



PREBET AIUD S.A.  
Str. Arenei, nr. 10, c.p. 515200, loc. Aiud, jud. Alba, Romania  
Tel: 0258/861.661; 0258/863.350  
Fax: 0258/861.454  
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Internet: [www.prebet.ro](http://www.prebet.ro)

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No. 4930 / 07.12.2021

To,  
Bucharest Stock Exchange  
Financial Supervisory Authority

## **CURRENT REPORT**

Pursuant to the provisions of the EU Regulation no. 596/2014 regarding the market abuse, of the FSA Regulation no.5 / 2018 of FSA on Issuers of Financial Instruments and Market Operations, respectively of Law no. 24/2017 on issuers of financial instruments and market operations

Report date: **07.12.2021**

Company name: **S.C. PREBET AIUD S.A.**

Address: **Aiud, 10 Arenei Street, Alba County – Romania, 515200**

Phone/fax no: **004-0258-861661 / 004-0258-861454**

Fiscal Code: **RO 1763841**

LEI Code: **254900R0KBC9MDTF1V33**

Trade Register registration number: **J 01/121/1991**

Subscribed and paid in share capital: **8.199.547,74 RON**

Regulated market where the issued securities are traded: **Bucharest Stock Exchange (BVB)**

## **Important event : Appointment of provisional members of the Board Appointment of provisional members of the Board and Notice of OGSM for January 12/13, 2022**

PREBET AIUD SA informs the shareholders and investors that during the meeting of the Board of Directors on 06.12.2021, it was decided:

- Appointment of Mitrus Marius and Liviu Ionel Stoleru as interim directors until the date of the first Ordinary General Meeting of Shareholders.
- The convening of the O&E GMS of PREBET AIUD SA for the date of January 12/13, 2022, at 12<sup>00</sup> and 13<sup>30</sup>, respectively.

Attached, we send you the Convening of the Ordinary and Extraordinary General Meetings of PREBET AIUD SA convened for January 12/13, 2022.

Manager  
Ciurescu Claudiu



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**Board of Directors of PREBET AIUD S.A.  
meet at the meeting of 06.12.2021, time 14<sup>00</sup>**

**CONVOKES**

- I. ORDINARY GENERAL MEETING OF SHAREHOLDERS on 12.01.2022, at 12.00 (first convocation) respectively 13.01.2022, at 12.00 (second convocation) at the headquarters of the Company from Aiud, Str. Arena, Nr. 10, Jud. Alba,**
- II. EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS on 12.01.2022, 13.30 (first convocation) respectively 13.01.2022, 13.30 (second convocation) at the headquarters of the Company from Aiud, Str. Arena, Nr. 10, Jud. Alba,**

for all shareholders of the company registered in the Register of Shareholders drawn up by Depozitarul Central S.A. Bucharest, on **04.01.2022**, a day set as the **reference date** for both general meetings of shareholders, with the mention that only persons who are shareholders on that date have the right to participate and vote in general meetings of shareholders.

The convocation is carried out in accordance with the provisions of art. 117 of the Companies Law no. 31/1990, of Law no. 24/2017 regarding the issuers of financial instruments and market operations, of the CNVM / ASF regulations and of the Articles of Incorporation of the Company PREBET AIUD S.A.

**I. ORDINARY GENERAL MEETING OF SHAREHOLDERS**

shall have the following

**AGENDA:**

1. Election of new members of the Board of Directors of the company for a term of 4 years in order to fill the 2 vacant positions within the Board of Directors.
2. Approval of the date of 01.02.2022, as the date of registration, respectively of identification of the shareholders on whom the effects of the adopted decisions are reflected, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017 regarding the issuers of financial instruments and operations on the market.
3. Approval of the date of 31.01.2022 as ex-date, in accordance with the provisions of Law no. 24/2017 and of Regulation no. 5/2018 on the issuance of financial instruments and market operations.
4. Approval of the power of attorney and mandate of Mr. Cimpean Ioan - economic director, for carrying out the necessary and legal operations for the registration of the decisions of the ordinary general meeting of shareholders as well as the accomplishment of the publicity formalities.



