



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

E-mail: office@prebet.ro;

Internet: www.prebet.ro

No. 230/18.01.2024

To,
Bucharest Stock Exchange
Financing Surveillance 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: **18.01.2024**

Company name: **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**

Symbol: **PREB**

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

Important event:

- **The Decision of the Extraordinary General Meeting of Shareholders PREBET AIUD S.A. from 17.01.2024**

PREBET AIUD S.A. informs that on 17.01.2024 at 12⁰⁰, the Extraordinary General Meeting of the shareholders of Prebet Aiud S.A took place at the headquarters of the Company from Aiud, 10 Arenei Street, Alba County. PREBET AIUD S.A., convened in accordance with the provisions of Law no. 31/1990 R, with subsequent amendments and completions, of Law 24/2017 on issuers of financial instruments and market operations, ASF Regulation. no. 5/2018 regarding the issuers of financial instruments and market operations and of the Articles of Association of the Company.

The Extraordinary General Assembly carried out its work at the first convocation. The convocation was published in the Official Gazette of Romania, Part IV no. 5334/28.11.2023, in the newspaper "Bursa" dated 28.11.2023, on the BVB website and on the website of the company www.prebet.ro to the section "Investor relations" – OGMS / AGEA.

The general meeting was attended by the company's shareholders registered in the Register of Shareholders kept by the Central Depository of Bucharest, on the reference date of January 8, 2024.

General Director

Cosmin Porutiu

**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PREBET AIUD S.A. of January 17, 2024**



Capital social: 8.199.547,74 lei

Cod Fiscal: RO 1763841; Nr. de ordine la Registrul Comertului: J01/121/1991

Cont Banca: BRD, Sucursala Aiud IBAN RO27 BRDE 010S V361 7389 0100

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The shareholders of PREBET AIUD S.A., trading company with the registration data mentioned above (“Company”), met in the Extraordinary General Meeting of Shareholders at the first call on January 17, 2024 at 12⁰⁰, at the Company headquarters in 10 Arenei Street, Aiud, Alba County, postal code 515200, observing all the conditions for voting and quorum, being present shareholders representing a total of 32.912.317 shares, respectively 72,25% of the total of 45,553,043 shares, representing the total number of shares, that form the Company's share capital, in accordance with the provisions of Law no. 31/1990 R, as amended and supplemented, Law 24/2017 on Issuers of Financial Instruments and Market Operations, ASF Regulation no. 5/2018 on Issuers of Financial Instruments and Market Operations and the Articles of Incorporation of the Company published on www.prebet.ro.

DECIDE:

1. Approval of the cancellation of 3,644,243 shares of Prebet Aiud S.A., acquired by the Company within the program for acquiring its own shares approved by the Decision of the Extraordinary General Meeting of Shareholders no. 2/12.01.2022 and amended by EGM Decision no. 3/28.04.2022.

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: 32.912.317

ABSTENTION VOTES:

AGAINST VOTES:

2. Approval of the reduction of the share capital of Prebet Aiud S.A., according to art. 104¹ para. (3) and Art. 207 paragraph (1) letter c) of Law nr. 31/1990, with the amount of 655,963.74 lei, from 8,199,547.74 lei to 7,543,584.00 lei, in case of approval of point 1.

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: 32.912.317

ABSTENTION VOTES: -

AGAINST VOTES: -

3. Approval of the early termination of the buy-back program approved by EGM Decision of 26.04.2023 and amended by EGM Decision of 11.10.2023.

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: 32.912.317

ABSTENTION VOTES: -

AGAINST VOTES: -

4. Approval of the cancellation of a number of 91,457 shares of Prebet Aiud S.A., acquired by the Company within the program for acquiring own shares approved by the EGM Decision of 26.04.2023 and amended by the EGM Decision of 11.10.2023.

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: 32.912.317





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ABSTENTION VOTES: -

AGAINST VOTES: -

5. Approval of the reduction of the share capital of Prebet Aiud S.A., according to art. 207 paragraph (1) letter c) of Law nr. 31/1990, with the amount of 16,462.26 lei, from 7,543,584.00 lei to 7,527,121.74 lei, in case of approval points 1-4.

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: 32.912.317

ABSTENTION VOTES: -

AGAINST VOTES: -

6. Approval of the reduction of the share capital of Prebet Aiud S.A., according to art. 207 paragraph (1) letter c) of Law nr. 31/1990, with the amount of 16,462.26 lei, from 8,199,547.74 lei to 8,183,085.48 lei, in case of approval points 3-4.

