



Current report
No. 5 Of April 26th, 2024

The current report in conformity with art 122 et seq. of Law no 24/2017 and art. 116 et seq of NSC Regulation no. 5/2018

Date of report April 26th,2024

Name of issuing entity: SC Alumil Rom Industry SA

Headquarters: Bucharest, Sos. Bucuresti-Ploiesti no. 42-44,

Complex Baneasa Bussines&Technology Park, A Building, A1 Wing, ground floor, district 1

Phone no: 021 4243456 , fax: 021 423 39 32

Unique Registration Code at the Trade Registry: RO10042631

Registration number with the Trade Registry: J40/8540/1997

Subscribed and paid social capital: 6.250.000 lei

The regulated market by which the issued transferable securities are bargained: Bucharest Stock Exchange, Equity securities – Standard Category

I.Important events to be reported:

A.On April 26th, 2024, hours 11.00, the shareholders of the Company **ALUMIL ROM INDUSTRY S.A.** (hereinafter "**Alumil**"), a joint stock company of open type with a share capital of ron 6,250,000 divided into 31.250.000 shares in nominal value of lei 0,2, held by the shareholders registered in the Shareholders' Registry on 18.04.2024 according to the evidence issued by Depozitarul Central S.A., gathered in the Ordinary General Meeting of Shareholders in Bucharest, Sos. Bucuresti-Ploiesti no. 42-44, Complex Baneasa Bussines&Technology Park, A Building, A1 Wing, ground floor, district 1, upon the first summons of the President of the Company's Board of Directors, according to the legal provisions in force and to the Company's Constitutive Act and adopted 14 resolutions according to the issues on the agenda.

At the meeting there were present 8 shareholders, are present, 7 in person, 1 by representative, representing a total of 24,968,100 shares, meaning 79.8979 % of the company's share capital, the company issuing one category of shares.

The resolutions were adopted with unanimity of the present shareholders, except for decision no. 3 regarding the discharge of the directors, to which the present shareholders of the Board of Directors abstained, ie a number of 1 shareholder, holding 7,485,150 shares, representing 23.952% of the share capital of the Company.

RESOLUTIONS OF THE ORDINARY GENERAL MEETING

The President of the Board of Directors has summoned the Ordinary General Meeting of Shareholders according with the statutory provisions and following the debates written in the Minutes of the Ordinary

General Meeting of Shareholders dated on 26.04.2024, the shareholders adopted the following resolutions:

Resolution no. 1

Art. 1. It is approved the Management Report of the Board of Directors regarding the activity and the individual financial situations of the Alumil Rom Industry SA for the year 2023.

Art. 2. It is approved the Report and the opinion of the financial auditor regarding the individual financial statements of the Company Alumil Rom Industry SA for the year 2023.

Art. 3. It is approved the individual financial statements of the Company Alumil Rom Industry SA for the fiscal year 2023, meaning: the statement of comprehensive income, the statement of financial position, the statement of cash flow, the situation of changes in equity, the notes to the financial statements, as follows:

• Total income	118.154.689 lei
• Total expenses	80.830.779 lei
• Net profit of the year	6.513.827 lei

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 2

Art. 1. It is approved the distribution of the net profit as follows:

Profit destination	2023
Reported results	7.904.226
Net profit to be distributed related to 2023	6.513.827
- legal reserves	-
- dividends	6.250.000
Net reported results	8.168.053

The value of the gross distributed which will be paid is of 0,2 lei/share, representing a gross dividend for the shareholders registered as such with the Shareholders' Registry as of 08.07.2024..

Art. 2. The tax on dividends will be calculated and withheld by ALUMIL ROM INDUSTRY SA and paid to the state budget under the legal provisions applicable.

Art. 3 Dividend payments shall be made to the shareholders starting with 25.07.2024, established as "payment date", the calendar day when the payment of the dividends related to ALUMIL ROM INDUSTRY SA shares as it was established under the Ordinary General Shareholders' Meeting become due.

The dividend payment modalities and the relevant procedures shall be communicated to the shareholders in a further information.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 3

Art. 1 It is approved the discharge of liability of the administrators/directors of the Company's directors for the financial year 2023.

The resolution is adopted with majority of votes of the shareholders present in person or by representative, who did not abstain from voting, according with the statutory provisions.

