



To: *Bursa de Valori București S.A.*

Autoritatea de Supraveghere Financiară

CURRENT REPORT 02/2023

According to Law nr. 24/2017 regarding issuers of financial instruments and market operations, ASF regulation nr. 5/2018 regarding the issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Rulebook for Multilateral Trading System.

Date of report	09.01.2023
Name of the Company	Grup Serban Holding S.A.
Registered Office	Filipești, Bogdanesti commune, 25 Principala Street, Bacau County, Romania
Phone	+40 31 860 21 01
Email	ir@grup-serban.ro
Website	www.grup-serban.ro
Registration nr. with Trade Registry	J4/1556/2018
Fiscal Code	RO 40006886
Subscribed and paid share capital	169,496,147 RON
Total number of shares	169,496,147
Symbol	GSH
Market where securities are traded	MTS AeRO Premium

Important events to be reported: BoD Decision regarding the share capital increase

The management of Grup Serban Holding S.A. (hereinafter referred to as the "Company") informs the shareholders regarding the Decision of the Board of Directors no. 01 dated 09.01.2023 which approved, in accordance with the Resolution of the Extraordinary General Meeting of Shareholders no. 8 dated 05.12.2022 (items 1 and 2), the increase of the share capital with the amount of RON 10,593,509 by issuance of a number of 10,593,509 new ordinary, nominative and dematerialized shares with a nominal value of RON 1 per share, following the incorporation of 57,775% of the undistributed profit related to financial year 2020, which shall be allotted as follows:

- (i) the new shares will be allotted to the Company's shareholders on a pro rata basis with their shareholdings in the Company's share capital; for every 16 shares held, 1 new share will be allotted, subject to the provisions of point ii) below;
- (ii) if the number of shares to which a shareholder may be entitled within the share capital increase is not a natural number, the number of shares that will actually be allotted to that shareholder will be rounded down to the next lower natural number;
- (iii) the settlement price of the shares fractions resulting from the implementation of the algorithm set out at point i) above and the rounding of the results according to point ii) above, established in accordance with the applicable legal provisions, shall be RON 2.01.

Following the increase of the share capital, the share capital of the Company will be of RON 180,089,656, fully subscribed and paid by the shareholders, divided into a number of 180,089,656 dematerialized registered shares, with a nominal value of RON 1 /share.

Following the registration of the share capital increase at the Trade Register, the Company will carry out all the necessary steps in order to obtain the Certificate of Registration of Financial Instruments from the Romanian Financial Supervisory Authority, followed by the registration of the share capital increase at the Central Depository and the distribution of the bonus shares to shareholders.

The BoD Decision is available only in Romanian language.

Șerban Lucian Nicolae

CEO