



425200-Năsăud, str. George Coșbuc nr.147, România

ORC J06/5/1991, C.I.F. RO 575688

Cont BRD Bistrița: RO31 BRDE 060S V440 4058 0600

Capital social: 8 138 315 lei

Telephone: +40 263 360032; Fax: +40 263 360941 ; E-mail: somplast@somplast.ro; Web: www.somplast.ro

Current report

In accordance with Law No. 24/2017 republished and FSA Regulation No. 5/2018

Date of the report: **12.01.2023**

Company name: **SOMPLAST S.A.**

Registered office: **Năsăud, str. George Coșbuc, nr. 147, jud. Bistrița-Năsăud**

Telephone number: **0263/360032**

Tax Identification Number with Bistrița Trade Register Office: **RO 575688**

Trade Register Number: **J06/5/1991**

Subscribed and paid-up share capital: **RON 8.138.315**

Regulated market for shares admitted to trading: **Bucharest Stock Exchange, AeRO market**

Stock symbol: **SOPL**

Significant events to report:

On January 12, 2023, starting at 10:00, at the headquarters of Somplast S.A. took place the meeting of the Extraordinary General Meeting of Shareholders, which was legally and statutorily constituted at the first convocation. During this meeting, the shareholders registered in the Shareholders' Register kept by the Central Depository participated, on January 3, 2023, set as the reference date, the quorum met being **78,7620%** of the total of 3.255.326 voting rights related to the 3.255.326 shares issued by the Company.

In order to ensure a complete and correct information of the shareholders and potential investors, we reproduce the content of the decisions taken by the Extraordinary General Meeting of Shareholders of SOMPLAST S.A.

DECISION NO. 99 OF JANUARY 12, 2023 OF THE EXTRAORDINARY GENERAL MEETING OF SHARHOLDERS OF S. SOMPLAST S.A. NĂSĂUD

Pursuant to art.113 et seq. of Law 31/1990 regarding the companies with up-to-date amendments, of the provisions of the Articles of Incorporation of the company Somplast S.A. (*the Company*), of the provisions of Law no. 24/2017 as well as the A.S.F. Regulation no. 5/2018, Extraordinary General Meeting of Shareholders of SOMPLAST S.A., based in Năsăud, str. George Coșbuc, nr. 147, jud. Bistrița-Năsăud, registered with the Trade Register Office under no. J06/5/1991, having CUI RO

575688, meeting statutorily on January 12, 2023, at 10:00, at the Company's headquarters, in a quorum of 78,7620% of the total of 3.255.326 voting rights related to the 3.255.326 shares issued by Somplast S.A., which represents a total number of 2.563.960 validly cast votes,

DECIDES

On the items of the agenda as follows:

1. Approves the reduction of the share capital of the company, on the basis of Article 207 (1) item b) of the Companies' law No. 31/1990, by the amount of 4,557,456.40 lei, that is, from 8,138,315 lei down to 3,580,858.60 lei, by reducing the par value of the shares from 2.5 lei/share to 1.10 lei/share, without this affecting the number of the shares and the shareholders' participation to the share capital.

Share capital reduction shall be implemented in order to partly cover the Company loss, recorded during the past financial statements.

According to the 30th June 2022 financial statements, the Company has a total loss of 4,721,848 lei.

The reduction of the share capital can only be achieved two months from the day the decision has been published in the Official Gazette of Romania, Part IV.

Structure of the vote: 89,8290% for, of the votes held by the shareholders who attended the meeting, 10,1710% against, of the votes held by the shareholders who attended the meeting, 0% abstention.

2. Approves the updating of the Company's Memorandum of Association, in accordance with what was approved at item 1 above, as follows:

Article 7 of the Company's Memorandum of Association shall be modified and will have the following content:

Art. 7. "The subscribed and paid-up share capital of the Company SOMPLAST S.A. is of 3,580,858.60 lei, divided into a number of 3,255,326 nominative shares with a par value of 1.10 lei each."

Structure of the vote: 89,8290% for, of the votes held by the shareholders who attended the meeting, 10,1710% against, of the votes held by the shareholders who attended the meeting, 0% abstention.

3. Approves the date of **18th April 2023 as registration date** in identifying the shareholders subject to the effects of the decisions adopted by the Extraordinary General Meeting of the Shareholders.

Structure of the vote: 100% for, of the votes held by the shareholders who attended the meeting, 0% against, of the votes held by the shareholders who attended the meeting, 0% abstention.

4. Approves the date of **13th April 2023 as "ex date"**, namely the date before the registration date on which the financial instruments covered by the decisions of the corporate bodies are traded without the rights deriving from the decision, in accordance with Article 2 (2) item 1) of the Regulation No. 5/2018.

Structure of the vote: 100% for, of the votes held by the shareholders who attended the meeting, 0% against, of the votes held by the shareholders who attended the meeting, 0% abstention.

5. Entrusting the Board of Directors to carry out the decisions adopted by the Extraordinary General Meeting of the Shareholders, including the updating of the Memorandum of Association.

Structure of the vote: 89,8290% for, of the votes held by the shareholders who attended the meeting, 10,1710% against, of the votes held by the shareholders who attended the meeting, 0% abstention.

6. Authorizes the President of the Extraordinary General Meeting of Somplast S.A. shareholders to sign, on behalf of and for all the shareholders attending the Meeting, the EGM and the updated Memorandum of Association.

Structure of the vote: 89,8290% for, of the votes held by the shareholders who attended the meeting, 10,1710% against, of the votes held by the shareholders who attended the meeting, 0% abstention.

7. Authorizes the General Manager of the Company, Mr. Daniel Adumitrachioaiei, to carry out all formalities required to register and publish the decisions adopted within the EGM with the competent authorities, in accordance with the legal provisions in force, and to draw up, sign and send /submit any documents, declarations or information required for the implementation of the share capital reduction approved by the EGM Decision, including as concerns the relationship with the Financial Supervisory Authority, Bucharest Stock Exchange and the Central Depository. The appointed person has the right to assign to another one their mandate for the aforementioned formalities.

Structure of the vote: 100% for, of the votes held by the shareholders who attended the meeting, 0% against, of the votes held by the shareholders who attended the meeting, 0% abstention.

This resolution has been executed and signed today, January 12, 2023, in 5 (five) original copies, of which 2 (two) copies for the Company and 3 (three) copies to be submitted to the Trade Register Office attached to Bistrita-Nasaud Court.

Daniel ADUMITRĂCHIOAIEI,
Chairman of the Board