Resolution no. 4

Art.1. Approval to extend with 1 year of the external (statutory) auditor mandate of the company **Accordserve Advisory S.R.L.** , a Romanian legal entity, registered with the Trade Registry under no. J40/3130/2001, UIC RO13788963, with headquarters in Bucharest, 7 Oitelor St., "APC House" Building, 1st floor, App. 3, district 4.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 5

Art.1. It is approved the Budget of Incomes and Expenses for the year 2024, as follows:

- | | |
|--------------------------|-----------------|
| • Turnover | RON 113.468.691 |
| • Result of exploitation | RON 5.482.712 |
| • Net result | RON 4.361.001 |

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 6

Art.1. It is approved the Remuneration Report for 2023 prepared under the conditions of art. 107 of Law no. 24/2017.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 7

Art.1. It is approved the revocation of the mandate of Mr. Michail Sotiriou as President and member of the Board of Directors and the termination of the management contract signed by him with the company on 28.04.2014 with subsequent changes.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 8

Art.1. It is approved the appointment of Mr. Georgios Mylonas as President of the Board of Directors of the Company.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 9

Art.1. It is approved the appoint as member of the Board of Directors of Company of Mr. Spyridon Mavrikakis, Greek citizen for a period of 2 years under the same conditions as the other members of the Board, including in terms of remuneration, the General Manager will sign the Management Contract on behalf of the Company.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 10

Art.1. It is approved to maintain the same conditions for the management contract of the President of the Board of Directors of Alumil Rom Industry S.A. as well as for the other members of the Board, including remuneration.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 11

Art.1. It is approved the date of 08.07.2024 as „ registration date ", date which serves for identification of the shareholders benefitting of the effects of the Ordinary General Meeting of Shareholders.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 12

Art.1. It is approved establishing the date of 05.07.2024 as „ex date" day, the calendar day from which the shares of ALUMIL ROM INDUSTRY S.A., object of the Ordinary General meeting of shareholders decision will be traded without the rights which derives from the respective decision.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 13

Art.1. It is approved establishing the date of 25.07.2024 as „payment date”, the calendar day when the distribution of dividends related to the ALUMIL ROM INDUSTRY S.A. shares as is was established under the Ordinary General Meeting of Shareholders decision becomes due.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 14

Art.1. The mandate of Mr. Marius Ionita, General Manager member of the Board of Directors to sign in the name and on behalf of the shareholders all the decisions taken within the Ordinary General Meeting of Shareholders and effecting all the formalities required by the law in order to register and applying the decisions adopted as well as for signing in the name and on behalf of the Company of any contracts or other documents subsequent to these decisions, including the management contract concluded with the President of the Board of Directors and the new member of the Board and the updated Constitutive Act.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

B. On April 26th, 2024, hours 11.30, the shareholders of the Company **ALUMIL ROM INDUSTRY S.A.** (hereinafter “**Alumil**”), a joint stock company of open type with a share capital of ron 6,250,000 divided into 31.250.000 shares in nominal value of lei 0,2, held by the shareholders registered in the Shareholders' Registry on 18.04.2024 according to the evidence issued by Depozitarul Central S.A., gathered in the Extraordinary General Meeting of Shareholders in Bucharest, Sos. Bucuresti Ploiesti no. 42-44, Complex Baneasa Bussines&Technology Park, A Building, A1 Wing, ground floor, district 1, upon the first summons of the President of the Company's Board of Directors, according to the legal provisions in force and to the Company's Constitutive Act and adopted 6 resolutions according to the issues on the agenda.

At the meeting there were present 8 shareholders, are present, 7 in person, 1 by representative, representing a total of 24,968,100 shares, meaning 79.8979 % of the company's share capital, the company issuing one category of shares.

The resolutions were adopted with unanimity of the present shareholders.

RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING

The President of the Board of Directors has summoned the Extraordinary General Meeting of Shareholders according with the statutory provisions and following the debates written in the Minutes of the Extraordinary General Meeting of Shareholders dated on 26.04.2024, the shareholders adopted the following resolutions:

Resolution no. 1

Art. 1 It is approved the amendment of the Constitutive Act of the Company as follows:

a) Article 15.2. shall be replaced by the following:

15.2. The Board of Directors is headed by the President or, in his absence, by any of the Vice-Presidents, having the same rights as the acting President.

b) Article 15.8. shall be replaced by the following:

15.8. The members of the Board of Directors, including the President, may delegate the powers of representation and/or decision to the directors of the Company appointed from or outside the Board of Directors. The President of the Board of Directors is entitled to delegate to the General Manager the representation and decision for the Company, within the limits provided by law and by this Constitutive Act.

c) Article 18.1. shall be replaced by the following:

18.1. The Board of Directors may delegate the management of the Company to one or more directors, appointing one of them as General Manager. Directors may be appointed from among the members of the board of directors or from outside the company's management body.

d) a new Article 18.2 shall be inserted with the following content:

18.2. The Board of Directors delegates the powers of representation and decision for the Company within the limits provided by law and this Constitutive Act to the General Manager who will act as the legal representative of the Company, having in this respect full representation powers of the Company.

(e) the remaining paragraphs of Article 18 shall be renumbered.

f) Article 18.6 (formerly 18.5) shall have the following content:

18.6. The General Manager shall have limited competencies as regards the decisional rights being limited to deeds whose value shall exceed the amount of Euro 10,000 or the equivalent in lei or other currency. Henceforth any decision exceeding this amount shall stand under the competence of the Board of Directors.