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## II. EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

shall have the following

### AGENDA:

1. Approval of the extension of the duration of the Credit Agreement concluded with BRD - Groupe Societe Generale SA, for contracting by Prebet Aiud S.A. of the credit line in the amount of 6,000,000 lei for an additional duration of 12 months.
2. Approval of the extension of the duration of the guarantee contracts concluded to guarantee all the obligations resulting from the Credit Agreement concluded with BRD - Groupe Societe Generale SA. 3. To authorize the Directors of the Company to represent the Company in relation to the Bank according to the powers of representation conferred by law and by the Board of Directors to perform the following:
  - to negotiate, sign, complete, issue and draw up (in authentic form, where applicable) in the name and on behalf of the Company, all documents, confirmations and documents in order to comply with the resolutions adopted in this decision.
  - to take all actions in connection with the registration of contracts concluded with the Electronic Archive of Real Movable Guarantees and / or the competent Land Book and / or the competent Trade Register and / or in the register of the Company's shareholders and / or in connection with the notification and / or fulfillment of any other necessary formalities before any other competent authority or interested third parties, as well as for the publication of this Decision in the Official Gazette of Romania, part IV;
  - in general, to carry out all the necessary or useful actions and approaches for the purpose of the transaction considered by the documents mentioned in the above resolutions.
4. Approval of the date of 01.02.2022 as the date of registration, respectively of identification of the shareholders on whom the effects of the adopted decisions are reflected, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017 regarding the issuers of financial instruments and operations on the market.
5. Approval of the date of 31.01.2022 as ex-date, in accordance with the provisions of Law no. 24/2017 and of Regulation no. 5/2018 on the issuance of financial instruments and market operations. 6. Approval of the power of attorney and mandate of Mr. Cimpean Ioan - economic director, for carrying out the necessary and legal operations for the registration of the decisions of the extraordinary general meeting of shareholders as well as the accomplishment of the publicity formalities.

### Documents related to the shareholders general assembly

The materials related to the agenda, the special power of attorney forms (proxies), the ballot papers by mail, the draft decisions of the general meetings, as well as the Procedure regarding the exercise of the voting right will be made available to the shareholders starting with 10.12.2021.

The above-mentioned documents will be made available to shareholders at the company's headquarters in Aiud, Str. Arena, Nr. 10, Jud. Alba, every day from Monday to Friday between 10:00 and 12:00.





At the same time, the documents can be consulted and / or downloaded from the company's website at [www.prebet.ro](http://www.prebet.ro) section Investor Relations, AGOA-AGEA Prebet Aiud SA from 12 / 13.01.2022.

### **Item I - Shareholders' rights to introduce new items on the agenda of the general meeting and to make proposals for items on the agenda:**

One or more shareholders representing, individually or together, at least 5% of the share capital, has / have the right:

a) to enter items on the agenda of the general meeting, provided that each item is accompanied a justification or a draft decision proposed for adoption by the general assembly; and

b) to present draft decisions for the items included or proposed to be included on the agenda of the general assembly.

The requests regarding the completion of the agenda and the proposals for the draft decisions presented by the shareholders will be published on the company's website, [www.prebet.ro](http://www.prebet.ro).

The rights mentioned in letters (a) and (b) above may be exercised only in writing, the proposals made shall be sent by courier services or electronic means, within a maximum of 15 days from the date of publication of the call, according to art. . 105 para. (5) of Law no. 24/2017. The requests drawn up in order to exercise the above-mentioned rights will obligatorily include, on each page, the written mention in capital letters: "FOR THE ORDINARY / EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF PREBET AIUD SA FROM 12 / 13.01.2022" and can be sent to the company's headquarters in Aiud, Str. Arena, Nr. 10, Jud. Alba, postal code 515200 or at the e-mail address [office@prebet.ro](mailto:office@prebet.ro).

#### **I.1. Methods of sending the documents:**

- by courier services, at the address of the company PREBET AIUD SA from Aiud, Str. Arena, Nr. 10, Jud. Alba, in original;

- by e-mail to [office@prebet.ro](mailto:office@prebet.ro). The scanned copies of the documents will be sent as attachments, in the form of pdf files having incorporated, attached or logically associated the electronic signature that complies with the conditions specified by Law 455/2001. Regardless of the mode of transmission, the requests will be signed by the shareholders or their representatives.

#### **I.2. Rules for shareholders' identification**

**i. In order to identify the individual shareholders**, it is necessary to copy the identity document, certified by mentioning "according to the original", followed by the handwritten signature of the shareholder. In the case of individual shareholders without legal capacity to exercise, the following additional documents will be presented:

- copy of the identity document of the natural person who has the quality of legal representative;
- copy of the document proving the capacity of legal representative.

And these documents will be certified by the mention "according to the original", followed by the handwritten signature of the legal representative.





