

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

## CURRENT REPORT 14/2026

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                     | 28.04.2026  |
| Name of the Company                | Holde Agri Invest S.A.  |
| Registered Office                  | Intr. Nestorei nr. 1, Corp B, Etaj 10, Sector 4, Bucharest  |
| Phone                              | +40 754 908 742   |
| Email                              | <a href="mailto:investors@holde.eu">investors@holde.eu</a>  |
| Trade Registry No.                 | J2018009208408  |
| Fiscal Code                        | 39549730  |
| Subscribed and paid share capital  | RON 121,273,584   |
| Total number of shares             | 121,273,584 shares, of which 120,577,734 ordinary class "A" shares and 695,850 preferred class "B" shares |
| Market where securities are traded | MTS AeRO Premium, symbol HAI  |

**Important events to be reported:** Resolutions of the OGMS & EGMS dated 27.04.2026

The management of Holde Agri Invest S.A. (hereinafter referred to as the "Company") informs the market that on 27.04.2026, starting with 01:00 PM, at 1 Nestorei Street, Building B, 10<sup>th</sup> Floor, District 4, Bucharest, took place the Ordinary General Meeting of Shareholders of the Company, and starting with 01:45 PM, at the same location, the Extraordinary General Meeting of Shareholders took place. For both meetings, the legal and statutory quorum was constituted at first call.

The resolutions of the Ordinary and Extraordinary General Meetings of Shareholders of the Company are attached to this Current Report.

Chairman of the Board of Directors

Iulian-Florentin Circiumaru

**Holde Agri Invest S.A.**

Trade Registry No: J2018009208408; CUI 39549730

Headquarters: Intr. Nestorei nr. 1, Corp B, Etaj 10, Sector 4, București, Romania

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**RESOLUTION**  
**OF THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF**  
**HOLDE AGRI INVEST S.A.**

**NO. 1/ 27.04.2026**

The Ordinary General Meeting of the Shareholders of HOLDE AGRI INVEST S.A., a joint-stock company, organized and operating under the Romanian laws, with its registered office at 1 Intr. Nestorei, Building B, 10th floor, District 4, Bucharest, Romania, registered with the Trade Registry under no. J2018009208408, European Unique Identifier (EUID): ROONRC.J2018009208408, sole registration code 39549730, with a subscribed and paid-up share capital of RON 121,273,584, divided into 121,273,584 registered shares, of which 120,577,734 class "A" ordinary shares and 695,850 class "B" preference shares with preferred dividend with no voting right (the "**Company**"), convened under the conditions of Law no. 31/1990 regarding the trading companies, republished with subsequent amendments, of Law no. 24/2017 on issuers of financial instruments and market operations, of ASF Regulation no. 5/2018 on issuers of financial instruments and market operations and of the Articles of Association, at the first convening, in the session from **27.04.2026**, at **13:00**, which was held at the address at the registered office of the Company, adopted the following:

**RESOLUTION**

1. With a number of 54,519,601 votes in favour, amounting 97.3489 % from the cast votes and 44.9559 % from the share capital represented in the meeting, respectively 45.2159 % of the Company's total voting rights, a number of 1,484,727 votes against and 1,165,520 refraining votes, there are hereby approved the amended 2025 Annual financial report, consisting of the audited annual financial statements (individual and consolidated), the audited consolidated annual financial statements being amended on 8 April 2026, the amended Annual report of the Board of Directors, the Remuneration Report, and the amended audit report.

1<sup>1</sup> This agenda item is not subject to a vote, as it has become moot following the completion of item 1 on the agenda of the OGMS.1.

2. With a number of 54,510,317 votes in favour, amounting 97.3568 % from the cast votes and 44.9482 % from the share capital represented in the meeting, respectively 45.2082 % of the Company's total voting rights, a number of 1,479,935 votes against and 1,179,596 refraining votes, it is hereby approved the allocation of the loss realized in the financial year 2025, as

follows: lei 37,632,723.44, representing the net loss for the financial year 2025, shall be allocated to account 1171 – retained earnings – undistributed profit/uncovered loss.