The limitation mentioned above does not affect representation deeds, including managing the Company's bank accounts, making (and/or signing) payments, handling cash transactions, conducting foreign exchanges, and issuing payment or guarantee instruments on behalf of the Company and for all its activities, transactions on accounts and/or transactions relating to any use of credit agreements contracted by the Company not being subject to the limit indicated in the previous paragraph. These competencies will be exercised by the General Manager in his capacity as the Company's legal representative. The General Manager may delegate representation to other Directors, or persons employed by the company or from outside, under a valid mandate.

Art.2. The updated articles of incorporation of the Company are approved according to the amendments approved above.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 2

Art. 1 It is approved the extension of the Global Operating Ceiling credit facility, in the amount of EUR 2,000,000 contracted from Banca Transilvania SA, for a period of 24 months according to credit agreement no. 2/BWI/2014 and subsequent addenda, maintaining the guarantees already established and maintaining the mandate granted to Mr. Michail Sotiriou, by decision of the Board of Directors no. 03/21.04.2016, for signing all subsequent addenda, necessary for the extension of the credit facility at Banca Transilvania.

Art. 2 It is approved the empowerment of Mr. Marius Ionita, General Manager and member of the Board of Directors of the Company in order to represent the Company with full powers before Banca Transilvania SA, in order to carry out in good conditions the contracted facility (from this banking institution), having the right to sign any additional act(s) subsequent to the credit agreement no. 2/BWI/2014, which may have as object, including, but not limited to, the extension of deadlines, restructuring, rescheduling, diminishing, modifying and supplementing the guarantee structure at the level of the necessary to be guaranteed according to negotiations with the bank, as well as any other documents necessary for the smooth running of the contracted credit facility.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 3

Art. 1 It is approved the maintenance in progress and extension of the credit facility in the amount of EUR 1,600,000 contracted by the Company from OTP Bank Romania SA under credit agreement no. 6007/13.03.2014 with subsequent addenda, having as purpose the financing of current expenses as well as the extension with new credit periods, if applicable, with the prior approval of the Bank, until the full fulfilment of contractual obligations, as well as maintaining the guarantees provided for the reimbursement of this facility throughout the contract period.

Art. 2 It is approved the empowerment of Mr. Marius Ionita, General Manager and member of the Board of Directors of the Company, in order to sign all the addenda necessary for the extension approved above, as well as for all subsequent addenda necessary for the extension of the credit facility at OTP Bank Romania SA and the revocation of the mandate granted to Mr. Michail Sotiriou following the revocation of the mandate of President of the Board of Directors and amendments to the Constitutive Act approved in item 1 of the agenda of this Extraordinary General Meeting.

Art.3 It is approved the empowerment of Mr. Marius Ionita, Romanian citizen, domiciled in Romania, Bucharest, General Manager and member of the Board of Directors of the Company in order to represent the Company with full powers before OTP Bank Romania SA, in order to carry out in good conditions the contracted facility (from this banking institution), having the right to decide and sign any addendum(s) to the credit agreement no. 6007/13.03.2014 with subsequent addenda, including subsequent extensions, for a period of 4 years/48 months, under the suspensive condition of successive extension of the duration

of the Credit identified in item 1 above, for signing the credit agreement(s), guarantee agreements (movable/real estate), all related addenda, promissory notes issued/endorsed/endorsed by the Company, as well as all applications, documents related to the fulfilment of this Decision and/or concern the credit referred to in item 1 hereof. The mandate is also granted for the establishment and notation of prohibitions of alienation, encumbrance, rental, dismantling and joining, construction and demolition, restructuring and arrangement on buildings provided under guarantee. Also, the mandate shall be considered given for any changes that will occur during the loan period mentioned in this decision, regarding the credit and/or guarantee agreement related to them, concluded/to be concluded with OTP BANK ROMANIA SA, such as, but not limited to, the extension of the loan validity period, increases/decreases/restructurings of the loan amount, interest rate increases/decreases, establishment of new guarantees/their replacement or any other changes to the credit and/or guarantee ratio, the mandate being given until the full fulfilment of the contractual obligations.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 4

Art. 1 It is approved establishing the date of 08.07.2024 as „registration date", date which serves for identification of the shareholders benefitting of the effects of the Extraordinary General Meeting of Shareholders.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 5

Art.1. It is approved establishing the date of 05.07.2024 as „ex date" day, the calendar day from which the shares of ALUMIL ROM INDUSTRY S.A., object of the Extraordinary General Meeting of Shareholders decision will be traded without the rights which derives from the respective decision.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

Resolution no. 6

Art.1 It is approved the empowerment of Mr. Marius Ionita General Manager and member of the Board of Directors of the Company, to sign in the name and on behalf of the shareholders all the decisions taken within the Extraordinary General Meeting of Shareholders and effecting all the formalities required by the law in order to register and applying the decisions adopted as well as for signing in the name and on behalf of the Company of any contracts or other documents subsequent to these decisions, including the updated Constitutive Act of the Company.

The resolution is adopted with unanimity of votes of the shareholders present in person or by representative.

General Manager
Marius Ionita