

To: *Bursa de Valori București S.A.*

Autoritatea de Supraveghere Financiară

CURRENT REPORT 31/2023

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	08.08.2023
Name of the Company	ROCA INDUSTRY HOLDINGROCK1 S.A.
Registered Office	4 Gara Herastrau street, Building A, Floor 3, Sector 2, Bucharest
Phone	+40 31 860 21 01
Email	investors@rocaindustry.ro
Website	www.rocaindustry.ro
Registration nr. with Trade Registry	J40/16918/2021
Fiscal Code	RO 44987869
Subscribed and paid share capital	176,945,730 lei
Total number of shares	17,694,573
Symbol traded instruments	ROC1
Market where securities are traded	MTS AeRO Premium

Important events to be reported: Merger between NATIVEROCK1 and DIAL

Regarding the merger by absorption ("the Merger") between DIAL S.R.L. ("Dial") and Nativerock1 S.R.L. ("Nativerock1") announced through the current report issued on 10 May 2023, the management of ROCA INDUSTRY HOLDINGROCK1 S.A. (hereinafter referred to as the "Company" or "Roca Industry") informs the market that, due to the fact that the Merger Plan signed on 10 May 2023 has been published in the Official Gazette of Romania, Part IV, No 2718 and that the 30-day period provided for in Article 243 para. (2) of the Law 31/1990 has expired without any opposition to the Merger, on 24 July 2023, the Constanța Trade Register admitted the merger request, the effective date of the Merger (in accordance with art. 249 para. b) thesis II of Law 31/1990) being 31 July 2023.

We reiterate the fact that Nativerock1, entity owned 100% by the Company, was established as an investment vehicle (SPV) with the aim of obtaining a credit facility to provide the necessary financing structure for the acquisition of Dial by Roca Industry. As part of the Merger, Dial has the status of absorbing company, and Nativerock1 has the status of absorbed company. As a result of the Merger, Nativerock1 was dissolved from the Trade Register, without going into liquidation, and transferred all of its patrimony to Dial. Additionally, the merger will have no impact over the consolidated or individual financial results of the Company.

As a result of the Merger, the share capital of Dial was increased by Lei 310, being in total value of 10,910 Lei, divided into 1,091 shares with a nominal value of Lei 10 each.

Ioan-Adrian Bindea

President of the Board of Directors