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: -

ABSTENTION VOTES: -

AGAINST VOTES: 32.912.317

Not approved

7. Approval of the amendment of Article 7 paragraph (1) of the Articles of Association following the reduction of the share capital (items 1-5), to read as follows:

"(1) The share capital of the company is worth 7,527,121.74 lei fully paid-up, divided into 41,817,343 shares, each with a nominal value of 0.18 lei."

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: 32.912.317

ABSTENTION VOTES: -

AGAINST VOTES: -

8. Approval of the amendment of Article 7 paragraph (1) of the Articles of Association following the reduction of the share capital (items 1-2), to read as follows:

"(1) The share capital of the company is worth 7,543,84.00 lei fully paid-up, divided into 41,908,800 shares, each with a nominal value of 0.18 lei."

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: -

ABSTENTION VOTES: -

AGAINST VOTES: 32.912.317



Capital social: 8.199.547,74 lei

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Not approved

9. Approval of the amendment of Article 7 paragraph (1) of the Articles of Association as a result of the reduction of the share capital (items 3, 4 and 6), to read as follows:

"(1) The share capital of the company is worth 8,183,085.48 lei fully paid-up, divided into 45,461,586 shares, each having a nominal value of 0.18 lei."

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: -

ABSTENTION VOTES: -

AGAINST VOTES: 32.912.317

Not approved

10. Approval of the mandate of the Chairman of the Board of Directors to sign the updated articles of association.

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: 32.912.317

ABSTENTION VOTES: -

AGAINST VOTES: -

11. Approval of the mandate of the company's directors (General Manager, Deputy General Manager) to fulfill all legal formalities related to the implementation and registration of the decisions adopted by shareholders before the Financial Supervisory Authority, the Central Depository, the Bucharest Stock Exchange, the Trade Register Office, and any other authorities and natural or legal persons involved.

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: 32.912.317

ABSTENTION VOTES: -

AGAINST VOTES: -

12. Approval of the date of **09.02.2024** as the **date of registration**, respectively of identification of the shareholders affected by the effects of the adopted decisions, 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.

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: -

ABSTENTION VOTES: -

AGAINST VOTES: 32.912.317

13. Approval of the date of **08.02.2024** 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 operation



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TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: 32.912.317

ABSTENTION VOTES: -

AGAINST VOTES: -

14. Approval of the power of attorney and mandate of the directors of the company (General Manager, Deputy General Manager) and of the legal counsel of the company for carrying out the necessary and legal operations for registering the decisions of the extraordinary general meeting of shareholders and carrying out publicity formalities, any director having the right to perform alone any of these formalities.

TOTAL VALID EXPRESSED VOTES: 32.912.317 shares (votes), of which:

VOTES FOR: 32.912.317

ABSTENTION VOTES: -

AGAINST VOTES: -

Reasons for reducing the shared capital by cancelling shares

- I. *Reduction of share capital by cancelling shares as a result of carrying out the program for acquiring own shares approved by EGM Decision no. 1/12.01.2022 and amended by EGM Decision no. 2/28.04.2022.*

The purpose of the program approved by the EGM Decision of 12.01.2022 was to reduce the share capital, by cancelling the shares, in accordance with the incident legal provisions. By EGM Decision nr. 3/28.04.2022, published in the Official Gazette of Romania Part IV, no. 2082 dated 17.05.2022, it was approved the modification of the program for acquiring own shares carried out to reduce the share capital approved by EGM Decision no. 2/12.01.2022, in order to approve the acquisition of a percentage of shares of maximum 8% of the subscribed share capital. By FSA Decision nr. 1039 of 03.08.2022 was approved the amendment to the public offer document for the purchase of shares issued by PREBET AIUD SA, approved by ASF Decision no. 955 of 20.07.2022. During the public offer, PREBET AIUD S.A acquired a number of 3.644.243 shares, which represent 8% of the shared capital.

- II. *Reduction of share capital by cancelling shares as a result of carrying out the program for acquiring own shares approved by EGM Decision on 26.04.2023 and amended by EGM Decision on 11.10.2023.*

The purpose of the program approved by the EGM Decision on 26.04.2023 was to reduce the share capital, by cancelling the shares, in accordance with the incident legal provisions. By EGM Decision on 11.10.2023, published in the Official Gazette of Romania Part IV, no. 4921 dated 06.11.2023, it was approved the amendment of the program for acquiring own shares carried out in order to reduce the share capital approved by the EGM Decision of 26.04.2023. During the acquisition program, before the early termination of the program, a number of 91,457 shares were acquired, representing 0.2% of the share capital.

President of the meeting
Ec. Deceanu Liviu

Registrar of the meeting
Popa Lucian



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Nastase Cosmina



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