



To: The FINANCIAL SUPERVISORY AUTHORITY
BUCHAREST STOCK EXCHANGE S.A.

Current report

according to the provisions of Regulation no. 5/2018 on issuers and market operations and of Law no. 24/2017 on issuers of financial instruments and market operations

Reporting date: 14.05.2024

Company name: Chimcomplex S.A. Borzești

Address: Strada Industriilor nr. 3, Onești, județul Bacău

Fax no.: 0234.302102

Phone: 0234.302250

Unique registration code: RO960322

Registration number with the Trade Register: J04/493/1991

LEI (Legal Entity Identifier): 549300FCIHJZOG56WD36

Subscribed and paid-up share capital: 304,907,851 Lei

The market on which the securities are traded: Bucharest Stock Exchange – Standard Category, symbol CRC

The event to be reported: Completion of the agenda convening the Extraordinary General Meeting of Shareholders on 30.05.2024

The Board of Directors of CHIMCOMPLEX SA BORZESTI, with headquarters in Onesti, strada Industriilor, no. 3, Bacau county, registered at the Trade Registry Office next to the Bacau Court under no. J04/493/1991, CUI RO960322, in accordance with the provisions of art. 117¹ of Law no. 31/1990 regarding companies, republished, with subsequent additions and modifications, of Law no. 297/2004 regarding the capital market, of Law no. 24/2017 regarding the issuers of financial instruments and market operations, of the ASF Regulation no. 5/2018 regarding issuers of financial instruments and market operations, of the company's Articles of Association, as well as any applicable legal provisions, as a result of the requests received from the majority shareholder CRC Alchemy Holding BV, by Decision C.A. no. 1/13.05.2024, completes the agenda of the Extraordinary General Meeting of Shareholders ("AGEM") of 30.05.2024, 11:00, which will take place at the company's headquarters located in the Municipality of Onesti, strada Industriilor, no. . 3, Bacau county, with the following points:

1. Completing the object of activity of Chimcomplex S.A. Borzesti, with the following CAEN codes: "2361 - Manufacture of concrete products for construction", "2369 - Manufacture of other articles of concrete, cement and plaster", "2370 - Cutting, shaping and finishing of stone", „2399 - Manufacture of other products from non-metallic minerals, n.e.c."

2. Modification and updating, accordingly, of the Constitutive Act of the Chimcomplex S.A. company. Borzesti and the authorization of the president of the Board of Directors to sign the updated Constitutive Act.

3. Completing the object of activity of Chimcomplex S.A. Borzesti Branch Râmnicu Vâlcea, with the following CAEN codes: "2361 - Manufacture of concrete products for construction", "2369 - Manufacture of other articles of concrete, cement and plaster", "2370 - Cutting, shaping and finishing of stone", „2399 - Manufacture of other products from non-metallic minerals, n.e.c.

4. The modification and updating, accordingly, of the Organization and Functioning Regulation of the Chimcomplex S.A. company. Borzesti Râmnicu Vâlcea Branch and the authorization of the president of the Board of Directors to sign the updated regulation.

Shareholders registered in the Register of Shareholders issued by Depozitarul Central SA at the end of 05/17/2024, considered as the reference date, have the right to participate in the meeting.

After completion, the agenda will be as follows:

1. Approval of the authorization of the Board of Directors to implement a program to buy back a maximum number of 1,000,000 shares, with a nominal value of 1 leu/share, at a minimum price equal to the BVB market price at the time of purchase and a maximum price of 24 lei/share. The purpose of the buyback program is the distribution of shares as incentive packages (stock option plan) to administrators, managers and employees of the Company and affiliated companies, according to the provisions of the Remuneration Policy. The authorization to purchase own shares is granted for a period of 18 months from the date of publication of the AGEA decision in the Official Gazette of Romania, Part IV. The Board of Directors of the Company will be fully empowered with regard to the implementation of the buyback program, subject to compliance with the applicable legislation and the shareholders' resolutions, including with regard to: the launch date, the prices at which the shares will be purchased, the method of purchasing the shares, the suspension or cancellation of the program, the application of the allocation criteria, the determination of the beneficiaries and the number of rights/options, to acquire shares, the period of exercise of the rights, the preparation and publication of information documents under the law, the conclusion of a contract with Estinvest S.A. for trading on the capital market.

