

To: *Bursa de Valori București S.A.*

*Autoritatea de Supraveghere Financiară*

## CURRENT REPORT 17/2026

According to Law nr. 24/2017 regarding issuers of financial instruments and market operations, ASF regulation nr. 5/2018 regarding the issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Rulebook.

Date of report	<b>28.04.2026</b>
Name of the Company	<b>ROCA INDUSTRY HOLDINGROCK1 S.A.</b>
Registered Office	<b>4 GARA HERASTRAU street, BUILDING A, Floor 3, Sector 2, Bucharest</b>
Phone	<b>+40 31 860 21 01</b>
Email	<b>investors@rocaindustry.ro</b>
Website	<b><a href="http://www.rocaindustry.ro">www.rocaindustry.ro</a></b>
Registration nr. with Trade Registry	<b>J2021016918408</b>
Fiscal Code	<b>RO 44987869</b>
Subscribed and paid share capital	<b>248,672,220 lei</b>
Total number of shares	<b>248,672,220</b>
Symbol traded instruments	<b>ROC1</b>
Market where securities are traded	<b>BSE Regulated Market, Standard Category</b>

**Important events to be reported:** The decision of the Board of Directors to convene the Ordinary General Meetings of Shareholders of ROCA INDUSTRY HOLDINGROCK1 S.A. for 29.05.2026

The management of ROCA INDUSTRY HOLDINGROCK1 S.A. (hereinafter referred to as the "Company") informs the market that on 27.04.2026, the Board of Directors of the Company decided to convene the Ordinary General Meeting of Shareholders of the Company (OGMS) for 29.05.2026 (first calling), respectively for 30.05.2026 (second calling) should the attendance quorum for the first meeting not be met, having the agenda stipulated in the convening notice attached to this current report.

The information materials related to the agenda of the OGMS shall be made available to the shareholders, in electronic format on the Company's website at <https://rocaindustry.ro/>, under the Investors > General Shareholders' Meeting section, starting with convening notice's publication date in the Official Gazette.

**ROCA Management SRL, through Rudolf-Paul Vizental**

**President of the Board of Directors**

**Convening Notice for the Ordinary General Meeting of Shareholders of  
ROCA INDUSTRY HOLDINGROCK1 S.A.  
convened for the date of 29 May 2026**

The Board of Directors of **ROCA INDUSTRY HOLDINGROCK1 S.A.**, a joint-stock company, established and operating in accordance with the laws of Romania, having its registered office at 4 Gara Herăstrău Street, Building A, 3rd Floor, District 2, Bucharest, Romania, registered with Bucharest Trade Registry under no. J2021016918408, Unique Registration Code 44987869 (hereinafter referred to as "**the Company**" or "**Roca Industry**"), pursuant to the Companies' Law no. 31/1990, republished, as amended and supplemented ("**Companies Law**"), Law nr. 24/2017 on issuers of financial instruments and market operations, as amended and supplemented ("**Law no. 24/2017**"), Regulation no. 5/2018 on issuers of financial instruments and market operations, as amended and supplemented ("**Regulation no. 5/2018**") and the articles of association of the Company (the "**Articles of Association**"),

**CONVENES:**

**The Ordinary General Meeting of Shareholders of the Company ("OGMS") for the date of 29 May 2026 at 16:00, at the address of the registered office of the Company in Bucharest, 4 Gara Herăstrău Street, Building A, 3rd Floor, District 2**, in which all the shareholders of the Company registered in the shareholders' register (kept by Depozitarul Central S.A.) at the end of the day of **19 May 2026**, set as the Reference Date, are allowed to participate. In case the quorum of validity at the first convening is not met, a second meeting of the OGMS will be held on the date of **30 May 2026 at 16:00**, in the same place and having the same agenda and the same Reference Date.

