



SINTEZA SA
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VAT Reg.No.: RO 67329
Reg.No.at Commerce Register: J.05/197/1991

BANK: UNICREDIT BANK
IBAN EURO: RO10BACX000000484374002
SWIFT CODE: BACXROBU

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 : 25.03.2025

NAME OF THE ISSUING COMPANY : SINTEZA S.A.

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

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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 April 29 th, 2025 .**

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 25.03.2025, 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 29.04.2025, at 16.00** at the company's headquarters in Oradea, Road. Borsului no. 35, having the following

AGENDA:

1. Presentation and approval of the annual financial statements ended on December 31, 2024, based on the Directors' Report and the Auditor's Report, for the financial year 2024;
2. Approval of the proposal that the loss of the financial year 2024 be reported, to be recovered from the profits of future financial years;
3. Discharge of the directors for the financial year 2024;
4. Submission of the Remuneration Report of the Company's Managers for the year 2024 to the advisory vote of the OGMS;
5. Presentation, approval of the Company's Income and Expenditure Budget for the year 2025 and authorization of the Board of Directors to modify this program according to the needs;

6. Approval of the registration date, 23.05.2025, 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 22.05.2025 as ex-date according to art. 2, letter l of ASF Regulation no. 5/ 2018;

7. Empowerment of the General Manager or the Chairman of the Board of Directors, with the possibility of substitution, to sign on behalf of the shareholders the OGMS decisions and any other documents related to them and to perform any act or formality required by law for the registration and enforcement of the OGMS decisions, including the formalities for their publication and registration with the Trade Register Office or with any other competent authority (ASF, BVB, Depozitarul Central SA, other public or private entities).

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 April 30, 2025 at the same time, in the same place and with the same agenda.

II. EXTRAORDINARY GENERAL MEETING of shareholders on 29.04.2024 at 17:00 at the company headquarters in Oradea, Șos. Borsului no. 35, having the following

AGENDA:

1. Approval of the amendment to Art. 6 Scope of activity, from the Articles of Association of the company as a result of the legislative amendments regarding the recodification of activities in accordance with CAEN Rev. 3 and Order no. 377/2024 as well as the regulations in force, as follows:

Article 6 will have the following content:

„ Art.6.- OBJECT OF ACTIVITY

The main field of activity of the company is group 201, with the main activity:

2014 Manufacture of other basic organic chemical products

Secondary field of activity(secondary activities):

1091 Manufacture of preparations for farm animal feed

2059 Manufacture of other chemical products n. c. a

2720 Manufacture of accumulators and batteries

2790 Manufacture of other electrical equipment

3511 Production of electricity from renewable sources

3513 Electricity transmission

3514 Electricity distribution

3515 Electricity trading

3530 Supply of steam and air conditioning

3600 Water collection, treatment and distribution

3831 Recovery of sorted recyclable materials

4685 Wholesale of chemical products

4920 Freight transport by rail

4941 Freight transport by road

5210 Warehousing

5224 Handling

6820 Renting and subletting of own or leased real estate

7120 Technical testing and analysis activities

8559 Other forms of education n.e.c.;,,

2. Approval of the Updated Articles of Association in accordance with the above;
3. Approval of the registration date, 23.05.2025, 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 22.05.2025 as ex-date according to art. 2, letter 1 of ASF Regulation no. 5/ 2018;
4. Empowerment of the General Manager or the Chairman of the Board of Directors, with the possibility of substitution, to sign on behalf of the shareholders the decisions of the EGMS, the updated articles of association and any other documents related to them and to perform any act or formality required by law for the registration and enforcement of the decisions of the EGMS, including the formalities for their publication and registration at the Trade Register Office or at any other competent authority (ASF, BVB, Depozitarul Central SA, notaries public, banks, other public or private entities).

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 April **30, 2025** 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 April 17, 2025, 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, **starting from 28.03.2025, 16 o'clock .**

After completing and signing, the copy for the issuer will be submitted in person in the original by **27.04.2025 at 16:00 p.m** in a closed envelope with the mention written clearly and in capital letters "FOR THE ORDINARY / EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 29/30 .04.2025" 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 27.04.2025 at **16.00 p.m** , at the address by e-mail 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 **28.03.2025, 16 p.m.** , from the company headquarters or from the website 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 **27.04.2025 , 16th hour**, in a sealed envelope with the clearly written mention in capital letters "FOR THE ORDINARY/ EXTRA ORDINARY GENERAL MEETING OF THE SHAREHOLDERS DATED 29/30.04.2025" 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. 214/2024 regarding the electronic signature, until **27.04.2025, 16 p.m.** to the address sinteza@sinteza.ro mentioning in the subject "FOR THE ORDINARY / EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 29/30.04.2025 " .

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. 11.04.2025, 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 11.04.2025, 16 p.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 11.04.2025, 16 p.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 29/30.04.2025". 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 **24.04.2025**, to be submitted to the company headquarters together with copies of the documents that allow identification of the shareholder, until **24.04. 2025, 16 p.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 29/30.04. 2025". 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.

When completing special powers of attorney/special proxies/correspondence ballots, shareholders are asked to take into account the possibility of completing the agenda of the AGM with new points or proposed resolutions. In this case, the special powers of attorney/special proxies/correspondence ballots will be updated and made available on the website www.sinteza.ro.

In accordance with A.S.F. Regulation no. 5/2018, in the case of shareholders who ask questions or make proposals to complete the agenda, they can attest their identity in addition to the document attesting their identity and the account statement showing the quality of shareholder and the number of shares held, issued by Depozitarul Central SA.

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.

The documents, materials regarding the issues on the agenda, the total number of shares issued and voting rights on the convening date, the draft resolutions, the special power of attorney forms and the correspondence voting form will be available in English to shareholders both at the company's headquarters and on the website www.sinteza.ro, starting on 28.03.2025 at 16 p.m. .

Additional information, including information on shareholders' rights, can be found on the website www.sinteza.ro or can be obtained by contacting the Company at the e-mail address sinteza@sinteza.ro.

THE PRESIDENT OF THE BOARD OF DIRECTORS
ALEXANDRU SAVIN