominal value of one eurocent (€ 0.01) each)

Number of listed shares: 35,443,972 class B shares

Regulated market on which the issued securities are traded: Bucharest Stock Exchange, Main Segment, Category Int'l (Shares)

Important events to be reported: The upsize and successful pricing of the offering of senior secured notes by Digi Romania.

The Company informs the market that on 22 October 2025, DIGI Romania S.A., a Romanian subsidiary of the Company (“**Digi Romania**”) has successfully priced the offering (the “**Offering**”) of its EUR 600 million 4.625% senior secured notes due 2031 (the “**Notes**”).

Barclays Bank Ireland PLC and Citigroup Global Markets Europe AG acted as Joint Global Coordinators and Joint Physical Bookrunners in relation to the Offering. ING Bank N.V., Banco Santander S.A., Société Générale and Unicredit Bank GmbH acted as Joint Bookrunners.

The settlement of the Notes is expected to take place on 29 October 2025.

The gross proceeds of part of the Offering amounting to EUR 600 million will be used (such use, together with the Offering, the “**Refinancing**”): (a) to redeem the entire outstanding aggregate principal amount of EUR 400 million 3.25% senior secured notes due 2028 issued by Digi Romania; (b) partially prepay the Facility A under the senior facilities agreement dated 21 April 2023, between, among others, Digi Romania as borrower, the Company as guarantor, ING Bank N.V., BRD-Groupe Societe Generale S.A., Citibank Europe plc, Dublin – Romania Branch, Raiffeisen Bank S.A. and UniCredit S.A., as mandated lead arrangers, and several other financial institutions, as lenders (the “**2023 Senior Facilities Agreement**”); (c) to partially prepay the term loan Facility A under the the senior facilities agreement dated June 3, 2024 (as amended and restated on September 12, 2024, and on December 5, 2024), between, among others, Digi Romania, ING Bank N.V. as mandated lead arranger, ING Bank N.V., London Branch, as facility agent, and several other financial institutions, as lenders (the “**2024 Senior Facilities Agreement**”); (d) to partially prepay certain of our other secured short-term debt; (e) for general corporate purposes and (f) to pay costs, expenses and fees in connection with the Refinancing (including accrued but unpaid interest, the Initial Purchasers’ fees, legal and accounting fees and other transaction costs).

The Notes are expected to be admitted to the official list of Euronext Dublin and trading on its regulated market. A prospectus relating to the Notes will be made available on the website of the Company in due course.

For further information in relation to the Offering and the Notes, please refer to the report dated 20 October 2025 available at <https://www.bvb.ro/FinancialInstruments/SelectedData/NewsItem/DIGI-Oferta-Digi-Romania-de-Obligatiuni-si-rascumpararea-Obligatiunilor-2028/636A0>.

This announcement is not an offer of securities for sale in the United States. The Notes may not be offered or sold in the United States absent registration or an exemption from registration under the U.S. Securities Act. Any securities mentioned herein have not been and will not be registered under the U.S. Securities Act, and no public offering will be made in the United States.

Serghei Bulgac

Chief Executive Officer