**Considering:**

- the need to approve the financial statements for the financial year 2025 and the Company's income and expenditure budget for the financial year 2026;
- the termination of the mandate of Mrs. Adela-Smaranda Smeu as board member on 26 February 2026;
- the fact that, pursuant to the provisions of art. 111 para. (2) letter b) of Romanian Law no. 31/1990 on companies, as of the date of convening this Ordinary General Meeting of Shareholders, the Board of Directors intends to restore the full non-executive board structure by filling the vacant position resulting from the termination of Mrs. Adela-Smaranda Smeu's mandate, the term of office of the newly elected member being equal to the remaining term of the former member, respectively until 17 September 2029;
- the Company's intention to amend the Company's Remuneration Policy with respect to the remuneration components applicable to the members of the Board of Directors;
- the intention to initiate and implement a new Stock Option Plan ("SOP") for the 2026–2030 period, at holding level, aimed at motivating and retaining the management teams of ROCA Industry and its subsidiaries and aligning the remuneration system with market practices;

**The agenda for the Ordinary General Meeting of Shareholders will be the following:**

1. **Approval** of the Company's income and expenditure budget for the financial year 2026, at individual level.
2. **Approval** of the Company's income and expenditure budget for the financial year 2026, at consolidated level.
3. **Approval** of the individual financial statements of the Company prepared in accordance with Order of the Minister of Public Finance no. 2844/2016, for the approval of the Accounting

Regulations compliant with the International Financial Reporting Standards (IFRS) adopted by the European Union, with subsequent amendments, for the financial year 2025, composed of: the balance sheet, the income statement, the statement of changes in equity, the cash flow statement, the accounting policies, as well as the explanatory notes, based on the 2025 Directors' Report and the Independent Auditor's Report for 2025.

4. **Approval** of the consolidated financial statements of the Company prepared in accordance with Order of the Minister of Public Finance no. 2844/2016, for the approval of the Accounting Regulations compliant with the International Financial Reporting Standards (IFRS) adopted by the European Union, with subsequent amendments, for the financial year 2025, composed of: the consolidated balance sheet, the consolidated income statement, the statement of changes in consolidated equity, the consolidated cash flow statement, the accounting policies, as well as the explanatory notes, based on the 2025 Directors' Report and the Independent Auditor's Report for 2025.
5. **Approval** of the Annual Report for the financial year ended on December 31, 2025, prepared in accordance with the provisions of Article 65 of Law No. 24/2017 on issuers of financial instruments and market operations, republished, and Annex No. 15 of ASF Regulation No. 5/2018 on issuers of financial instruments and market operations, republished.
6. **Approval** of the discharge of the members of the Board of Directors of Roca Industry for the financial year 2025.
7. **Submission** of the Remuneration Report for the Administrators and Directors of Roca Industry for the year 2025 to the consultative vote of the OGMS, considering the provisions of Article 107, paragraph (6) of Law No. 24/2017 on issuers of financial instruments and market operations, republished.
8. **Election** of a new member of the Board of Directors, with a mandate effective from the date of the OGMS resolution appointing such member until 17 September 2029.
9. **Approval** of the authorization of the Chief Executive Officer, as well as of the Chairman of the Board of Directors, so that either of them may sign the mandate agreement to be concluded with the newly elected member, based on the template of the mandate agreement already approved by the Ordinary General Meeting of Shareholders held on 14 October 2024.
10. **Approval** of the amendment to the Remuneration Policy, including the remuneration payable to the members of the Board of Directors and the maximum limit for the remuneration pursuant to art. 153<sup>18</sup> of Romanian Law no. 31/1990, as made available to the shareholders in accordance with the law, and of its application starting from the date of its approval by the Ordinary General Meeting of Shareholders.

The proposed amendment concerns article 4.1 of the Policy and refers to the remuneration components applicable to the members of the Board of Directors, as follows:

*“4.1. The remuneration structure of the members of the Company's Board of Directors consists of:*

- 4.1.1. *a fixed monthly remuneration, approved by the Ordinary General Meeting of Shareholders of ROCA Industry. Under this Policy, the net fixed monthly remuneration shall not exceed EUR 2,000.*

*This fixed component of the remuneration structure has been established so as to reflect the role, responsibilities and experience of the relevant persons. It is set at*

*market-appropriate levels in order to attract and retain the individuals necessary for the implementation of the Company's strategy.*