2. Approval of the date of 21.06.2024, as the registration date, i.e. the identification date of the shareholders on whom the effects of the decision of the general meeting of shareholders are reflected, in accordance with the provisions of Regulation no. 5/2018.

3. Approval of the date of 20.06.2024, as the "ex date", i.e. the date prior to the registration date on which the financial instruments subject to the decisions of the corporate bodies are traded without the rights deriving from the decision, in accordance with the provisions of Regulation no. 5/2018.

4. Empowering Lazarovici and SCA Associates to act on behalf of the company, in order to fulfill all the necessary formalities related to the registration at the Trade Registry Office and the publication to the competent authorities of the decision of the general meeting of shareholders.

5. Completing the object of activity of Chimcomplex S.A. Borzesti, with the following CAEN codes: "2361 - Manufacture of concrete products for construction", "2369 - Manufacture of other articles of concrete, cement and plaster", "2370 - Cutting, shaping and finishing of stone", „2399 - Manufacture of other products from non-metallic minerals, n.e.c."

6. Modification and updating, accordingly, of the Constitutive Act of the Chimcomplex S.A. company. Borzesti and the authorization of the president of the Board of Directors to sign the updated Constitutive Act.

7. Completing the object of activity of Chimcomplex S.A. Borzesti Branch Râmnicu Vâlcea, with the following CAEN codes: "2361 - Manufacture of concrete products for construction", "2369 - Manufacture of other articles of concrete, cement and plaster", "2370 - Cutting, shaping and finishing of stone", ,,2399 - Manufacture of other products from non-metallic minerals, n.e.c.

8. The modification and updating, accordingly, of the Organization and Functioning Regulation of the Chimcomplex S.A. company. Borzesti Râmnicu Vâlcea Branch and the authorization of the president of the Board of Directors to sign the updated regulation.

The draft decision of the EGMS, as well as the documents and meeting materials on the agenda are available 30 days before the date of the EGMS, in electronic format, on the company's website at www.chimcomplex.com and at the company's headquarters, starting with **30.04.2024**.

Shareholders may exercise their right to vote at the general meeting, proportionally to the number of shares they possess.

In accordance with the provisions of art. 117 index 1 of Law no. 31/1990 regarding the companies and art. 189 of Regulation No 189 of Regulation No 189. 5/2018 regarding the issuers of financial instruments and market operations, one or more shareholders, representing individually or together, at least 5% of the share capital, have the right to:

- to introduce items on the agenda of the general meetings, provided that each item is accompanied by justification or a draft decision proposed for adoption by the general meetings until 10.05.2024;
- to present draft decisions for the items proposed to be included on the agenda of the general meetings;
- the completed agenda, after the convocation, will be published in the Official Gazette of Romania at least 10 days before the general assembly mentioned in the initial convocation.

According to art. 198 of Regulation No 198 of Regulation No 198. 5/2018, fiecare shareholder, natural or legal person, has the right to ask questions regarding the items on the agenda of the general meeting, no later than 10.05.2024, 10 o'clock, the date of the registration number. The company can also respond by posting the answer on its own web-site www.chimcomplex.com, in the AGA section.

The applications will be submitted in written form, in original, at the company's headquarters in Onesti, strada Industrielor, nr. 3, Bacau County, under the signature of the shareholder or his legal representative.

In order to identify and prove the quality of shareholder of a person who asks questions or requests the completion of the agenda, the person concerned has the obligation to attach to the request, documents certifying his identity (for natural person: copy of BI / CI, for the legal person: copy of the BI / CI legal representative and certificate of ascertainment issued by the Trade Register or a document issued by a competent authority, in which the shareholder is legally registered issued no later than 3 months before the date of publication of the convocation of the general meeting, such as and the resulting statement of account shareholder status and the number of shares held, issued by the Central Depository.

