



The current report according to ASF Regulation No.5 / 2018  
533/22.03.2023

Name of the company: PRODVINALCO S.A.  
Headquarters: 400230, Cluj-Napoca, no. 2-4 Calea Baciului, Cluj County  
Phone: 0040-0372-641.910; Fax: 0040-0372-876.976  
Trade Registry Number: J12/68/1991  
Individual identification number: 199222  
Share capital: RON 3,149.503.4  
Symbol: VAC  
Legal Stock Market: AERO - BVB

**I. Important events:**

- a) Changes in the control of company: not applicable
- b) Acquisitions and disposals of substantial assets: not applicable
- c) Bankruptcy proceedings: not applicable
- d) Other events: CONVOCAȚION DE ÎNTRUNIRE ORDINARĂ A ADUNĂRII GENERALE A ACȚIONARILOR ȘI CONVOCAȚION DE ÎNTRUNIRE EXTRAORDINARĂ A ADUNĂRII GENERALE A ACȚIONARILOR

By the Decision adopted on March 22, 2023 the Administration Council of PRODVINALCO S.A., headquartered in Cluj-Napoca, at no. 2-4 Calea Baciului, County Cluj, registered with the Trade Register as entry no. J12/68/1991, VAT number RO 199222, registered capital: RON 3,149,503.4 (hereinafter referred to as "the Company") convenes the Ordinary General Meeting of Shareholders to be held on **April 26, 2023** at 2:00 p.m. for all shareholders registered in the Register of Shareholders by the end of the day of **April 18, 2023** deemed as the reference date. In the event of failing to meet the requirements of a quorum, the general meeting will be held on **April 27, 2023** at the same place, the same time, with the same agenda. The Ordinary General Meeting of Shareholders will be held at the headquarters of PRODVINALCO SA, located in Cluj-Napoca, at no. 2-4 Calea Baciului Str., Cluj County.

The Ordinary General Meeting of Shareholders will have the following agenda:

1. Approval of the financial statements of PRODVINALCO SA for the fiscal year 2022.
2. Approval of the management report on the financial results of PRODVINALCO SA for the fiscal year 2022.
3. Approval of the independent financial auditor's report on the financial statements of the fiscal year 2022.
4. Distribution of accounting profit of the fiscal year 2022 and the distribution of dividends in the amount of 9.001.271 lei representing 0.2858 lei gross dividend/share.
5. Approval of the income and expenditure budget for the fiscal year 2023.
6. Approval of the remuneration for the board members for the ongoing year.
7. Correction of the retained earnings.



8. Approval of the extension of the mandates of current administrators for a period of 4 years, starting with 01.08.2023 until 01.08.2027.
9. Approval of the board members discharge for the fiscal year 2022.
10. Approval of the deletion from the records of the Trade Register of the mentions regarding the auditor's expired mandates.
11. Authorizing the Board of Directors to appoint the paying agent and represent the company and perform all the necessary steps in order to implement this decision, in relations with the Central Depository and the paying agent that will be appointed, as well as for properly informing the shareholders about all the details regarding the payment of the dividends.
12. Authorizing the President of the Administration Council / Executive President of the Administration Council, to elaborate and sign all the decisions approved in the Ordinary General Meeting of the company, as well as to make the necessary formalities at the Trade Registry, the Official Journal, ASF and BVB.
13. Approval of the date of May 15, 2023 as registration date, date of May 12, 2023 as ex date, and the date of May 29, 2023 as payment date.

The Extraordinary General Meeting of Shareholders will have the following agenda:

1. Approval of the authorization of CAEN code 2222 - Manufacture of plastic packaging articles/products in the constitutive act. The activities will take place at the headquarters of Prodvinalco S.A.
  2. Approval of the change of the company's secondary object of activity as a result of the elimination of CAEN codes that are not authorized, in accordance with the provisions of art. 122, para. (3) and (4) of Law 265/2022 regarding the Trade Register and for the modification and completion of other normative acts with are incident/applicable on the registration in the Trade Register.
- Thus, the article 6 of the company's constitutive act (*Object of activity*) will have the following content:

6.1. The company's main object of activity is: 1101 - Distilling, rectifying and blending of spirits.

6.1. The company's secondary object of activity is :

- 3514 - Trade of electricity
- 3511 - Production of electricity
- 4110 - Realization of building projects related to erection of buildings
- 8211 - Office administrative service activities
- 7490 - Other professional, scientific and technical activities not elsewhere classified
- 7219 - Other research and experimental development on natural sciences and engineering
- 7120 - Food quality testing and analysis
- 7311 - Advertising agencies activities
- 6820 - Rental and operating of own or leased real estate
- 6810 - Buying and selling of own real estate
- 5224 - Cargo handling in sea ports
- 5210 - Warehousing and storage of fuel gases
- 4690 - Non-specialised wholesale trade
- 4634 - Wholesale of alcoholic beverages
- 4617 - Agents involved in the sale of food, beverages and tobacco



- 4941 - Freight transport by road
- 8292 - Packaging activities
- 1089 - Manufacture of other food products not elsewhere classified
- 3700 - Sewage disposal and treatment
- 2222 - Manufacture of plastic packing goods

3. Mortgage approval of specific assets from the category of fixed assets of the Company, during a financial year 20% of the total fixed assets of the company, less receivables, in order to guarantee a bank loan contracted by the Banca Transilvania.

4. Approval of the updated constitutive act.

5. Authorizing the President of the Administration Council / Executive President of the Administration Council to elaborate and sign all the decisions approved in the Extraordinary General Meeting, as well as to make the necessary formalities at the Trade Registry, the Official Journal, ASF and BVB.