*The fixed monthly remuneration shall not differ between the Chairman and the other members of the Board of Directors.*

- 4.1.2. *a long-term variable remuneration, in the form of option rights to purchase/acquire shares under a stock option plan, as approved by the Ordinary General Meeting of Shareholders of the Company.”*

11. **Approval** of the implementation of a new Stock Option Plan, based on the principles set out in the substantiation note, and of the authorization of the Board of Directors to adopt any and all necessary measures and to complete all formalities required for the approval and implementation of the plan, including, without limitation: (i) establishing the share allocation criteria, (ii) determining the beneficiaries of the plan and the positions within the organizational chart to which the program shall apply, (iii) determining the conditions and terms for exercising the option rights and, implicitly, for acquiring shares, (iv) determining the number of shares to be effectively allocated, (v) preparing and publishing the information documents in accordance with the law, (vi) establishing the mechanisms for the acquisition and the effective transfer of shares to the beneficiaries of the plan, (vii) establishing mechanisms for accelerated vesting/exercise of the beneficiaries' option rights, etc.. Upon approval of the present Plan, the OGMS resolutions regarding the Stock Option Plan approved on 29 April 2024 and amended on 26 February 2025 shall be revoked.

The implementation of the plan shall be carried out in compliance with the legal obligations regarding the preparation and publication of the information documents required by law, respectively those set out in ASF Regulation No. 5/2018 on issuers of financial instruments and market operations and in Regulation (EU) 2017/1129.

12. **Approval**, for the above operations, of the Reference Date (proposal: 26.06.2026), the ex-date (proposal: 25.06.2026).
13. **Empowerment** of the Chief Executive Officer, Ioan-Adrian Bindea, to sign on behalf of the shareholders the resolution of the OGMS, as well as all documents to be adopted by the OGMS and to carry out all legal formalities for the execution and registration of the resolutions and decisions adopted, with the possibility of sub-mandating to third parties. Within the framework of the mandate granted, Ioan-Adrian Bindea, as well as any of his sub-mandates, shall be entitled, without limitation, to carry out all formalities necessary for the signing in the name and on behalf of the shareholders of all documents required for the implementation of the resolution of the OGMS, as well as to carry out any steps and formalities necessary for the implementation and registration of the resolutions adopted by the shareholders.

#### **GENERAL INFORMATION ON THE OGMS**

**Note:** *The Company recommends and encourages the shareholders:*

- i) to access the informative materials related to the agenda and the forms for the OGMS, in electronic format, on the dedicated website, the section dedicated to the relationship with investors (<https://rocaindustry.ro/general-shareholders-meetings>);*
- ii) to access and exercise their right to vote within the OGMS through the platform dedicated to electronic voting (<https://roc1.evot.ro/>), in accordance with the procedure set out in Section 3, point B below, respectively, to vote by correspondence, in accordance with the instructions in Section 3, point D below; and*
- iii) to use, as far as possible, means of distance communication to communicate with the Company, using in particular the email dedicated to investors, respectively [investors@rocaindustry.ro](mailto:investors@rocaindustry.ro);*

iv) to constantly check the investor page (<https://rocaindustry.ro/general-shareholders-meetings>) for news regarding the organization of OGMS.

### **1. Documents related to and in connection with the agenda of the OGMS**

Starting with the date of publication of the convening notice, all presentation materials related to the issues included on the agenda of the OGMS will be available on the Company's website, the section dedicated to investor relations (<https://rocaindustry.ro/general-shareholders-meetings>). The Company's shareholders may obtain, upon request, copies of the documents regarding the aspects included on the agenda of the OGMS, also from the registered office of the Company in Bucharest, 4 Gara Herăstrău Street, Building A, 3<sup>rd</sup> Floor, District 2.

Among the documents related to and in connection with the agenda of the OGMS, are the following:

- a) the convening notice;
- b) the documents to be presented at the meeting, related to and in connection with the agenda of the OGMS, as well as other informative materials on the issues on the agenda;
- c) general/special empowerment forms for OGMS;
- d) correspondence ballots for for OGMS;
- e) OGMS draft resolution.

