

CURRENT REPORT

In accordance with Law No. 24/2017 republished and Regulation No. 5/2018 of the Financial Supervisory Authority (ASF)

Date of the report: **01.02.2024**

Name of the issuing company: **TERAPLAST S.A.**

Registered office: **Sărățel village, Șieu-Măgheruș commune, 1 Teraplast Way, Bistrița-Năsăud county**

Phone/Fax: **0263/238.202; 0263/231.221**

Trade Register Office Number: **J06/735/1992**

Tax identification number: **3094980**

Subscribed and paid-up share capital: **RON 217.900.035,80**

Regulated market for shares admitted to trading: **Bucharest Stock Exchange, standard category**

Stock symbol: **TRP**

Significant events to report: Concluding agreement for a significant contract, the value of which exceeds 10% of TeraPlast's total assets, respectively the signing of an agreement for the acquisition of companies by TeraPlast.

TeraPlast acquires the Wolfgang Freiler Group from the Uhl family from Austria.

On the 1st of February, 2024, the Board of Directors of TeraPlast SA ("TeraPlast") announces the signing of an agreement with the Uhl family ("Seller") from Austria to acquire the Wolfgang Freiler Group.

The agreement implies the takeover by TeraPlast of the direct and indirect stakes in the entities comprising the Wolfgang Freiler Group. Consequently, TeraPlast is set to acquire two manufacturing units for pipes and injected polyethylene components located in Hungary, operated by Polytech Industrie Kft. and Pro-Moulding Kft., respectively. Additionally, TeraPlast will take over the distribution activity managed by the Austrian company Wolfgang Freiler GmbH & Co KG, as well as the companies managing a Hungarian industrial park and associated administrative activities, namely Sörgyári Ipari Park Kft., Itraco GmbH and WF Kunststoff Handels GmbH.

The signed agreement is subject to customary precedent conditions, as stipulated in the document signed by both parties. **The transaction will be subject to the final approval of the Extraordinary General Meeting of Shareholders (“EGMS”) of TeraPlast. In this regard, the Board of Directors of TeraPlast recommends a positive vote, considering the transaction beneficial to TeraPlast’s business, to the company’s foreign markets development plans as well as to the shareholders.**

The transaction price has been set at EUR 16,530,000, to which an earn-out mechanism based on the consolidated EBITDA performance of the Wolfgang Freiler Group in 2024 is added. This value of EUR 16,530,000 will be covered by TeraPlast through mixed sources (internal and bank financing). In the context of the shareholder’s approval within the EGMS, the closing of the transaction is expected within a few months.

The accompanying press release on this matter is available for reference alongside this current report.

ALEXANDRU STÂNEAN
CEO TeraPlast S.A.

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