3. With a number of 55,638,549 votes in favour, amounting 97.3726 % from the cast votes and 45.8785 % from the share capital represented in the meeting, respectively 46.1439 % of the Company's total voting rights, a number of 1,501,299 votes against and 30,000 refraining votes, it is hereby approved the transfer of the following amounts (i) lei 1,017,212.65 from account 1491 - losses from the sale of own equity instruments; and (ii) lei 15,393,975 from account 1498 - other losses related to equity instruments, to account 1171 – retained earnings – undistributed profit/uncovered loss.
4. With a number of 10,600,345 votes in favour, amounting 73.3568 % from the cast votes and 8.7409 % from the share capital represented in the meeting, respectively 8.7914 % of the Company's total voting rights, a number of 3,850,056 votes against and 42,719,447 refraining votes, it is hereby approved the discharge of liability of the Board of Directors for the financial year ended on 31 December 2025.
5. With a number of 53,363,119 votes in favour, amounting 95.2708 % from the cast votes and 44.0023 % from the share capital represented in the meeting, respectively 44.2567 % of the Company's total voting rights, a number of 2,648,925 votes against and 1,157,804 refraining votes, it is hereby approved the revenue and expenditure budget for the financial year 2026, in accordance with the OGMS presentation materials.
6. With a number of 53,783,378 votes in favour, amounting 96.0211 % from the cast votes and 44.3488 % from the share capital represented in the meeting, respectively 44.6053 % of the Company's total voting rights, a number of 2,228,666 votes against and 1,157,804 refraining votes, it is hereby approved of the investment plan for the financial year 2026, in accordance with the OGMS presentation materials.
7. With a number of 39,643,108 votes in favour, amounting 93.4413 % from the cast votes and 32.6890 % from the share capital represented in the meeting, respectively 32.8780 % of the Company's total voting rights, a number of 2,782,553 votes against and 14,744,187 refraining votes, it is hereby approved of the Remuneration Report of the Company's management for the financial year ended on 31 December 2025, in accordance with the OGMS presentation materials.
8. With a number of 56,112,906 votes in favour, amounting 98.1512 % from the cast votes and 46.2697 % from the share capital represented in the meeting, respectively 46.5373 % of the Company's total voting rights, a number of 1,056,942 votes against and 0 refraining votes, it is hereby approved the termination of mandate as member in the Board of Directors of Mr. Robert Enrico Maxim, by way of resignation, starting with 12 November 2025.
9. With a number of 54,528,967 votes in favour, amounting 97.3629 % from the cast votes and 44.9636 % from the share capital represented in the meeting, respectively 45.2236 % of the

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Company's total voting rights, a number of 1,476,942 votes against and 1,163,939 refraining votes, it is hereby approved the ratification of the Decision of the Board of Directors no. 1 dated 2 December 2025 regarding the appointment of Mr. Bogdan Serghiescu in capacity as provisional member of the Board of Directors until the date of appointment of a new member of the Board of Directors in the general meeting of shareholders of the Company, as well as the ratification of all subsequent decisions of the Board of Directors, which included a provisional member, from 2 December 2025 and until the date of the OGMS resolution.

10. With a number of 41,954,353 votes in favour, amounting 96.2922 % from the cast votes and 34.5948 % from the share capital represented in the meeting, respectively 34.7949 % of the Company's total voting rights, a number of 1,615,485 votes against and 13,600,010 refraining votes, it is hereby approved the appointment of Mr. Iulian-Florentin Cîrciumaru as member of the Board of Directors, for a mandate of four (4) years, starting with the date of the OGMS resolution.
11. With a number of 55,575,727 votes in favour, amounting 97.2116 % from the cast votes and 45.8267 % from the share capital represented in the meeting, respectively 46.0918 % of the Company's total voting rights, a number of 1,594,121 votes against and 0 refraining votes, it is hereby approved the appointment of Mr. Alexandru Leonard Leca as member of the Board of Directors, for a mandate of four (4) years, starting with the date of the OGMS resolution.
12. With a number of 55,523,992 votes in favour, amounting 97.1211 % from the cast votes and 45.7841 % from the share capital represented in the meeting, respectively 46.0488 % of the Company's total voting rights, a number of 1,645,856 votes against and 0 refraining votes, it is hereby approved the appointment of Mr. Bogdan-Cătălin Serghiescu as member of the Board of Directors, for a mandate of four (4) years, starting with the date of the OGMS resolution.
13. With a number of 54,515,682 votes in favour, amounting 96.0293% from the cast votes and 44.9526% from the share capital represented in the meeting, respectively 45.2126% of the Company's total voting rights, a number of 2,254,166 votes against and 400,000 refraining votes, considering that with respect to item 12 on the OGMS agenda, which is alternative to this item 13, more votes in favour have been expressed, it is hereby rejected the appointment of Mr. Bogdan-Cătălin Serghiescu as member of the Board of Directors, for a mandate until 15 December 2026.
14. With a number of 11,778,724 votes in favour, amounting 88.6343 % from the cast votes and 9.7125 % from the share capital represented in the meeting, respectively 9.7687 % of the Company's total voting rights, a number of 1,510,403 votes against and 42,738,125 refraining votes, it is hereby approved the monthly fixed remuneration level for each member of the Board of Directors in amount of RON 5,000 (net amount), payable in RON, and the empowerment of the Chairman of the Board of Directors (with respect to the other members of the Board of Directors) or any other member of the Board of Directors (with respect to the Chairman of the Board of Directors), in the name and on behalf of the Company, with full individual powers, to