Each shareholder, regardless of his/her participation in the share capital of the Company, has the right to ask questions regarding the items on the agenda of the OGMS.

Questions will be submitted:

- a) **in writing**, at the **Company's** headquarters in Bucharest, 4 Gara Herăstrău Street, Building A, 3<sup>rd</sup> Floor, District 2.
- b) **by electronic means**, at the e-mail address: [investors@rocaindustry.ro](mailto:investors@rocaindustry.ro), so that the requests are received by the Company by the date of **28 May 2026, at 18:00**.
- c) shareholders who have not submitted the questions by the date of **28 May 2026, at 18:00** may address them directly within the OGMS, in person or through the online platform dedicated to electronic voting (<https://roci.evot.ro/>).

The Company will answer the questions asked by the shareholders within the OGMS, as the case may be, and/or by posting the answer on the Company's website, respectively <https://rocaindustry.ro/general-shareholders-meetings>. The answers to the questions asked by the shareholders will also be included in the minutes of the meeting, completed in accordance with the legal provisions in force.

### **2. The right to insert new items on the agenda. The right to present draft decisions for the items included or proposed to be included on the agenda.**

In accordance with the provisions of Article 117<sup>1</sup> para. (1) of the Companies Law, Art. 105. para. (3) of Law no. 24/2017, Article 189 of Regulation no. 5/2018 and art. 10.13 of the Articles of Incorporation of the Company, one or more shareholders representing, individually or together, at least 5% of the share capital has/have the right to:

- i) introduce new items on the agenda of the OGMS, each item being accompanied by a justification or a draft decision proposed for approval by the general meeting; and
- ii) present draft decisions for the items included on the agenda of the OGMS, within a maximum of 15 days from the publication of the convening notice and under the terms of the law.

At the same time, pursuant to the provisions of article 117<sup>1</sup> para. (2<sup>1</sup>) of the Romanian Companies Law, the Board of Directors may amend the convening notice after its publication, within a maximum period of 15 days from the date of such publication

To the extent that the request to supplement the agenda meets all legal conditions, the Board of Directors shall resubmit the convening notice with the completed agenda, using the same procedure as that used for the previous agenda, at least 10 days before the date set for the OGMS, and in all cases before the Reference Date.

The shareholders' rights provided above can be exercised only in writing (sent by post or courier services, with acknowledgment of receipt, at the headquarters in Bucharest, 4 Gara Herăstrău Street, Building A, 3<sup>rd</sup> Floor, District 2, **or** by e-mail (with electronic extended signature), according to the FSA regulations, at [investors@rocaindustry.ro](mailto:investors@rocaindustry.ro) by the latest on **14 May 2026 inclusively**. The proposals will be accompanied by the following shareholder identification documents

- i) **For natural persons:** certified true copy of the identity document (allowing its identification in the list of shareholders of the Company issued by the Central Depository);
- ii) **For legal persons:** a certified true copy of the identity document of the legal representative of the shareholder who is a legal person, accompanied by an ascertaining certificate issued by the Trade Register or another document issued by a similar authority in the state where the shareholder is registered, issued with no more than 30 days before the Reference Date, in order to allow the identification of the shareholder in the list of shareholders of the Company issued by the Central Depository and which, if the Central Depository was not informed in time with regard to the change of the legal representative of the shareholder, must prove the capacity of the legal representative of the shareholder submitting the proposals.

Documents presented in a language other than Romanian or English will be accompanied by a translation by a sworn translator, the legalization / apostille of the translation not being required.

The agenda supplemented with the items thus proposed by the shareholders will be published, at the latest on **18 May 2026**.

### **3. The right to submit nominations for the position of member of the Board of Directors**

The shareholders of the Company may submit proposals of candidates for appointment as members of the Board of Directors of the Company. For this purpose, such proposals shall include information regarding the name, domicile/residence locality and professional qualifications of the persons proposed for the position of director, together with:

- i) a certified true copy of the identity document of the Company's shareholder (in the case of natural persons: identity card, national identity document, passport or residence permit, respectively, in the case of legal entities: identity card, national identity document, passport or residence permit of the legal representative);
- ii) the curriculum vitae of the person proposed for the position of member of the Board of Directors  
and
- iii) in the case of a proposed candidate for the position of independent member, an affidavit / declaration on own responsibility of the candidate confirming the fulfilment of all eligibility criteria.

