

## CURRENT REPORT

**According to Law no. 24/2017 regarding issuers of financial instruments and market operations and ASF Regulation no. 5/2018**

- **ADDRESSEE OF THE REPORT** : BUCHAREST STOCK EXCHANGE  
ASF ( Supervisory Authority financial )
- **REPORT DATE** : 17.07.2023
- **NAME OF THE ISSUING COMPANY** : SINTEZA S.A.
- **HEADQUARTERS** : Sos . Exchange no. 35, Oradea BIHOR county
- **TELEPHONE** : 0259456116; 0259444969, **FAX** : 0259462224
- **UNIQUE ORC REGISTRATION CODE** : 67329
- **ORDER NUMBER AT ORC** : J/05/197/1991
- **SUBSCRIBED AND PAID-UP SHARE CAPITAL** : 9916888.50 LEI
- **REGULATED MARKET ON WHICH ISSUED SECURITIES ARE TRADED** : BVB

**IMPORTANT EVENT TO REPORT** : OGMS convocation August 22, 2023

BOARD OF DIRECTORS of SINTEZA SA Oradea, with headquarters in Oradea, Sos . Borşului no. 35, Bihor county , registered at ORC Bihor under no. J05/197/1991, having Unique registration code RO 67329 and the subscribed share capital and paid 9916888.50 LEI , met on 17.07.2023 , in accordance with the provisions of art. 117 of Law no. 31/1990 republished with subsequent amendments and additions, of Law no. 24/2017, of ASF Regulation no. 5/2018 and of the Constitutive Act, by the Decision of the C.A. no. 2 / 17.07.2023

**SUMMONS ORDINARY GENERAL MEETING of the shareholders on 08/22/2023 at 12.00** at the company headquarters from Oradea, Şos . Borsului no. 35, having following

### **AGENDA:**

1. Taking note of termination of the mandate of Mr. Bernat Aurel, administrator of the company, starting with the date of 06/30/2023, his discharge and removal from the position of administrator, following his resignation;
2. Election of an administrator of the company on the vacant seat, in order to complete the statutory number of members of the board of directors, with a mandate valid from 23.08.2023 until 29.12. 2025; The list including information on the name, place of residence and professional qualification of the persons proposed for the position of administrator is available to the shareholders, on the company's website at [www.sinteza.ro](http://www.sinteza.ro) - Investor Section/AGA, it can be consulted and completed by 03.08.2023.
3. The approval that the new member of the Board of Administration, not to be remunerated for the entire duration of his mandate, to administer without compensation, similar to the other members;
4. Approval of the power of attorney of Mr. PASCU RADU in order to sign the Management Contract concluded with the new administrator of the company;
5. Approval of the registration date, 12.09.2023, according to which the shareholders will be identified on whom the effects of the decisions of the AGM will be reflected, in accordance with the provisions of art. 87 of Law 24/2017 and establishing the date of 11.09.2023 as ex-date according to art. 2, letter l of ASF Regulation no. 5/ 2018;
6. Empowering the President of the Board of Directors to sign on behalf of the shareholders OGMS decisions and any other documents related to them and to fulfill any act or formality required by law for the registration and execution of OGMS decisions, including publication and registration formalities of

them at the Trade Registry Office or at any other competent authority (FSA, BVB, Depozitarul Central SA, other public or private entities). The President of the Board of Directors can delegate all or part of the powers conferred above to another person to fulfill this mandate.

In the event of non-fulfillment of the statutory conditions regarding the holding of the Ordinary General Meeting of shareholders on the indicated day, it will be reconvened for **August 23, 2023** at the same time, in the same place and with the same agenda.

Only shareholders who are registered as shareholders of SINTEZA SA at the end of **11.08.2023** ("**Reference Date**") in the Register of Shareholders kept and issued by Depozitarul Central SA Bucharest have the right to participate and vote in the Ordinary General Meeting of shareholders.

Candidates for the post of administrator will be nominated by members current members of the Board of Administration or by the shareholders according to art. 137 index 1 paragraph (2) of Law 31/1990.

**Deadline date until which candidacy proposals can be made for the post of administrator** , according to art. 187 paragraph from ASF Regulation no. 5/2018 , **it is the date of 03.08.2023, 12.00** .

The shareholders registered on the reference date may participate and vote at the general meeting directly or may be represented by persons other than the shareholders, based on a special or general power of attorney granted according to the legal provisions. The shareholders' access to the general meetings is done by the simple proof of their identity, made in the case of natural person shareholders with the identity card, and in the case of legal person shareholders and represented natural person shareholders, with a general power of attorney / special power of attorney, given to the person physical persons who represent them.

