



PREBET AIUD S.A.

Str. Arenei, nr. 10, c.p. 515200, loc. Aiud, jud. Alba, Romania

Tel: 0258/861.661; 0258/863.350

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E-mail: office@prebet.ro

Internet: www.prebet.ro

No. 4799 / 23.09.2024

To,
Bucharest Stock Exchange
Financial Supervisory Authority

CURRENT REPORT

In accordance with the provisions of EU Regulation no. 596/2014 on market abuse, ASF Regulation no. 5/2018 on issuers of financial instruments and market operations, with subsequent amendments and additions, respectively Law no. 24/2017 on issuers of financial instruments and market operations, republished

Report date: **23.09.2024**

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: **7.527.121,74 RON**

Regulated market where the issued securities are traded: **BVB, Standard Category.**

Important event : Share capital increase - Stage II

PREBET AIUD S.A. as an issuer of financial instruments on the regulated market, in accordance with the provisions of Law no. 24/1027 and ASF Regulation no. 5/2018 informs investors about the decision of the Board of Directors dated 23.09.2024 regarding the execution of Stage II of the share capital increase operation.

The Board of Directors of the company Prebet Aiud S.A. approved the conditions for the carrying out of Stage II, as set out in the Extract of the Decision attached to this report.

General Manager
Porutiu Cosmin



PREBET AIUD S.A.; Str. Arenei, nr. 10, c.p. 515200, loc. Aiud, jud. Alba, Romania

Cod Fiscal: RO 1763841; Nr. de ordine la Registrul Comertului: J 01/121/1991

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

BCR, Sucursala Aiud IBAN RO66 RNCB 0005 0210 5844 0001



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**Extract from Decision of the Board of Directors no. 14/23.09.2024
PREBET AIUD S.A.**

The Board of Directors of PREBET AIUD S.A. with registered office in Aiud, strada Arenei, nr.10, on 23.09.2024, in the following composition:

- Deceanu Liviu-Daniel Liviu-Daniel - President - Non-executive member of the Board of PREBET AIUD S.A.
- Mathe Francisc Francisc - Non-Executive Member of the Board of PREBET AIUD S.A.
- Parvu Adrian Marcel - Non-executive member of the Board of PREBET AIUD S.A.
- Patrascu Iuliu Ciprian - Non-executive member of the Board of Directors of PREBET AIUD SA
- Oltean Ioan - Non-executive member of the Board of Directors of PREBET AIUD SA.

Considering the following:

- (1) By the Resolution of the General Meeting of Shareholders of April 29, 2024, the shareholders of the company approved the increase of the share capital by the amount of Lei 17,672,878.26 by issuing a number of 98,182.657 new shares, with a nominal value of Lei 0.18/share, by cash contribution and/or by conversion of claims against the company, as follows: (i) during the first stage, to the shareholders registered in the register of shareholders of the company kept by the Central Depository S.A., with the registration date of 12.06. 2024 (hereinafter referred to as the "Shareholders' Register"), respectively by persons who have acquired, during the period of trading of the pre-emptive rights, pre-emptive rights from the shareholders registered in the Shareholders' Register, to the extent that the offering prospectus prepared in connection with the increase of the share capital will also include the possibility of trading of the pre-emptive rights; and (ii) during the second stage, any new shares remaining unsubscribed after the first stage, as described in point a) above, will be offered for subscription (i) to the public in Romania, by public offer (hereinafter referred to as the "Offer Public") and/or (ii) under a private placement addressed to certain persons in the European Union under the permitted exemptions from the publication of a prospectus, including those provided for in Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market and repealing Directive 2003/71/EC and/or investors to whom such private placements may lawfully be addressed and directed, in accordance with the exemptions from Regulation S of the United States Securities Act of 1933 of 1933 and without any obligation to comply with any other formalities under any applicable law, to the extent that and only if an investment in the New Shares does not constitute a violation of any applicable law by such investor (the "Private Placement"), as determined by the Board of Directors in this regard.*
- (2) During the period 13.08.2024 - 12.09.2024, Phase I was carried out, during which investors subscribed, based on the exercise of preferential subscription rights, a total of 28,925,987 shares, representing 29.46% of the total issue.*
- (3) By decision of the Board of Directors dated 12.06.2024, the members decided that in Stage II the share capital increase will be carried out through a private placement, the terms and conditions of which will be determined at a later date by the Board of Directors.*
- (4) According to the Prospectus related to the share capital increase, Stage II is the stage in which the shares remaining unsubscribed under Stage I of the increase are offered under a private placement which will be carried out on the basis of the permitted exemptions from the publication of a prospectus provided for in Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market.*





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With the statutory vote of those present adopt:

Art. 1. The Board of Directors approves the conditions for the implementation of Stage II of the share capital increase of Prebet Aiud S.A., as approved by the General Meeting of Shareholders' Resolution of April 29, 2024:

- a. The subscription price in the framework of Stage II - private placement - of the share capital increase is: 0,18 RON/share, equal to the nominal value of one share;
- b. The second stage of the share capital increase will be realized through cash contribution and through the conversion of certain, liquid and due debts;
- c. The private placement related to the share capital increase will be carried out between September 24, 2024 - October 7, 2024, with the possibility of early closing by decision of the Board of Directors at any time after full subscription of the shares offered for subscription in exchange for the cash contribution.

Art. 2. The Board of Directors approves the operation of subscription of shares in exchange for cash contributions within the private placement phase of the share capital increase under the following conditions:

- a. A number of up to 6,787,135 shares remaining unsubscribed after the first stage of the share capital increase will be offered for subscription in exchange for cash contribution within the framework of the private placement stage;
- b. Subscriptions in private placement shall be made at the invitation of the Board of Directors, the payments being made by payment order into the collector account dedicated to the operation of increasing the share capital. Subscriptions are irrevocable;
- c. The amount of subscription by an investor may not be less than 1,800 lei and shall not exceed 1,221,684.3 lei;
- d. In case of over-subscription, the allocation method shall be pro-rata, with reference to the total amount of subscriptions of new shares in exchange for the cash contribution.

Art. 3. The Board of Directors approves the operation for the conversion of the certain, liquid and due and payable receivables owed by the Company into shares within the framework of the private payment phase of the share capital increase, as follows:

- a. a total of 62,469,535 shares remaining unsubscribed after the first stage of the share capital increase will be allocated, in the private placement stage, to the creditor Anodin Opportunity SRL as a result of the set-off of a claim against the Company in the amount of RON 11,244,516.30, resulting from the Loan Agreement entered into on 24.10.2023, as amended and the Loan Agreement entered into on 26.06.2024, as amended. The conversion of the claim into newly issued shares, in accordance with this Article, may be carried out subject to the certification by the expert accounting report of the certain, liquid and due and payable character of the claim.

Art. 4. The Board of Directors approves the appointment and empowerment of Mr. Dan Liviu Morutan, as Economic Director of the company, in order to carry out any necessary formalities in connection with the execution of the Phase II of the share capital increase, to sign any other documents and to carry out any other steps related to the share capital increase. The economic director of the company has the right to represent the company in front of the institutions, authorities and any third parties in order to accomplish the issues covered by this decision.

