

TO: BUCHAREST STOCK EXCHANGE (BSE)
ADDRESS: 34-36 Carol I Boulevard, Bucharest, postal code 020922

FINANCIAL SUPERVISORY AUTHORITY
Financial Investments and Instruments Sector
Issuers, Transactions Monitoring and Market Abuse Department
15 Splaiul Independenței, district 5, Bucharest

Current report in compliance with the Law 24/2017, republished, on issuers of financial instruments and market operations, Regulation FSA no. 5/2018 on issuers of financial instruments and market operations, and the Bucharest Stock Exchange Code.

CURRENT REPORT

Date of the report: 11.01.2024
Name of the issuing company: Aquila Part Prod Com S.A.
Headquarters: Ploiești city, 105A Malu Rosu street, Prahova County, Romania
Telephone number: 0244.594.793
Sole identification code: 6484554
Trade registry reg. no.: J29/2790/1994
Subscribed and paid capital: 180,000,360 lei
Total no. of shares: 1,200,002,400 shares
Market on which securities are traded: Bucharest Stock Exchange, Premium Tier

IMPORTANT EVENT

- 1. Preliminary transaction agreement for the acquisition of Parmafood**
- 2. Convening Notice of the Extraordinary General Shareholders Meeting**

Aquila Part Prod Com SA ("Company" or "AQ") informs the investors about:

1. Signing a preliminary transaction agreement for the acquisition of 100% of the shares of the following companies ("Target Companies"):

- (i) Parmafood Group Distribution SRL - limited liability company, registered under Romanian law, with its registered office in Dragomiresti-Vale village, Dragomiresti-Vale commune, 1 Ciresului Street, office no. 24, Ilfov county, registered with the Trade Register Office under no. J23/2963/2011, Unique Registration Code 29337854;
- (ii) Parmafood Trading SRL - limited liability company, registered under Romanian law, with its registered office in Bucharest, 2nd Sector, 19A Vergului street, Block K1, 3rd, apt. 14, registered with the Trade Register Office under no. J40/8084/2008, Unique Registration Code 23848779;

The transaction was approved by the Board of Directors on 10.01.2024, after completing the due diligence process and is subject to the following main conditions:

- i. The maximum cumulative price for the purchase of the above-mentioned package is 16,500,000 euros;

- ii. The price will be paid in 3 instalments, respectively: 80% at the closing date, 10% after the expiration of a period of one year from the closing date and 10% after the expiry of a period of two years from the closing date;
- iii. The price will be paid from the Company's own sources;
- iv. The transaction will be implemented after cumulative fulfilment of the following conditions
 - a) the approval of the main terms and conditions by the Extraordinary General Shareholders Meeting and b) the issuance by the Competition Council of a no-objection decision or, where applicable, authorisation of the transaction, as well as c) after obtaining the approval of the Foreign Direct Investment.

2. Convening of the Extraordinary General Shareholders Meeting.

In compliance with Law no. 24/2017 on issuers of financial instruments and market operations (republished) and Financial Supervisory Authority's Regulation no. 5/2018 on issuers of financial instruments and market operations the board of directors of Aquila Part Prod Com S.A. (market symbol "AQ") convenes the:

- ✓ **EXTRAORDINARY GENERAL SHAREHOLDERS MEETING (EGSM)** on 15.02.2024, starting at 11:00 (Romanian hour), for the first call and on 16.02.2024, starting at 11:00 (hour of Romania), for the second call, which will take place in meeting room no. 1, located in Ploiesti, 105A Malu Rosu street, 2nd floor, Prahova county – Aquila headquarters.

The convening notice of the EGMS is attached to this report.