**ii. In order to identify the shareholders of Romanian legal entities, the following elements are necessary:**

- copy of the identity document of the legal representative, certified by the mention “according to the original”, followed by the holographic signature of the legal representative;
- the quality of legal representative will be verified in the Register of Shareholders drawn up by the Central Depository for the reference date.

If the information from the Shareholders Register prepared by the Central Depository for the reference date does not allow the identification of the legal representative of the shareholder Romanian legal entity, the identification can be made based on a certificate issued by the trade register, in original or in copy according to the original, or on the basis of any other document with a similar role, in original or in a copy conforming to the original, issued by a competent Romanian authority. The documents attesting the quality of legal representative must be issued at most 3 months before the date of publication of the convening notice of the meeting.

**iii. To identify foreign legal entities:**

- copy of the identity document of the legal representative, certified with the mention “according to the original” written in Romanian or English, followed by his handwritten signature;
- the quality of legal representative of the foreign legal entity will be taken from the Register of Shareholders received from the Central Depository or will be justified on the basis of documents attesting the quality of legal representative of the foreign legal entity, namely document with a role similar to in original or in copy in accordance with the original, by mentioning "in accordance with the original" in English, followed by the handwritten signature, issued by the competent authority of the state in which the shareholder is legally registered, attesting the quality of legal representative.

The documents attesting the quality of legal representative will be issued at most 3 months before the date of publication of the convening notice of the meeting;

**iv. For shareholders of the type of entities without legal personality:**

- copy of the identity document of the legal representative, certified according to the original, by mentioning “according to the original” in Romanian or English, followed by the handwritten signature;
- the quality of legal representative will be verified at the Register of Shareholders drawn up by the Central Depository for the reference date.

If the information in the Shareholders' Register prepared by the Central Depository for the reference date does not allow the identification of the legal representative of the shareholder of the type of entities without legal personality, this quality can be proved based on other documents attesting the quality of legal representative, issued by the competent authority or any other document attesting such quality, in accordance with the legal provisions.

If the documents referred to in paragraphs (i) to (iv) above are in a foreign language other than English, they shall be accompanied by a translation into Romanian or English by an authorized translator.

**Item II - Shareholders' right to ask questions on the agenda:**





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Shareholders may exercise their rights provided by art. 198 of the FSA Regulation no. 5/2018 until the latest on 07.01.2022, at 14:30. The questions will be sent in writing by one of the methods specified in point **I.1 - "Methods of transmission of documents"**.

Detailed information on the shareholders' rights mentioned above is available on the Prebet Aiud SA website, at [www.prebet.ro](http://www.prebet.ro).

**Point III - The right of the shareholders to participate in the OGMS-AGEA PREBET AIUD SA from 12 / 13.01.2022:**

All the shareholders of the Company registered in the Consolidated Register drawn up by the Central Depository of Bucharest for the end of 04.01.2022 (reference date) can participate in the ordinary and extraordinary general meetings of SC Prebet Aiud SA from 12 / 13.01.2022.

Shareholders may attend the general meeting directly or through proxy.

**III.1 Direct participation in the General Meeting of Shareholders:**

The access of the shareholders entitled to participate in the general meeting of shareholders is allowed by simply proving their identity, made, in the case of individual shareholders, with their identity card or, in the case of legal entities, of the legal representative, and in the case of legal entities. and of the shareholders represented natural persons, with the power of attorney given to the person representing them, in compliance with the applicable legal provisions in the matter.

**III.2 Participation in the General Meeting of Shareholders through a representative:**

Shareholders may be represented at the general meeting by persons other than the shareholders, on the basis of a special or general power of attorney.

The special power of attorney (power of attorney) can be granted to any person for representation in a single general meeting and contains specific voting instructions from the shareholder, clearly specifying the voting option for each item on the agenda of the general meeting. In this situation, the provisions of art. 125 para. 5 of Law 31/1990 are not applicable.

In case of discussion in the general meeting of shareholders, in accordance with the legal provisions, of some items not included on the published agenda, the proxy may vote on them, according to the interest of the represented shareholder.

The special power of attorney (proxy) forms will be completed and signed by the shareholder and by the proxy in three copies:

- 1) a copy will be handed to the proxy;
- 2) the second copy will remain with the represented shareholder;

3) the third copy will be submitted in person or will be sent to the headquarters of SC Prebet Aiud SA in compliance with point **I.1 - "Methods of transmission of documents"**, no later than **10.01.2022, 12:00, respectively 13:30.**

If the special power of attorney (proxy) is sent by courier, it is mandatory that the shareholder's signature be certified by a notary or a lawyer.