**Power of attorney** (special power of attorney ) or general power of attorney will be drawn up in three original copies (one for the company, one for the principal and one for the agent) and are available in Romanian and English either at the company headquarters in person or on the web [www.sinteza.ro](http://www.sinteza.ro), starting from 20.07. 2023 12 o'clock.

After completing and signing, the copy for the issuer will be submitted in person in the original by **20.08.2023 at 12:00** in a sealed envelope with the mention written clearly and in capital letters "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS FROM 22/23.08.2023 " or sent by e-mail with an extended electronic signature, at the company headquarters, accompanied by a copy of the identity document or the registration certificate of the represented shareholder, until **20.08.2023 at 12:00**, at the e-mail address email is [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro).

Proxies will be accepted either in Romanian or in English.

Shareholders registered on the reference date in the shareholders' register have the opportunity to vote by mail, before the General Meeting of Shareholders, by using the voting by mail form (in Romanian and or English).

**The postal voting form (ballot)** in Romanian and English can be obtained from 20.07.2023 at 12 o'clock, from the company's headquarters or from the website [www.sinteza.ro](http://www.sinteza.ro).

**The postal voting form (ballot)** in Romanian or English, completed and signed by the shareholder together with all accompanying documents, can be submitted as follows:

- a) sent to the company in original at its headquarters until **20.08.2023 at 12** o'clock in a closed envelope with the mention written clearly and in capital letters "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 22/23.08.2023" with legalization of the signature of to a public notary with a copy of the shareholder's identity document or registration certificate, by any form of courier,
- b) sent by e-mail with embedded extended electronic signature according to Law no. 455/ 2001 regarding

the electronic signature, until **20.08.2023 at 12** o'clock at the address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro) mentioning in the subject "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 22/23.08.2023".

One or more shareholders holding, individually or together, at least 5% of the share capital **have the right to introduce, within no more than 15 days from the date of publication of the notice, i.e. 03.08.2023, new points in the order of day of the General Shareholders' Meeting**, provided that each point is accompanied by a justification or a draft decision proposed for approval by the AGM general meetings, which will be sent to the company headquarters in writing, by **08/03/2023** at 12, they also have the right to present draft decisions for the items included or proposed to be included on the agenda of the AGM, a right that can be exercised in writing, by sending it to the company headquarters, until **03.08.2023 at 12 noon** .

Requests regarding the introduction of new items on the agenda as well as the draft resolutions for these items shall be submitted to the Board of Directors only in writing, in a sealed envelope with the mention written clearly and in capital letters "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS DATED FROM 22/23.08.2023". The agenda completed with the proposed items will be republished with the fulfillment of the requirements provided by law for convening the General Assembly.

**The company's shareholders can ask** questions regarding the items on the agenda, until at the latest one working day before the date of the General Assembly, i.e. 21.08.2023, they can also be submitted in writing, to be submitted to the company's headquarters together with copies after the documents which allow identification of the shareholder, until **21.08.2023 at 12** o'clock.

The questions are submitted to the Board of Directors in writing, in the original, in a sealed envelope with the mention written clearly and in capital letters "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 22/23.08.2023". The company will respond to questions on the website (in question-answer format) as soon as possible.

The special proxies, the voting form completed and signed in the original, the requests regarding the introduction of new items on the agenda, the questions formulated by the shareholders, will be accompanied by the following documents (a) year in the case of natural persons photocopy of identity document signed for compliance with the original, respectively (b) in the case of legal entities, a photocopy of the identity document of the legal representative, ascertaining certificate issued by the Trade Register, issued no later than 3 months before the date of publication of the convenor of the general meeting of shareholders, in the original or in a copy in accordance with the original.

The share capital of the issuer SINTEZA SA consists of 66,112,590 registered shares, each share giving the right to one vote in the general meeting of shareholders.

The documents, materials regarding the issues on the agenda, the total number of issued shares and voting rights on the date of the convocation, the draft resolutions, the special power of attorney forms and the voting by mail form will also be available in English to the shareholders both at the company's headquarters as well as on the website [www.sinteza.ro](http://www.sinteza.ro), starting on 20.07.2023 at 12 noon.

Additional information, including information on shareholders' rights, can be found on the website [www.sinteza.ro](http://www.sinteza.ro) , or can be obtained by phone: 0259/444969, on working days, from Monday to Friday between 9:00 a.m. and 1:00 p.m. .

**THE PRESIDENT OF THE BOARD OF DIRECTORS**  
ALEXANDRU SAVIN