The shareholders of the Company may submit proposals regarding candidates for the Board of Directors (accompanied by the documents evidencing the identity of the shareholder/representative, in accordance with Section 4 "*Participation and voting in the OGMS and EGMS*" below), by sending a written request to [investors@rocaindustry.ro](mailto:investors@rocaindustry.ro) no later than **14 May 2026, 18:00** (Romanian time), bearing the written mention: "**PROPOSAL OF CANDIDATES FOR THE POSITION OF MEMBER OF THE BOARD OF DIRECTORS.**"

The list containing information regarding the name, domicile/residence locality and professional qualifications of the persons proposed for the position of director shall be updated periodically, to the

extent new proposals are received, but no more than once per day, and shall be made available to shareholders at ROCA Industry <https://rocaindustry.ro/aga>.

#### **4. Participation and voting in the OGMS**

According to the legal provisions in force, only the shareholders registered in the Company's Shareholders' Register on the Reference Date, respectively **19 May 2026**, are entitled to participate and vote in the OGMS personally (*in person or online*, through the legal representatives in the case of shareholders legal persons), through the representative (on the basis of *special or general power of attorney*), in compliance with the incidental legal provisions - art. 105 paragraph (10) of Law no. 24/2017, or by correspondence (based on *correspondence ballots*).

The access and/or vote by correspondence of the shareholders entitled to participate in the OGMS is allowed by the simple proof of their identity made, *in the case of shareholders who are natural persons*, with the identity document and, *in the case of legal persons*, with the identity document of the legal representative, accompanied by the copy of the ascertaining certificate issued by the Trade Register or of any equivalent document issued by a competent authority of the State in which the shareholder, a legal person, is legally registered, presented in original or in copy according to the original. The documents certifying the capacity of legal representative of the shareholder, legal person, will be issued no later than 30 days before the Reference Date, in order to allow the identification of the shareholder in the list of shareholders of the Company issued by the Central Depository and, if the Central Depository was not informed in time about the change of the legal representative of the shareholder, must prove the capacity of the legal representative of the relevant shareholder.

Documents presented in a language other than Romanian or English will be accompanied by a translation by a sworn translator, the legalization / apostille of the translation not being required.

The representatives of the shareholders, natural / legal persons, will be identified on the basis of the identity document, accompanied by the special or general power of attorney signed by the individual shareholder / legal representative of the legal person shareholder, as the case may be.

The capacity of shareholder, as well as, in the case of shareholders who are legal persons or entities without legal personality, the capacity of legal representative is established on the basis of the list of shareholders from the Reference Date, received by the Company from the Central Depository.

**Shareholders registered in the Company's Shareholders Register on the Reference Date, may participate in the meeting and vote, as follows:**

##### **A. Personal vote**

The personal vote will be exercised after the proof of identity by the shareholder, as indicated below:

- i) *in the case of shareholders who are natural persons*, with the identity document (identity card, identity card, passport, residence permit) and,
- ii) *in the case of legal persons*, with the identity document of the legal representative (identity card, identity card, passport, residence permit), accompanied by the ascertaining certificate issued by the Trade Register, in original or certified true copy of the original, or of any equivalent document issued by a competent authority in the state where the shareholder legal person is legally registered, presented in the original or in a certified true copy of the original. The documents certifying the capacity of legal representative of the shareholder, legal person, will be issued no later than 30 days before the Reference Date, in order to allow the identification of the shareholder in the list of shareholders of the Company issued by the Central Depository and, if the Central Depository was not informed in time about the change of the legal representative of the shareholder, must prove the capacity of the legal representative of the relevant shareholder.

Documents presented in a language other than Romanian or English will be accompanied by a translation by a sworn translator, the legalization / apostille of the translation not being required.

