

## CURRENT REPORT

**According to Law no. 24/2017 regarding issuers of financial instruments and market operations and ASF Regulation no. 5/2018**

**ADDRESSEE OF THE REPORT** : BUCHAREST STOCK EXCHANGE  
ASF (Financial Supervisory Authority)

**REPORT DATE** : 31.10.2024

**NAME OF THE ISSUING COMPANY** : SINTEZA S.A.

**HEADQUARTERS** : Sous Borsului no. 35, Oradea, BIHOR county

**TELEPHONE** : 0259456116; 0259444969, **FAX** : 0259462224

**UNIQUE ORC REGISTRATION CODE** : 67329

**ORDER NUMBER AT ORC** : J/05/197/1991

**SUBSCRIBED AND PAID-UP SHARE CAPITAL** : 9916888.50 LEI

**REGULATED MARKET ON WHICH ISSUED SECURITIES ARE TRADED** : BVB

**IMPORTANT EVENT TO REPORT** : **CONVOCACTION OF ORDINARY GENERAL MEETING and EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS for December 9th, 2024 .**

THE BOARD OF DIRECTORS of SINTEZA SA Oradea, with headquarters in Oradea, Road. Borşului no. 35, Bihor county, registered at ORC Bihor under no. J05/197/1991, having the unique registration code RO 67329, subscribed and paid-up capital 9916888.50 LEI, met on 31.10.2024, in accordance with the provisions of art. 117 of Law no. 31/1990 republished with subsequent amendments and additions, of Law no. 24/2017 republished, of ASF Regulation no. 5/2018 and of the Constitutive Act, convenes the following general meetings:

**I. ORDINARY GENERAL MEETING** of shareholders **on 09.12.2024, at 12.00 a.m.** at the company's headquarters in Oradea, Road. Borsului no. 35, having the following

### **AGENDA:**

**1.** Extending the mandate of the financial auditor CONTAMOD SRL with headquarters in Oradea, str. Gheorghe Doja no. 24, apartment 1, Bihor county, registered at ORC Bihor under no. J5/1671/2004, unique registration code 16766420, CAFR member with no. 869, legally represented by the Moldovan administrator Ana Corina, until December 29, 2026, respectively the extension of the audit contract until December 29, 2026 for the auditing of the Company's financial statements for the 2025 and 2026 financial years.

**2.** Approval of the registration date, **31.12.2024**, according to which the shareholders will be identified on whom the effects of the decisions of the AGM will be reflected, in accordance with the provisions of art. 87 of Law 24/2017 and establishing the date of **30.12.2024** as ex-date according to art. 2, letter l of ASF Regulation no. 5/ 2018;

In the event of non-fulfillment of the statutory conditions regarding the holding of the Ordinary General Meeting of shareholders on the indicated day, it will be reconvened for December 10, 2024 at the same time, in the same place and with the same agenda.

**II. EXTRAORDINARY GENERAL MEETING** of shareholders **on 09.12.2024 at 1:00 p.m.** at the

**company headquarters in Oradea, Șos. Borsului no. 35, having the following**

**AGENDA:**

- 1.** Approval of the sale of the tangible asset registered in CF 10563 Sîntandrei, with the transfer of environmental obligations, land with constructions, with an area of 173411 sqm, located in Oradea owned by the company, at the price of 10,000 Euros, sale price established on the basis of the evaluation report drawn up by the appraiser authorized Darian DRS SA;
- 2.** The power of attorney of Mr. Gelu Stan - the General Director of the company to fulfill all the necessary formalities related to the above purposes, in relations with the competent authorities (notary, banks) including signing authentic pre-contracts/sale purchase contracts in the name and on behalf of the company;
- 3.** Empowering the President of the Board of Directors to sign on behalf of the shareholders the AGEA decisions and any other documents related to them, to fulfill any act or formality required by law for the implementation of the AGEA decisions, to fulfill all the necessary formalities related to the purposes above, including the formalities of their publication and registration at the Trade Registry Office or at any other competent authority (ASF, BVB, Depozitarul Central SA, other public or private entities). The President of the Board of Directors can delegate all or part of the powers conferred above to another person to fulfill this mandate.
- 4.** Approval of the registration date, **31.12.2024** , according to which the shareholders will be identified on whom the effects of the decisions of the General Meeting will be reflected, in accordance with the provisions of art. 87 of Law 24/2017 and establishing the date of **30.12.2024** as ex-date according to art. 2, letter l of ASF Regulation no. 5/ 2018 ;

In the event of non-fulfillment of the statutory conditions regarding the holding of the Extraordinary General Meeting of shareholders on the indicated day, it will be reconvened for **December 10, 2024** at the same time, in the same place and with the same agenda.

All shareholders registered in the shareholders' register kept by Depozitarul Central SA Bucharest at the end of November 25, 2024, established as the reference date for these general meetings, are directed to participate and vote in the general shareholders' meetings convened by this convenor.