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negotiate and conclude the management agreement to be concluded between each member of the Board of Directors (including the Chairman of the Board of Directors) and the Company in consideration of their position.

15. With a number of 54,705,812 votes in favour, amounting 97.3712 % from the cast votes and 45.1094 % from the share capital represented in the meeting, respectively 45.3703 % of the Company's total voting rights, a number of 1,476,942 votes against and 1,142,596 refraining votes, it is hereby approved setting the date of:

- 15 May 2026 as the registration date for identifying the shareholders upon whom the effects of the resolutions adopted by the OGMS shall apply, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017; and
- 14 May 2026 as the "ex-date" calculated in accordance with the provisions of art. 2 para. (2) letter (I) of Regulation no. 5/2018.

As they are not applicable to this OGMS, shareholders will not decide on the other aspects described by art. 176 para. (1) of Regulation no. 5/2018, such as the payment date or the guaranteed participation date.

16. With a number of 56,248,408 votes in favour, amounting 98.1214 % from the cast votes and 46.3814 % from the share capital represented in the meeting, respectively 46.6496 % of the Company's total voting rights, a number of 1,076,942 votes against and 0 refraining votes, it is hereby approved the empowerment of the General Manager of the Company to fulfill all formalities and procedures for the implementation of the OGMS resolution and the signing of all necessary documents (including any documents in relations with the Trade Registry Office attached to the Bucharest Tribunal, the Official Gazette, the Financial Supervisory Authority, the Bucharest Stock Exchange, and any other institutions), with the possibility of sub-delegating these duties to one or more persons as deemed appropriate.

This is the will of the Ordinary General Meeting of the Shareholders of the Company, expressed by valid vote cast in a legally convened session, that took place on 27.04.2026 and, therefore, this Resolution is made and signed.

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Chairman of the meeting

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Secretary

**RESOLUTION**  
**OF THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF**  
**HOLDE AGRI INVEST S.A**

**NO. 2/ 27.04.2026**

The Extraordinary General Meeting of the Shareholders of HOLDE AGRI INVEST S.A., a joint-stock company, organized and operating under the Romanian laws, with its registered office at 1 Intr. Nestorei, Building B, 10th floor, District 4, Bucharest, Romania, registered with the Trade Registry under no. J2018009208408, European Unique Identifier (EUID): ROONRC. J2018009208408, sole registration code 39549730, with a subscribed and paid-up share capital of RON 121,273,584, divided into 121,273,584 registered shares, of which 120,577,734 class "A" ordinary shares and 695,850 class "B" preference shares with preferred dividend with no voting right (the "**Company**"), convened under the conditions of Law no. 31/1990 regarding the trading companies, republished with subsequent amendments, of Law no. 24/2017 on issuers of financial instruments and market operations, of ASF Regulation no. 5/2018 on issuers of financial instruments and market operations and of the Articles of Association, at the first convening, in the session from **27.04.2026**, at **13:45**, which was held at the address at the registered office of the Company, adopted the following:

**RESOLUTION**

1. With a number of 54,321,389 votes in favour, amounting 94.8819 % from the cast votes and 44.7924 % from the share capital represented in the meeting, respectively 45.0515 % of the Company's total voting rights, a number of 2,891,880 votes against and 38,322 refraining votes, subject to the approval of items 2 and 3 on the OGMS agenda regarding the allocation of the amount of lei 37,632,723.44, representing the net loss for the financial year 2025 to account 1171 – retained earnings – undistributed profit/uncovered loss, and the transfer of the amount of lei 1,017,212.65 from account 1491 - losses from the sale of own equity instruments and of the amount of lei 15,393,975 from account 1498 - other losses related to equity instruments, to account 1171 – retained earnings – undistributed profit/uncovered loss, it is hereby approved the reduction of the Company's share capital as follows:
  - (i) The decrease of the share capital by the amount of lei 72,764,150.40, from lei 121,273,584 to lei 48,509,433.6, in accordance with the provisions of article 207 para. (1) letter (b) of Law 31/1990, by decreasing the nominal value of all shares issued by the Company (for the avoidance of any doubt, both the ordinary shares class A and the preferred shares with preferential dividend without voting rights class B) from a value of leu 1 per share to a nominal value of lei 0.40 per share (the "**Share Capital Decrease**"). The Share Capital Decrease is carried out to partially cover the Company's reported loss, in the total amount of lei 72,764,150.40.
  - (ii) The Share Capital Decrease shall be effective subject to the approval of the Share Capital Decrease by the special meeting of the holders of preferred shares with preferential

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dividend without voting rights class B, in accordance with the Articles of Association and the applicable law.

(iii) Article 4.1 of the Articles of Association shall be amended and shall have the following content:

*"The share capital of the Company amounts to a total of lei 48,509,433.6, of which EUR 734,000 and lei 45,075,393.6, subscribed and fully paid up. The share capital is divided into 121,273,584 registered shares, each having a nominal value of lei 0.40 and a total nominal value of lei 48,509,433.6, divided into two distinct classes of shares, as follows:*

*a) Class A – The ordinary shares class, comprising a total number of 120,577,734 shares, each with a nominal value of lei 0.40 and having a total nominal value of lei 48,231,093.6, representing a total of 99.43% of the subscribed and paid-up share capital of the Company, and 100% of the voting rights;*

*b) Class B – The preferred shares class with priority dividend without voting rights, comprising a total number of 695,850 shares, each with a nominal value of lei 0.40 and a total nominal value of lei 278,340, representing 0.57% of the subscribed and paid-up share capital of the Company, and having no voting rights attached."*

(iv) Subject to the approval of the Share Capital Decrease by the special meeting of the holders of preferred shares with preferential dividend without voting rights class B, article 5.4 of the Articles of Association shall be amended and shall have the following content:

*"The Preferred shares with priority dividend without voting rights ("**Preferred Shares**") are issued under the conditions provided by Law 31/1990 and in accordance with the following terms:*

- a) The Preferred Shares shall have a nominal value equal to that of the ordinary shares, i.e. lei 0.40 (forty bani);*
- b) The Preferred Shares shall not represent at any time more than 25 (twenty-five)% of the share capital;*
- c) The Preferred Shares entitle their holders to a priority dividend in the amount of lei 0.2 (twenty bani) per share ("**Priority Dividend**");*
- d) The holders of Preferred Shares shall have the right to be paid by the Company the Priority Dividend each year, subject to the Company recording net profit, in accordance with Law 31/1990;*
- e) The holders of Preferred Shares have the right to receive the Priority Dividend with priority, before any other payment, except for the Company's legal payment obligations, but before the payment of dividends to ordinary shareholders;*
- f) The holders of Preferred Shares have all other rights provided by Law 31/1990, including, but not limited to, the right to participate in the General Meetings and the right to vote only if the Company fails to pay the Priority Dividends. The Preferred Shares are equal*

*among themselves, which entitles their holders to the same Priority Dividend per share and the same rights;*

*h) The payment of the Priority Dividend shall begin in the third year from the Company's incorporation. Thus, the first payment of Priority Dividend shall be made in 2022 for the financial year 2021."*

(v) The Share Capital Decrease shall enter into force two months after the date on which the EGMS resolution of approval is published in the Official Gazette of Romania, Part IV and the EGMS resolution of approval is registered with the Trade Registry.

