



**To: Bucharest Stock Exchange S.A.
Financial Supervisory Authority**

CURRENT REPORT

prepared in accordance with Law no. 24/2017 on issuers of financial instruments and market operations and FSA
Regulation no. 5/2018 on issuers of financial instruments and market operations

Date of report:	26.08.2025
Name of the issuing company:	ARGUS S.A.
Registered office:	Str. Industrială, nr. 1, Constanta - Romania
Phone/ Fax:	+40 241 67 68 40/ +40 241 63 43 67
Website:	www.argus-oil.ro
CUI/ CIF:	RO1872644
Trade Register No.:	J1991000550138
Share capital:	53.670.699 RON
Ticker:	UARG
The regulated market on which the securities are traded:	BVB-ATS AeRO

Events to report:

On August 25, 2025, the management of ARGUS S.A., a joint-stock company, with its registered office in Romania, 1 Industrial Street, Constanța, Constanța County, registered with the Trade Register under no. J1991000550138, having the sole registration code RO1872644 ("ARGUS") has been informed by INFINITY CAPITAL INVESTMENTS S.A. ("INFINITY") of the following:

BUILDCOM EOOD ("BUILDCOM") has entered into an agreement with INFINITY (which holds 91.42% of the share capital of ARGUS) for a potential transfer of all the shares held by INFINITY in Argus and, indirectly, of the shares held by ARGUS in COMCEREAL S.A. TULCEA, a joint-stock company, with its registered office in 73 Isaccai street, 3rd floor, Tulcea, Romania, registered with the Trade Register under no. J1996000165360, having the sole registration code 8392201 ("COMCEREAL"), respectively of 95.3577% of its share capital.



ARGUS S.A.

The completion of the agreement depends on the fulfilment of certain conditions precedent, including, but not limited to, the regulatory approvals from the Romanian competent authorities.

The price per share will be determined by adjusting the amount of EUR 14,500,000, it being the agreed enterprise value of the companies, by reference to the financial position of Argus and Comcereal as of 11:59 pm on the last day of the month prior to the month in which the conditions have been fulfilled or waived, respectively with: (i) the net debt position of the companies, (ii) the working capital of the companies, and (iii) an amount equal to the business costs of Argus from 1 July 2025 until 31 August 2025, but not more than EUR 400,000 per month.

The resulting amount would be divided by the number of shares held by INFINITY, and the resulting price per share in EUR would then be converted into RON using the EUR/RON exchange rate published by the National Bank of Romania on the date falling three (3) business days prior to the date when the share transfer would be performed in the market.

Exclusively for illustrative purposes and based on a net debt of 14,958,510 RON and an adjusted working capital of 2,113,480 RON as of June 30, 2025, the calculation formula would result in a price per share of RON 1.85 RON. This calculation is based on historical financial data of ARGUS and no one can in any way base their decision to invest or any other decision in relation to ARGUS shares on such a calculation. Given that the effective implementation depends on the fulfilment of certain conditions precedent set out in the agreement, there is no guarantee that the transaction envisaged under the agreement will be closed, or that it will be executed at the indicative price mentioned above.

Also, on August 25, 2025, Argus S.A. entered into a non-exclusive tolling agreement with Oliva AD, a related party of Buildcom EOOD, for the processing of sunflower seeds and the production of crude sunflower oil. Under the terms of the agreement, Argus will process approximately up to 12,000 metric tonnes of sunflower seeds per month for Oliva AD over an initial period of two (2) months, with the possibility of subsequent two (2) months extensions. The total estimated value of the tolling agreement is below the threshold of 10% of Argus' turnover for the fiscal year 2024.

Argus S.A. operates in the field of vegetable oils and fats production, having as its main activity the manufacture and marketing of crude and refined sunflower oils and fats, fodder meals, fatty acids. The company was founded in 1943 as a private company with Romanian capital, later in 1948 being nationalized by the communist regime under the name of Constanta Oil Enterprise. In 1990, the Company was reorganized as a joint stock company under the name of Argus S.A. according to Law no. 15/1990 based on GD no. 1353/1990, and in 1994 the Company became a 100% private joint stock company according to Law 58/1991.

Buildcom EOOD, established in 1994, is one of the leading Bulgarian companies engaged in international trade in agricultural products, such as wheat, corn, barley, peas, rapeseed, sunflower, etc.

Buildcom is affiliated with Oliva AD, the largest producer of raw and refined sunflower oil in Bulgaria.



GENERAL MANAGER,
Dorel RADU