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In the case of shareholders without capacity to exercise and in the case of legal persons shareholders, the special power of attorney (power of attorney) will be signed by their legal representative.

The identification of the shareholders and their legal representatives will be made in compliance with the rules presented in point **I.2 - “Rules regarding the identification of shareholders”** of this call. Shareholders may grant a general power of attorney (power of attorney) valid for a period not exceeding 3 years, allowing their representative to vote on all matters under discussion at the general meeting of shareholders of one or more issuers identified in the power of attorney (proxy). individually or by a generic formulation regarding a certain category of issuers, including in terms of disposition documents, provided that the power of attorney granted by the shareholder, as a client, to an intermediary defined according to the provisions of art. 2 par. 1, point 19 of Law 24/2017 or to a lawyer.

The general powers of attorney (proxies) having the minimum content provided by art. 202 of the ASF Regulation 5/2018, are submitted to the company 48 hours before the general meeting of shareholders, in copy, with the inscription “According to the original” followed by the handwritten signature of the representative. Certified copies of the proxies are retained by the company, and will be mentioned in the minutes of the general meeting.

The general power of attorney (power of attorney) must be accompanied by a statement on his own responsibility given by the legal representative of the intermediary or by the lawyer who received the power of attorney (power of attorney), stating that the power of attorney is granted by the respective shareholder. by the client, the intermediary or, as the case may be, the lawyer and that the general power of attorney (power of attorney) is signed by the shareholder, including by the extended electronic signature, if applicable.

The declaration must be submitted together with the general notice (power of attorney) at the headquarters of SC Prebet Aiud SA, in original, signed and, as the case may be, stamped no later than 10.01.2022, 12:00, respectively 13:30, in case first use.

Shareholders may not be represented at the general meeting of shareholders on the basis of a general power of attorney (proxy) by a person who is in a situation of conflict of interest, in accordance with the provisions of art. 105 of Law no. 24/2017.

The proxy may not be replaced by another person unless this right has been expressly granted to him by the shareholder in the power of attorney (power of attorney). Provided that the authorized person is a legal person, he may exercise his mandate received through any person who is part of his administrative or management body among his employees.

The provisions of this paragraph do not affect the shareholder's right to appoint by proxy (proxy) one or more alternate proxies, to ensure his representation in the general meeting, in accordance with the regulations issued by ASF in application of these provisions.

#### **Item IV – Vote by correspondence**

Shareholders can also vote by mail. The completed ballot papers, signed and, as the case may be, stamped may be sent to the headquarters of Prebet Aiud SA by one of the methods specified in the paragraph “Methods of transmission of documents” of this call. The ballot papers will be accompanied by documents allowing the identification of the shareholders and their legal representatives in compliance with the rules specified in the paragraph “Rules regarding the identification of shareholders” of this call. Only the ballot



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papers received by correspondence received until 10.01.2022, at 12:00, respectively 13:30 will be taken into account.

In the event that the shareholder has expressed his vote by correspondence, he participates personally or through a representative at the general meeting, the vote by correspondence expressed for that general meeting is canceled and only the vote expressed in person or by representative will be taken into account. If the person representing the shareholder by personal participation in the general meeting is other than the one who signed the ballot paper by hand / electronically, then, for the validity of his vote, he must present at the general meeting a written revocation of the vote by mail. The revocation must be signed by the shareholder or by the representative who signed the ballot paper by mail. This is not necessary if the shareholder or his legal representative is present at the general meeting.

Additional details regarding the voting procedure and the issuance of special powers of attorney (proxies) and ballot papers by correspondence will be found in the information materials, which will be made available to shareholders, starting with 10.12.2021.

**Item V - The deadline for making proposals for candidates for the posts of administrator:**

The deadline for submitting proposals for candidates for administrator positions is 23.12.2021, at 14.30. The proposal will be accompanied by a curriculum vitae and a copy of the identity document and will be submitted at the company's headquarters in Aiud, str. Arenei, no. 10, Alba County or at the email address: [office@prebet.ro](mailto:office@prebet.ro), according to the provisions of art. 187 para. (8) of Regulation no. 5/2018.

The list containing information on the name, place of residence and professional qualification of the persons proposed for the position of administrator will be available to shareholders on the company's website [www.prebet.ro](http://www.prebet.ro), and can be consulted and completed by them.

**The Board of Directors of PREBET AIUD S.A.,  
by Francis Mathe  
Chairman of the Board of Directors**

