

CURRENT REPORT no. 2 according to Law No. 24/2017 on issuers of financial instruments and market operations and ASF Regulation No. 5/2018 on issuers of financial instruments and market operations

Date: 02.02.2026

AGRICOVER HOLDING S.A.

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Registration number: J2018000447235

CUI: 36036986

Equity: RON 190,123,173.60

Capital Market: Bucharest Stock Exchange, "corporate bonds", market symbol "AGV26E".

Important events to report:

- a) Changes in control over the issuer – **N/A.**
- b) Substantial acquisitions or alienation of assets – **N/A.**
- c) Insolvency, judicial reorganization or bankruptcy proceedings – **N/A.**
- d) Transactions of the type listed in Article 82 of Law No 24/2017– **N/A.**
- e) Other events:
 - e1) **Notice regarding the reimbursement of the nominal value and the payment of Interest for the corporate bonds AGV26E (ISIN: RO1ZD96WS646).**

AGRICOVER HOLDING S.A. ("*the Issuer*") informs investors about the reimbursement of the nominal value ("*Nominal value*"), and the payment of interest ("*the Interest*") for the corporate bonds AGV26E (ISIN: RO1ZD96WS646, hereinafter referred to as "*the Bonds*" or "*the Issue*") admitted to trading on the regulated market operated by the Bucharest Stock Exchange, as follows:

<i>Interest Period</i>	3 rd February 2025 – 2 nd February 2026
<i>Interest Rate</i>	3.5% p.a.
<i>Nominal value</i>	50,000.00 EUR /bond
<i>Interest Value</i>	1,750.00 EUR gross/bond
<i>Payment Currency</i>	EUR

<i>Nominal Value</i>	3 rd February 2026
<i>Reimbursement Date</i>	
<i>Interest Payment Date</i>	3 rd February 2026
<i>Reference Date</i>	13 th January 2026 Each person registered in the Holders Register kept by Depozitarul Central as Bond Holder as at 13 th January 2026 is entitled to receive the Interest Value at the Interest Payment Date
<i>Payment method</i>	Through the Participants and Depozitarul Central

The provisions of a double-taxation treaty can be applied only if the Bond Holder registered at the Reference date submits to Agricover Holding S.A., in original or notarized copy, a valid tax residence certificate until 23th January 2026, the latest.

Further details on the AGV26E corporate bonds, the Bond Holders' rights and the exercise of such rights are available in the prospectus prepared for the admission to trading on the regulated market operated by the Bucharest Stock Exchange as approved by the Financial Supervisory Authority through the Decision no. 400/26.03.2021 (*“the Prospectus”*) available at <https://relatii-investitori.agricover.ro/en/capital-market-operations>.

Capitalized terms and expressions used in this current report shall have the same meaning ascribed to them in the Prospectus, unless otherwise defined herein or the context otherwise requires.

e2) With reference to the reimbursement of the nominal value and the settlement of the Interest, the Issuer notifies its bondholders that:

1. Background

1.1 The Issuer became aware that part of the Issue is held by an institution (“the Institution”) included on the specially designated nationals and blocked persons (SDN) list (the *“OFAC Sanction”*) by the U.S. Treasury Department's Office of Foreign Assets Control (“OFAC”), upon receiving the list of bondholders from Depozitarul Central, for the reference date 13th of January, 2026.

1.2 The Institution holding, as at the aforementioned reference date, part of the Issue has the right to receive a proportionate part of the Interest.

1.3 Unlike sanctions imposed by the European Union or by Romanian authorities, OFAC Sanctions are not applicable directly in Romania in the absence of specific Romanian legislation imposing it (*“the Applicable Legislation”*). To the best of the Issuer’s

knowledge, up to the moment of this current report, the Applicable Legislation does not include the OFAC Sanction.

1.4 Furthermore, to the best of the Issuer's knowledge, there are no legal provisions in the primary and/or secondary legislation related to the Romanian capital market, in the Depozitarul Central's Code, and/or in the service agreement concluded by the Issuer with Depozitarul Central regarding the treatment of payment obligations that could be impacted by risks arising from the relationship with an investor subject to international sanctions.

1.5 Also, to the best of the Issuer's knowledge, there is no legal or operational framework whereby Depozitarul Central and/or the market infrastructure are able, for example, to block payments to the Institution, or to resort to the use of an escrow account, or a payment consignment solution.

2. Information

2.1 Notwithstanding the fact that OFAC Sanctions are not directly applicable under Romanian law, the Issuer does not wish its lenders' group to become indirectly exposed to international sanctions

2.2 Considering that, under the existing OFAC Sanctions, the Institution is currently unable technically to receive payments from its borrowers and making payments to the Institution, is not technically possible either, then such inability to effect a payment under the Prospectus might result in an event of default under the Prospectus.

2.3 In case such default event occurred (due to external factors, and neither by our voluntary choice of non-payment, nor by our inability to reimburse the nominal value or to pay the Interest due to factors other than the observance of the OFAC Sanction), the Issuer is disclosing that the funds corresponding to the nominal value and the part of the Interest that is due under the Prospectus to the Institution are at the disposal of the Issuer until the Institution's situation will be clarified.

Liviu DOBRE

Chief Executive Officer