The same documents will be submitted by the shareholders who submit questions to the Board of Directors.

The deadline for shareholders to exercise the rights mentioned above is set at 15 days from the date of publication in the Official Gazette of Romania.

The proposals for completing the agenda or the questions of the shareholders mentioned in the previous paragraphs may be sent in writing, by post or courier services, to the headquarters of the aforementioned company, with the mention clearly written, in capital letters, **FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS DATED 30.05.2024**.

The shareholders registered in the shareholders' register on the reference date may participate in the general meeting directly or may be represented by other persons, based on a general or special power of attorney, in accordance with the provisions of art. 188 of the ASF Regulation no. 5/2018, or may vote by correspondence according to the forms posted on the company's website www.chimcomplex.com.

The access of shareholders, natural persons, entitled to participate in the general meeting is allowed by simply proving their identity.

The special power of attorney may be granted to any person for representation in a single general meeting, containing specific voting instructions from the shareholder.

The special power of attorney form can be obtained from the company's headquarters or downloaded from the company's website www.chimcomplex.com, starting with **30.04.2024**.

Shareholders may grant a general power of attorney valid for a period not exceeding 3 years, allowing its representative to represent him in one or more general meetings of shareholders of one or more companies identified in the power of attorney, which does not contain specific voting instructions from the shareholder.

The general power of attorney must contain at least the following information: 1. the name / name of the shareholder; 2. the name/name of the representative (the one to whom the power of attorney is granted); 3. the date of empowerment, as well as the period of its validity, in compliance with the legal provisions; the powers of attorney having a later date have the effect of revoking the powers of attorney dated above; 4. specification of the fact that the shareholder empowers the representative to participate and vote on his behalf by the general power of attorney in the general meeting of shareholders for the entire holding of the shareholder on the reference date, with the express specification of the company / companies for which the respective general power of attorney is used. The general power of attorney ceases by: (i) the written revocation by the managing shareholder of the latter, transmitted to the issuer at the latest by the deadline for submitting the power of attorney applicable to an extraordinary or ordinary general meeting, organized within the mandate, written in Romanian or in English; or (ii) loss of the principal's capacity as shareholder on the reference date applicable to an extraordinary or ordinary general meeting, organized within the mandate; or (iii) the loss of the trustee's capacity as an intermediary or lawyer.

A shareholder is forbidden to cast different votes based on the shares held by him in the same company.

After completion and signing, a copy of the power of attorney, in Romanian, will be submitted in original, 48 hours before the meeting, in a closed envelope, with the mention written in clear and in capital letters **"FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 30.05.2024"**, under the sanction of losing the exercise of the right to vote in the general meeting, according to the provisions of the law.

The powers of attorney can also be transmitted electronically with the extended electronic signature incorporated according to the law, to the email address ir@chimcomplex.com,

mentioning the subject **"FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 30.05.2024"**.

Shareholders can also vote by correspondence, before the AGA, using the postal voting form. The form can be obtained from the company's headquarters or can be downloaded from the www.chimcomplex.com website.

The postal voting form completed and signed accompanied by the copy of the shareholder's identity document (pers. physical)/registration certificate (legal pers.), will be sent to the company's headquarters, in original, in Romanian, so as to be received by the company, at least 48 hours before the AGA, in a closed envelope, with the mention written in clear and in capital letters **"FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 30.05.2024"**, under the sanction of losing the exercise of the right to vote in the general assembly, according to the provisions of the law.

The voting forms can also be sent electronically with the extended electronic signature incorporated according to the law, to the email address ir@chimcomplex.com, mentioning the subject **"FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 30.05.2024"**.

Ballot papers that are not received by the date indicated above cannot be taken into account for determining the quorum and majority in the general meeting.

This convocation is made with the application of the provisions of the ASF Regulation no. 5/2018.

Additional information can be obtained at the company's headquarters or by phone 0234/302007.

**CHAIRMAN of the BoD,
av.dr.ec. Vuza Stefan**