Shareholders physically present at the **OGMS** can choose to cast their vote through physical ballots **or by using electronic means of voting.**

### **B. Electronic voting**

Electronic voting may be exercised by using electronic means of voting in accordance with Article 197 of Regulation no. 5/2018, by accessing the link <https://roci.evot.ro/> from any internet-connected device and via the eVotePRO platform (prior to the General Meeting of Shareholders) for professional investors as defined by Law No. 126/2018 on financial instruments markets, in compliance with the provisions of Article 197 of Regulation No. 5/2018. For professional shareholders who choose to exercise their voting rights through the eVotePRO platform, electronic voting is conducted by accessing the dedicated domain assigned to each professional shareholder, in accordance with the legal identification requirements specified in the section below related to legal entities.

Electronic voting forms may be submitted at any time from the start of the voting period until the live session of the general meeting of shareholders or can be expressed/re-expressed directly during the live session of the meeting, with the last recorded vote being the one taken into account.

The platforms contain voting options for all agenda items. Electronic voting is carried out by selecting an option—"for," "against," or "abstain"—followed by pressing the "register vote" button. Votes marked in the platform without pressing the "register vote" button will not be considered.

A shareholder may log in and vote as many times as desired within the designated voting period, with the last recorded vote being the one that is counted.

Shareholders should note that before exercising their voting rights through the eVote/eVotePRO platform, they must complete the registration process described below, and their voting account must be validated by the Company.

Individual shareholders need to complete the registration process only once and update their information whenever necessary. Legal entity shareholders or entities without legal personality must complete the registration process for each General Meeting of Shareholders, except for professional shareholders voting via the eVotePRO platform, whose identification documents have been previously validated, remain valid (within 12 months from the date of issuance), and have not been modified and/or replaced with new documents.

For identification and online access to OGMS, shareholders will provide the following information:

➤ **For natural persons:**

- i) name and surname;
- ii) personal identification number;
- iii) e-mail address;
- iv) copy of the identity document (identity card, passport, residence permit)\*;
- v) phone number (optional).

or

- vi) they can connect directly using the access credentials generated following identification through the Investor Enrollment Platform developed by Depozitarul Central: <https://www.rocclar.ro/Inrolare-Investitori>

➤ **For legal entities:**

- i) the name of the legal person;
- ii) unique registration code (CUI);
- iii) the name and surname of the legal representative;
- iv) the personal identification number of the legal representative;
- v) e-mail address;
- vi) identity document of the legal representative (identity card, passport, residence permit)\*;
- vii) a copy of the ascertaining certificate issued by the Trade Register or of any equivalent document issued by a competent authority of the State in which the shareholder who is a legal person is legally registered, presented in original or certified true copy of the original. The documents

certifying the capacity of legal representative of the legal person shareholder will be issued no later than 30 days before the Reference Date\*;  
viii) phone number (optional).

*\*the electronic copy of the above-mentioned documents will be uploaded online in the dedicated fields. Files that can be uploaded can have one of the following extensions: .jpg, .pdf, .png.*

The documents submitted in a language other than Romanian or English will be accompanied by the translation made by a sworn translator with the signature notary public in Romanian/English.

The shareholder can log in and vote whenever he/she wishes within the designated voting range by mail and/or live, the last voting option (before the expiry of the voting session) being the one recorded.

If, following the process of identifying the identity of the shareholders, discrepancies arise between the data provided by the shareholder and those in the list of shareholders from the Reference Date, received by the Company from the Central Depository, the shareholder will be notified and will be directed to contact the Company at the e-mail address [investors@rocaindustry.ro](mailto:investors@rocaindustry.ro).

### **C. Voting by representation with general power of attorney**

The general power of attorney may be granted by the shareholders for a period not exceeding 3 years, allowing the representative to vote in all matters under discussion of the general meetings of shareholders, including disposition acts.

The general power of attorney shall contain at least the following information:

- i) the name of the shareholder;
- ii) the name of the representative (the person to whom the power of attorney is granted);
- iii) the date of the power of attorney, as well as the period of its validity, in compliance with the legal provisions; the powers of attorney having a later date shall have the effect of revoking the previously dated powers of attorney;
- iv) 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, individually or through a generic formulation relating to a certain category of issuers.