The shareholders registered on the reference date may participate and vote at the general meetings directly or may be represented by persons other than the shareholders, based on a special or general power of attorney granted according to the legal provisions. The shareholders' access to the general meetings is done by the simple proof of their identity, made in the case of natural person shareholders with the identity document, and in the case of legal person shareholders and represented natural person shareholders, with a general power of attorney / special power of attorney, given to the person physical persons who represent them..

**The special power of attorney** (special power of attorney ) or the general power of attorney will be drawn up in three original copies (one for the company, one for the principal and one for the agent) and **are available in Romanian and English** either at the company headquarters in person or on the web [www.sinteza.ro](http://www.sinteza.ro), **starting from 05.11.2024, 12 o'clock** .

After completing and signing, the copy for the issuer will be submitted in person in the original by **07.12.2024 at 12:00** in a closed envelope with the mention written clearly and in capital letters "FOR THE ORDINARY / EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 09/10.12.2024" or sent by e - mail with an extended electronic signature, to the company's headquarters, accompanied by a copy of the identity document or the registration certificate of the represented shareholder, until 07.12.2024 at **12.00** , at the address by e-mail [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro) . Proxies will be accepted either in Romanian or in English.

Shareholders registered on the reference date in the shareholders' register have the opportunity to vote by mail, before the General Meeting of Shareholders , by using the voting by mail form (in Romanian and or English) .

**The voting form (ballot)** by mail in Romanian and English can be obtained starting from **05.11.2024, 12 a.m.** , from the company headquarters or from the website [www.sinteza.ro](http://www.sinteza.ro) .

**The voting form (ballot)** in Romanian or English, completed and signed by the shareholder together with all accompanying documents, can be submitted as follows:

a) sent to the company in the original at its headquarters by **07.12.2024 , 12th hour**, in a sealed envelope with the clearly written mention in capital letters "FOR THE ORDINARY/ EXTRA ORDINARY GENERAL MEETING OF THE SHAREHOLDERS DATED 09/10.12.2024" with signature legalization by a notary public with a copy of the identity document or certificate of shareholder registration, by any form of courier,

b) sent by e-mail with embedded extended electronic signature according to Law no. 455/ 2001 regarding the electronic signature, until **07.12.2024, 12 a.m.** to the address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro) mentioning in the subject "FOR THE ORDINARY / EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 09/10.12.2024 " .

One or more shareholders holding, individually or together, at least 5% of the share capital **have the right to introduce, within no more than 15 days from the date of publication of the notice, i.e. 19.11.2024, new points in the order of day of the General Shareholders' Meeting** , provided that each point is accompanied by a justification or a draft resolution proposed for approval by the GMS, which will be sent to the company headquarters in writing, **by 19.11.2024, 12 a.m.**, they also **have the right to present draft decisions for the items included or proposed to be included on the agenda of the GMS**, a right that can be exercised in writing, by sending it to the company's headquarters, **until 19.11.2024, 12 a.m.**.

Requests regarding the introduction of new items on the agenda as well as the draft resolutions for these items shall be submitted to the Board of Directors only in writing, in a sealed envelope with the mention written clearly and in capital letters "FOR THE ORDINARY / EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS FROM THE DATE OF 09/10.12.2024". The agenda completed with the proposed items will be republished with the fulfillment of the requirements provided by law for convening the General Assembly.

**The company's shareholders can ask questions** regarding the items on the agenda, until at the latest two working days before the date of the General Assembly, respectively **04.12.2024** , to be submitted to the company headquarters together with copies of the documents that allow identification of the shareholder, until **04.12 . 2024, 12 a.m.**.

The questions are submitted to the Board of Directors in writing, in the original , in a sealed envelope with the mention written clearly and in capital letters "FOR THE ORDINARY / EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS FROM 09/10.12. 2024". The company will respond to questions on the website (in question-answer format) as soon as possible.

The special proxies, the voting form completed and signed in the original, the requests regarding the introduction of new items on the agenda, the questions posed by shareholders, will be accompanied by the following documents (a) in the case of natural persons, a photocopy of the identity document signed for compliance with the original, respectively (b) in the case of legal entities, a photocopy of the identity document of the legal representative, ascertaining certificate issued by the Trade Register, issued no more than 3 months before the date of publication of the convenor of the general meeting of shareholders, in the original or in a copy conforming to the original.

The share capital of the issuer SINTEZA SA consists of 66,112,590 registered shares, each share giving the right to one vote in the general meeting of shareholders.

Documents, materials regarding the issues on the agenda, the total number of shares ISSUED and voting rights on the date of the convocation, the draft resolutions, the special power of attorney forms and the voting by mail form will also be available in English to shareholders both at the company's headquarters and on the website [www.sinteza.ro](http://www.sinteza.ro), starting on 05.11.2024, 12 a.m..

Additional information, including information on shareholders' rights, can be found on the website [www.sinteza.ro](http://www.sinteza.ro) or can be obtained by contacting the Company at the e-mail address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro).

**THE PRESIDENT OF THE BOARD OF DIRECTORS**  
ALEXANDRU SAVIN