**Chief Executive Officer,
Cătălin Vasile**



AQUILA signs a preliminary transaction agreement for the acquisition of Parmafood

Press release

Ploiești, January 11, 2024 – AQUILA (symbol AQ), the market leader in the field of integrated distribution and logistics services for consumer goods in Romania and the Republic of Moldova, announces the signing of a preliminary transaction agreement to acquire 100% of the shares of Parmafood Trading SRL and Parmafood Group Distribution SRL, companies placed among the leading distributors of fast-moving consumer goods. The transaction will take place subject to obtaining the necessary approvals from the Competition Council, the Commission for the Examination of Foreign Direct Investments, and after the prior approval of the main terms and conditions by AQUILA's Extraordinary General Shareholders Meeting.

Cătălin Vasile, CEO AQUILA:

"According to the business development strategy announced with the listing on the Bucharest Stock Exchange, we continue the acquisitions of companies and maintain a broader approach from the market perspective and profitability of the target company. Also, the acquisition will allow us to expand and strengthen our presence in all distribution channels with products complementary to our activity and represents another step in consolidating the business. The completion of the acquisition of Parmafood companies will allow the expansion of AQUILA's portfolio with new international and local partners, continuing to offer our consumers diversified



and high-quality products. We are dedicated to sustainable growth and strengthening our position in the distribution market, contributing to the solid foundation of the business, in line with the mission to have an AQUILA distributed product in every home."

The total agreed price for the acquisition of both companies will be a maximum of EUR 16.5 million, from which debts will be deducted, based on a price mechanism established by the parties, and will be paid from own sources.

The agreed payment method consists of paying 80% of the total amount upon closing the transaction and 10% after 1 year, respectively 2 years from the closing of the transaction.

Eugen Savu, majority shareholder and General Manager, Parmafood:

"It is an important decision regarding the future of our company and comes as a confirmation of the maturity of our business model. We decided to offer continuity to the distribution business by associating with a larger player who shares our vision and values and who will create opportunities for growth and development for both our business partners and our employees."

Parmafood companies have a combined history of 3 decades and hold a portfolio of over 100 brands with national and international recognition. Parmafood Trading SRL and Parmafood Group Distribution SRL recorded a combined turnover of RON 245.53 million in 2022 and a combined net profit of RON 15.67 million. The acquired companies carry out distribution activities in HoReCa, Modern Retail, and Traditional Retail channels and operate logistic warehouses with integrated stock management systems.

About AQUILA

AQUILA operates in Romania and the Republic of Moldova, with an integrated business model, with activity in the following business segments: distribution, logistics, and transport. AQUILA sells consumer goods in over 72,000 points of sale across all FMCG retail channels, covering over 90% of the market. The integrated product portfolio totals over 10,000 products, with own brands as Gradena: frozen vegetables and fruits; LaMasa: semi cooked frozen meats; Yachtis: frozen fish and seafood products; and also well-known brands from different categories such as: personal care products - Rexona, Dove; sweets - Kinder, Raffaello, Snickers or Mars; coffee - Lavazza; cleaning products - Dero, Cif or Coccolino; pet food - Whiskas, Pedigree; hygiene products - Kleenex, Kotex, Zewa, Tena, Libresse; baby diapers - Huggies; frozen vegetables and canned food - Bonduelle; vegetable sour cream and vegetable whipped cream - Gran Cucina and Hulala; fish and fish products - Frosta.

The company was founded in 1994 by the entrepreneurs Alin Adrian Dociu and Constantin Cătălin Vasile. Since November 2021 is listed on the Bucharest Stock Exchange (BVB), following an initial public offering worth 367 million lei, the largest initial public offering carried out by an entrepreneurial company on the local capital market. The company's shares (symbol AQ) are included in the Bucharest Stock Exchange reference index- BET and in the Global Micro Cap index of FTSE Russell. Starting from September 1, 2023, the company's shares are also included in the MSCI Frontier IMI and MSCI Romania IMI indices.

The company obtained the maximum score, 10, in the VEKTOR evaluation carried out by the Romanian Investor Relations Association - ARIR, based on 12 criteria regarding corporate governance and communication with investors.

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