At the A.G.O.A. and A.G.E.A. are entitled to attend and vote only the shareholders registered in the Register of Shareholders on the reference date set for the end of the day of **April 18, 2023**. In order to attend the and vote at the A.G.O.A. and A.G.E.A. the shareholders must present the original identity card. In the case of shareholders who are legal persons or entities without legal personality, the capacity of a legal representative is established based on the list of shareholders at the reference date, received from the Central Depository. The documents certifying the capacity of a legal representative drafted in a foreign language other than English will be accompanied by a translation made by a sworn translator into Romanian or English. Legalisation or the apostille on the documents certifying the capacity of a legal representative of the shareholder is not required. The foregoing provisions to prove the capacity of a shareholder applies accordingly to prove the capacity of a shareholder / legal representative of the shareholder proposing the introduction of new items on the agenda of the general meeting of shareholders or who asks the issuer questions regarding the items on the agenda of the general meeting of shareholders.

The representation of the shareholders in the A.G.O.A. and A.G.E.A. can also be done by other people than the shareholders. Participation by representative is made on the basis of a special proxy, in accordance with the form provided at [www.prodvinalco.ro](http://www.prodvinalco.ro), or a general proxy, in compliance with art. 105, paragraph 10-13 of the Law no. 24/2017 on issuers of financial instruments and market operations, and art. 200 of the Regulation no. 5/2018 on issuers of financial instruments and market operations.

The general proxy is granted for representation in one or more general meetings of shareholders of one or more companies identified in the proxy, which does not contain specific voting instructions from the shareholder. The general proxy must contain the information mentioned on art. 202 of Regulation no. 5/2018. Shareholders can not be represented in the A.G.O.A. and A.G.E.A based on an general proxy by a person who is in a conflict of interest, as is mentioned in art. 105, paragraph 15, point a-d of Law 24/2017. The general proxy given by a shareholder, as a customer, to an intermediary or to a lawyer, will be accepted by Prodvinalco SA without requesting additional documents regarding the shareholder, according to art. 205 of Regulation no. 5/2018. Before their first use, a copy of the general proxy must be submitted to Prodvinalco SA, 48 hours before the general meeting, including a statement of compliance with the original, signed by the representative.



Special proxy can be granted to any person for representation in the A.G.O.A. and A.G.E.A. and contains specific voting instructions from the shareholder issuer. The proxy will be prepared in three copies. A copy of it will be handed over to the attorney-at-fact to prove his / her capacity in the A.G.O.A. and A.G.E.A., a copy of remains with the shareholder and a copy of the proxy shall be sent in original to PRODVINALCO SA. A shareholder may appoint by his / her attorney-at-fact one or more alternate representatives to ensure his / her representation in the General Assembly if the appointed representative is unable to fulfil his / her proxy. In the event that more alternate representatives are appointed by means of a proxy, there shall also be established the order in which they will exercise their proxy.

According to art. 208 of Regulation no. 5/2018, the shareholders entitled to attend the Meeting are able to exercise their vote by mail, without being required to attend in person. Voting by mail may be expressed by a representative only if the representative has received from the shareholder a special or general proxy, which must be transmitted to Prodvinalco SA, 48 hours before the general meeting, in copy, including compliance with the original statement signed by the representative. The voting form by mail or special proxy vote must be accompanied by the documents certifying the aforementioned capacity of shareholder.

The special proxy / voting form by mail shall be sent to PRODVINALCO SA no later than the date of April 24, 2023 at 2:00 p.m., or email [actionari@prodvinalco.ro](mailto:actionari@prodvinalco.ro), with electronic signature included in compliance with Law 455/2001 regarding the electronic signature. Whatever method of communication is employed, the envelope for the company or the e-mail must contain clearly the mention "special proxy for AGOA or/and AGEA" or "voting form by mail for AGOA and/or AGEA", as applicable. The shareholders who voted by special proxies or by mail may change their initial voting option or the means of exercising their voting and the last vote cast and recorded until April 24, 2023 at 2:00 p.m. shall be deemed valid.

One or more shareholders, representing individually or jointly at least 5% of the share capital has / have the right to put items on the agenda of the general meeting, provided that each item is accompanied by a justification or a draft resolution proposed to be adopted by the general assembly and the right to present draft resolutions for the items included or to be included on the agenda of the general meeting. These rights may be exercised within 15 days from the date of publication of the convocation, meaning at the latest April, 11.

Each shareholder has the right to ask questions related to the items on the agenda no later than the date of April 18, 2023. The company will answer the questions no later than the day of the A.G.O.A. and A.G.E.A. It is considered that an answer is given if the relevant information is available on the website of the company in question and answer format.

The proposals / requests can be sent in original to PRODVINALCO SA along with documents certifying the capacity of a shareholder, mentioning on the envelope "for the general meeting of shareholders" or sent via e-mail including the electronic signature in compliance with Law no. 455/2001 regarding the electronic signature, to e-mail [actionari@prodvinalco.ro](mailto:actionari@prodvinalco.ro).



The materials about the items on the agenda, the special proxy / the voting form by mail, can be obtained from PRODVINALCO SA, starting with March 27, 2023 every working day, between 8:30 a.m. to 3:00 p.m. or from the website [www.prodvinalco.ro](http://www.prodvinalco.ro) . Further information can be obtained on the phone no. : 0728.853.315.

Executive Chairman of the Administration Council,  
Todea Mircea Dorin