(vi) Setting the date of:

- 7 August 2026 as the registration date for identifying the shareholders upon whom the effects of the EGMS resolutions approving the Share Capital Decrease shall apply, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017; and
- 6 August 2026 as the "ex-date" calculated in accordance with the provisions of art. 2 para. (2) letter (l) of Regulation no. 5/2018.

2. With a number of 54,183,569 votes in favour, amounting 94.6412% from the cast votes and 44.6788% from the share capital represented in the meeting, respectively 44.9372% of the Company's total voting rights, a number of 2,950,768 votes against and 42,254 refraining votes, subject to the approval of items 2 and 3 on the OGMS agenda regarding the allocation of the amount of lei 37,632,723.44, representing the net loss for the financial year 2025 to account 1171 – retained earnings – undistributed profit/uncovered loss, and the transfer of the amount of lei 1,017,212.65 from account 1491 - losses from the sale of own equity instruments and of the amount of lei 15,393,975 from account 1498 - other losses related to equity instruments, to account 1171 – retained earnings – undistributed profit/uncovered loss, considering that with respect to item 1 on the EGMS agenda, which is alternative to this item 2, more votes in favour have been expressed, it is hereby rejected the reduction of the Company's share capital as follows:

(i) The decrease of the share capital by the amount of lei 72,764,150.40, from lei 121,273,584 to lei 48,509,433.6, in accordance with the provisions of article 207 para. (1) letter (b) of Law 31/1990, by decreasing the nominal value of all shares issued by the Company (for the avoidance of any doubt, both the ordinary shares class A and the preferred shares with preferential dividend without voting rights class B) from a value of leu 1 per share to a nominal value of lei 0.40 per share (the "**Share Capital Decrease**"). The Share Capital Decrease is carried out to partially cover the Company's reported loss, in the total amount of lei 72,764,150.40.

*(Item amended by the Board of Directors)*

(ii) Article 4.1 of the Articles of Association shall be amended and shall have the following content:

*"The share capital of the Company amounts to a total of lei 48,509,433.6, of which EUR 1,835,000 and lei 39,924,333.60, subscribed and fully paid up. The share capital is divided into 121,273,584 registered shares, each having a nominal value of lei 0.40 and a total nominal value of lei 48,509,433.6, divided into two distinct classes of shares, as follows:*

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*a) Class A – The ordinary shares class, comprising a total number of 120,577,734 shares, each with a nominal value of lei 0.40 and having a total nominal value of lei 48,231,093.6, representing a total of 99.43% of the subscribed and paid-up share capital of the Company, and 100% of the voting rights;*

*b) Class B – The preferred shares class with priority dividend without voting rights, comprising a total number of 695,850 shares, each with a nominal value of lei 0.40 and a total nominal value of lei 278,340, representing 0.57% of the subscribed and paid-up share capital of the Company, and having no voting rights attached."*

*(Item amended by the Board of Directors)*

(iii) Article 5.4 of the Articles of Association shall be amended and shall have the following content:

*"The Preferred shares with priority dividend without voting rights ("**Preferred Shares**") are issued under the conditions provided by Law 31/1990 and in accordance with the following terms:*

*a) The Preferred Shares shall have a nominal value equal to that of the ordinary shares, i.e. lei 0.40 (forty bani);*

*b) The Preferred Shares shall not represent at any time more than 25 (twenty-five)% of the share capital;*

*c) The Preferred Shares entitle their holders to a priority dividend in the amount of lei 0.5 (fifty bani) per share ("**Priority Dividend**");*

*d) The holders of Preferred Shares shall have the right to be paid by the Company the Priority Dividend each year, subject to the Company recording net profit, in accordance with Law 31/1990;*

*e) The holders of Preferred Shares have the right to receive the Priority Dividend with priority, before any other payment, except for the Company's legal payment obligations, but before the payment of dividends to ordinary shareholders;*

*f) The holders of Preferred Shares have all other rights provided by Law 31/1990, including, but not limited to, the right to participate in the General Meetings and the right to vote only if the Company fails to pay the Priority Dividends. The Preferred Shares are equal among themselves, which entitles their holders to the same Priority Dividend per share and the same rights;*

*h) The payment of the Priority Dividend shall begin in the third year from the Company's incorporation. Thus, the first payment of Priority Dividend shall be made in 2022 for the financial year 2021."*

(iv) The Share Capital Decrease shall enter into force two months after the date on which the EGMS resolution of approval is published in the Official Gazette of Romania, Part IV and the EGMS resolution of approval is registered with the Trade Registry.