The general powers of attorney, before their first use, will be submitted to / sent to the registered office of the Company, located in Bucharest, 4 Gara Herăstrău Street, Building A, 3<sup>rd</sup> Floor, District 2, in copy, containing the mention of conformity with the original under the signature of the representative (or by e-mail with extended electronic signature, according to the FSA regulations, at the address [investors@rocaindustry.ro](mailto:investors@rocaindustry.ro)), so that they are registered as received at the Company's registry by the date of **26 May 2026**, at 18:00. Powers of attorney not submitted within the time limit will not be taken into account.

For the validity of the mandate, the representative must have the capacity of either intermediary (in accordance with the provisions of Article 2 para. (1) point (19) of Law no. 24/2017), or lawyer, and the shareholder is their client. Also, the representative must not be in a conflict of interest, according to the provisions of art. 105 para. (15) of Law no. 24/2017. The representative cannot be substituted by another person, unless this right has been expressly conferred on him by the shareholder in the power of attorney.

If the representative is a legal person, it may exercise the mandate it receives through any person belonging to the administrative or management body or from among its employees.

The Company accepts a general power of attorney given by a shareholder, as a client, to an intermediary or a lawyer, without requesting other additional documents related to that shareholder, if the general power of attorney complies with the provisions of Regulation no. 5/2018, is signed by the respective shareholder and is accompanied by a declaration on his own responsibility given by the legal

representative of the intermediary or by the lawyer who received the power of representation through the general power of attorney, showing that:

- i) the power of attorney is given by the respective shareholder, as a client, to the intermediary or, as the case may be, to the lawyer;
- ii) the general power of attorney is signed by the shareholder, including by extended electronic signature, if applicable.

The statement described above must be submitted in original to the Company (at the same time as the general power of attorney form and at the same coordinates indicated in the convening notice), signed and stamped (if applicable) by the intermediary / lawyer (without fulfilling other formalities in connection with its form).

The general powers of attorney shall be accompanied, in the case of shareholders who are natural persons, by the identity document and, in the case of legal persons, by the identity document of the legal representative, accompanied by a copy of the ascertaining certificate issued by the Trade Register or of any equivalent document issued by a competent authority of the state in which the shareholder is a legal person is legally registered, presented in the original or in a true copy of the original. The documents certifying the capacity of legal representative of the shareholder, legal person, will be issued no later than 30 days before the Reference Date, in order to allow the identification of the shareholder in the list of shareholders of the Company issued by the Central Depository and, if the Central Depository was not informed in time about the change of the legal representative of the shareholder, must prove the capacity of the legal representative of the relevant shareholder.

Documents presented in a language other than Romanian or English will be accompanied by a translation by a sworn translator, the legalization / apostille of the translation not being required.

The representatives of the shareholders, natural / legal persons, will be identified based on the identity document, accompanied by the general power of attorney.

#### **D. Vote by proxy with special power of attorney and correspondence ballots**

Special powers of attorney and correspondence ballots must have the format provided by the Company and contain specific voting instructions for each item on the agenda (i.e., vote "for", vote "against" or "abstention").

The representation of the shareholders in the OGMS can be done by proxy, only by filling in and signing the form of the special power of attorney accordingly. The representation will be possible both through other shareholders and through third parties. Shareholders without legal capacity or with limited exercise capacity may grant special power of attorney to other persons, according to the law.

The forms of special powers of attorney will be filled in and signed by the shareholder in three original copies: one of the copies will be submitted / transmitted to the Company, one copy will be handed over to the representative and the third copy will remain with the represented shareholder.

Special powers of attorney may be granted to any person for representation in a single general meeting and contain specific voting instructions from the issuing shareholder.

Special powers of attorney/correspondence ballots will be accompanied, *in the case of shareholders who are natural persons*, by the identity document and, *in the case of legal persons*, by the identity document of the legal representative, accompanied by the copy of the ascertaining certificate issued by the Trade Register or of any equivalent document issued by a competent authority of the State in which the shareholder, a legal person is legally registered, presented in original or in certified true copy of the original. Documents certifying the status of legal representative of the shareholder legal person, will be issued no later than 30 days before the Reference Date, in order to allow the identification of the shareholder in the list of shareholders of the Company issued by the Central Depository and which, if the Central Depository has not been informed in time about the change of the legal representative of the shareholder, must prove the capacity of the legal representative of the relevant shareholder.

Documents presented in a language other than Romanian or English will be accompanied by a translation by a sworn translator, the legalization / apostille of the translation not being required.

The representatives of the shareholders, natural / legal persons, will be identified on the basis of the identity document, accompanied by the special power of attorney signed by the individual shareholder / legal representative of the shareholder, legal person, as the case may be.

The special powers of attorney/correspondence ballots and the related documents will be submitted to/send to the company's registered office, located in Bucharest, 4 Gara Herăstrău Street, Building A, 3<sup>rd</sup> Floor, District 2 (between 10:00 and 18:00 from Monday to Friday), including by e-mail with extended electronic signature (in the case of special powers of attorney), respectively by e-mail (in the case of postal ballots), according to the FSA regulations, at the address [investors@rocaindustry.ro](mailto:investors@rocaindustry.ro), in original or in copy, bearing the indication of conformity with the original under the signature of the representative, so that they are registered as received at the Company's registry by the date of **26 May 2026, at 18:00**, mentioning on the envelope in clear or in the subject of the e-mail "**For the Ordinary General Meeting of Shareholders dated 29 May 2026/30 May 2026**". Powers of attorney not submitted within the time limit will not be taken into account.

If the shareholder who has cast his vote by correspondence participates in the general meeting in person or through a representative (subject to the fact that a special/general power of attorney has been transmitted in compliance with the conditions set out in this convocation), the correspondence ballot cast for that general meeting will remain valid only if the shareholder does not express personally or through a representative another voting option at the general meeting.

If the person representing the shareholder by participation personally in the general meeting is other than the one who expressed the correspondence ballot, then for the validity of the vote he/she shall submit to the meeting a written revocation of the correspondence ballot signed by the shareholder or by the representative who expressed the correspondence ballot.

When completing the special powers of attorney/ correspondence ballot, the shareholders are asked to take into account the possibility of the agenda of the OGMS or of the EGMS being completed with new points or proposals for decisions. In this case, the special powers of attorney/ correspondence ballots will be updated and made available through the methods referred to in Section 1, "*Related documents and in connection with the agenda of the OGMS/EGMS above*".

Where a shareholder is represented by a credit institution providing custody services, they may vote at the general meeting of shareholders on the basis of voting instructions received by electronic means of communication, without the need for a special or general authorization by the shareholder to be drawn up, subject to submission to the Company by the custodian credit institution of a declaration on own liability, signed by the legal representative(s) of the credit institution specifying: (i) the name of the shareholder (in clear) on whose behalf the credit institution participates and votes at that meeting, and (ii) the fact that the credit institution provides custody services to that shareholder.

The above-mentioned declaration must be submitted in original, signed and, as the case may be, stamped, or by e-mail with extended electronic signature according to Law no. 455/2001 on the electronic signature, at the address [investors@rocaindustry.ro](mailto:investors@rocaindustry.ro), no later than **26 May 2026, at 18:00**.

In this case, the credit institution shall vote through any person from the administrative or management bodies or from among its employees; a proof/declaration attesting that the persons concerned have this capacity will be submitted together with the declaration of the credit institution mentioned above.

The custodian votes in the general meeting of shareholders exclusively in accordance with and within the limits of the instructions received from his clients having the capacity of shareholders on the Reference Date.

## **5. Other information**

Any specialist, consultant, financial expert, or analyst may attend the shareholders' meeting upon prior invitation from the Board. Accredited journalists may also participate in the general meeting of shareholders, unless otherwise decided by the Chairman of the Board.

For further documents and information, please contact the Company at the e-mail address [investors@rocaindustry.ro](mailto:investors@rocaindustry.ro).

**Rudolf Paul Vizental, permanent representative of Roca Management S.R.L.**

**Chairman of the Board of Directors**

**27 April 2026**