(v) Setting the date of:

- 7 August 2026 as the registration date for identifying the shareholders upon whom the effects of the EGMS resolutions approving the Share Capital Decrease shall apply, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017; and

- 6 August 2026 as the “ex-date” calculated in accordance with the provisions of art. 2 para. (2) letter (I) of Regulation no. 5/2018.
3. With a number of 53,128,687 votes in favour, amounting 92.7986 % from the cast votes and 43.8090 % from the share capital represented in the meeting, respectively 44.0623 % of the Company’s total voting rights, a number of 2,868,308 votes against and 37,000 refraining votes, subject to the approval of item 1 or item 2 on the amended and supplemented EGMS agenda regarding the Share Capital Decrease and the registration with the Trade Registry of the Share Capital Decrease, it is hereby approved the increase of the share capital by the amount of up to lei 100,000,000 (nominal value), from a nominal value of lei 48,509,433.60 (the Company's share capital following the Share Capital Decrease) to a nominal value of up to lei 148,509,433.60 (the "**Share Capital Increase**"), through the issuance of up to 250,000,000 new registered, dematerialized, ordinary class A shares, with a nominal value of lei 0.40 per share and a total nominal value of lei 100,000,000 (the "**New Shares**"), as follows:
- (i) During the first stage, the New Shares will be offered for subscription to the Class A shareholders registered in the Company's shareholders' register held by the Depozitarul Central S.A., with the registration date of 19 August 2026 (the "**Registration Date**").
  - (ii) During the second stage, any New Shares remaining unsubscribed after the first stage, as described in point (i) above, may be offered within a private placement addressed to certain (i) institutional and professional investors from the European Economic Area ("**EEA**") (including Romania), who are "Qualified Investors" within the meaning of Article 2(e) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (the "**Prospectus Regulation**"); and/or (ii) a number of fewer than 150 persons, other than Qualified Investors per Member State; and/or (iii) investors to whom such private placements may be legally addressed and directed, in accordance with the exceptions of Regulation S ("**Regulation S**") of the United States Securities Act of 1933 (the "**Securities Act**") and without any obligation to comply with any other formalities under any applicable law, to the extent that and only if an investment in the New Shares does not constitute a breach of any applicable law by such investor (the "**Private Placement**"). Within the Private Placement, up to 55,000,000 New Shares will be used to offset certain, liquid and due receivables against the Company resulting from loan agreements concluded with shareholders of the Company.
  - (iii) Any New Shares that remain unsubscribed at the end of the second stage shall be cancelled by the decision of the Board of Directors ascertaining the final results of the Share Capital Increase.
  - (iv) The subscription price for 1 (one) New Share shall be equal to the nominal value, i.e. lei 0.40.
  - (v) The number of preference rights issued shall be equal to the number of class A shares issued by the Company, as registered in the Company's shareholders' register held by the Depozitarul Central S.A., as of the Registration Date.
  - (vi) Each class A shareholder registered in the Company's shareholders' register held by the Depozitarul Central S.A. as of the Registration Date shall receive a number of preference rights equal to the number of class A shares held.
  - (vii) The preference rights shall not be traded.

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- (viii) The preference rights exercise period shall be at least 14 calendar days, but no less than 10 business days, subsequent to the Registration Date.
  - (ix) For the subscription of one New Share, during the exercise of preference rights, a person must hold 0.482310936 preference rights (as applicable, with any rounding applicable in accordance with the regulations in force, including those developed by the Central Depository).
  - (x) A shareholder of the Company registered in the Company's shareholders' register held by the Depozitarul Central S.A. as of the Registration Date may subscribe a maximum number of New Shares calculated by dividing the number of preference rights held by that shareholder by the number of preference rights required to subscribe one New Share (0.482310936) (as applicable, with any rounding applicable in accordance with the regulations in force, including those developed by the Central Depository).
  - (xi) In the event that the maximum number of shares that can be subscribed during the preference rights exercise period (resulting from the application of the above calculation) is not a natural number, the maximum number of shares that can be effectively subscribed shall be rounded down to the next lower natural number.
  - (xii) Details regarding the subscription procedure, subscription period, subscription price, payment procedure and method, subscription validation, subscription form, etc. regarding the New Shares shall be included in the prospectus to be approved by the Financial Supervisory Authority in connection with the Share Capital Increase.
  - (xiii) The Share Capital Increase aims to ensure the necessary financing to support the Company's activity, including to ensure the working capital requirements.
  - (xiv) Setting the date of:
    - 19 August 2026 as the registration date for identifying the Class A shareholders upon whom the effects of the EGMS resolution approving the Share Capital Increase shall apply, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017; and
    - 18 August 2026 as the "ex-date" calculated in accordance with the provisions of art. 2 para. (2) letter (l) of Regulation no. 5/2018.
    - 17 August 2026 as the guaranteed participation date, in accordance with the provisions of art. 2 para. (2) letter j) of Regulation no. 5/2018; and
    - 20 August 2026 as the payment date, in accordance with the provisions of art. 2 para. (2) letter h) and art. 178 of Regulation no. 5/2018.
4. With a number of 54,500,357 votes in favour, amounting 95.1945 % from the cast votes and 44.9400 % from the share capital represented in the meeting, respectively 45.1999 % of the Company's total voting rights, a number of 2,676,234 votes against and 0 refraining votes, it is hereby approved the empowerment of each member of the Board of Directors and of the Company's managers (the "**Representatives**"), acting individually and not jointly, the signature of any of the Representatives being validly binding on the Company, to perform the following acts and deeds on behalf of the Company, being also empowered to represent the Company before any competent authorities and institutions (such as

**Holde Agri Invest S.A.**

Trade Registry No: J2018009208408; CUI 39549730

Headquarters: Intr. Nestorei nr. 1, Corp B, Etaj 10, Sector 4, București, Romania

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the Trade Registry Office, the Financial Supervisory Authority, the Bucharest Stock Exchange, the Depozitarul Central S.A.), in the relationship with investors, as well as any person of private or public law, any notary public, any bank and/or any third party, including, without limitation, with respect to the following matters:

- (i) selection of intermediaries for the Share Capital Increase, ensuring the drafting and publication of any offering prospectus, offering document, as well as the negotiation, approval and signing of any documents related to the Share Capital Increase, as the case may be, negotiation and signing of any contracts with intermediaries and consultants, performance of any legal acts and deeds necessary, useful or appropriate in connection with the above; to file and/or receive on behalf of the Company any necessary documents requested for the implementation of the above;
- (ii) approval of any contracts regarding the Share Capital Increase or any other arrangements, commitments, offering prospectuses, offering documents, any subscription, sale, stabilization, agency, consultancy contracts, certificates, declarations, registers, notifications, addenda and any other necessary acts and documents; and
- (iii) performance of all necessary or useful actions and formalities for the implementation of the resolutions adopted herein or to give full effect to the matters decided herein (including the publication of this resolution in the Official Gazette of Romania, Part IV),

The appointed Representatives may, acting individually, sub-delegate any and all powers granted to them, as they deem appropriate, to different persons or to the same person.

5. With a number of 53,253,623 votes in favour, amounting 93.0168 % from the cast votes and 43.9120 % from the share capital represented in the meeting, respectively 44.1659 % of the Company's total voting rights, a number of 2,633,634 votes against and 1,215,502 refraining votes, it is hereby approved the amendment of the Articles of Association by deleting Art. 6.2. of the Articles of Association, resulting in the renumbering of the subsequent articles.
6. With a number of 53,017,206 votes in favour, amounting 92.6039 % from the cast votes and 43.7170 % from the share capital represented in the meeting, respectively 43.9698 % of the Company's total voting rights, a number of 2,625,849 votes against and 0 refraining votes, it is hereby approved the empowerment of the General Manager of the Company to fulfill all formalities and procedures for the implementation of the EGMS resolution and the signing of all necessary documents (including the updated Articles of Association) in relations with the competent Trade Registry Office, the Official Gazette, the Financial Supervisory Authority, the Bucharest Stock Exchange, and any other institutions, with the possibility of sub-delegating these duties to one or more persons as deemed appropriate.

This is the will of the Extraordinary General Meeting of the Shareholders of the Company, expressed by valid vote cast in a legally convened session, that took place on 27.04.2026 and, therefore, this Resolution is made and signed.

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Chairman of the meeting

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Secretary

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