

## 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:** 15.04.2025.

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

**HEADQUARTER:** 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:** Supplementing the Agenda of the Ordinary General Meeting of Shareholders of SINTEZA SA convened for April 29/30, 2025

Considering the request received on April 11, 2025 from the significant shareholder Mr. Pascu Radu (who holds a number of shares representing 30.8186% of the company's share capital), a request about which the Issuer informed the Market through the Current Report dated April 11, 2025, regarding the supplementing of the Agenda of the general meeting, convened for April 29/30, 2025 for all shareholders of the Company registered at the end of April 17, 2025 (reference date), respectively the request to include the following additional items on the Agenda:

1. Submission to the General Meeting for approval of the remuneration of Mr. COTUȚ REMUS as established in within the Board of Directors dated 08.04.2025, considering the provisions of the Articles of Association of the company, respectively art. 15 letter f);
2. Revocation of the entire Board of Directors and appointment of a new Board of Directors, pursuant to the provisions of art. 15, letter d) of the Articles of Association of the company.

In accordance with the provisions of art. 1171 paragraph (1) of Law no. 31/ 1990 on companies, republished, with subsequent amendments and completions and with the provisions of art. 105 paragraph (3) of Law no. 24/ 2017 on issuers of financial instruments and market operations republished,

The Board of Directors of SINTEZA SA, headquartered in Oradea, Șos. Borsului no. 35, Bihor County, registered with ORC Bihor under no. 05/197/1991, CUI RO67329,

COMPLETES THE INITIAL AGENDA of the OGMS of 29.04.2025 - first call/ 30.04.2025 - second call (originally published on 28.03.2025 in the Official Gazette of Romania Part IV no. 1523 /28.03.2025, in the Crisana newspaper and on the website [www.sinteza.ro](http://www.sinteza.ro)), by introducing after point 5, the points requested by shareholder Pascu Radu, with the consequence of the corresponding renumbering of the points on the agenda.

The completed and revised agenda of the Ordinary General Meeting of Shareholders convened for April 29, 2025, is as follows:

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 fiscal year 2024.

2. Approval of the proposal that the loss of the fiscal year 2024, to be recovered from the profits of future financial years.
3. Discharge of the directors for the fiscal year 2024.
4. Submission of the Remuneration Report of the company's managers for the year 2024 to the advisory vote of the AGMS;
5. Presentation, approval of the company's income and expenditure budget for 2025 and authorization of the Board of Directors to modify this program according to the specific needs of the company.
6. Submission to the General Meeting for approval of the remuneration of Mr. COTUȚ REMUS as established within the Board of Directors on 08.04.2025, considering the provisions of the Company's Articles of Association, respectively art. 15 letter f).
7. Revocation of the entire Board of Directors and appointment of a new Board of Directors, in 8. Approval of the registration date, date 23.05.2025, according to which the shareholders on whom the effects of the AGM decisions will be reflected will be identified, 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;
9. Empowering 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 fulfill any act or formality required by law for the registration and enforcement of the OGMS decisions, including the formalities for their publication and registration at the Trade Register Office or at any other competent authority (ASF, BVB, Depozitarul Central SA, other public or private entities).

In the event of failure to meet the statutory conditions for holding the Ordinary General Meeting of Shareholders on 29.04.2025 at 4 p.m., it will be reconvened for 30 April 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 this general meeting, are entitled to participate and vote at the general meeting of shareholders.

Candidates for the appointment of a new Board of Directors will be nominated in writing by the current members of the Board of Directors or by the shareholders according to art. 137 index 1 paragraph (2) of Law 31/1990.

The list containing information on the name, place of residence and professional qualification of the persons (CV) proposed for the position of member of the board of directors according to point 7 of the completed and revised agenda will be made available to the shareholders of Sinteza SA for consultation and completion by them and will be published on the company's website [www.sinteza.ro](http://www.sinteza.ro) starting on 16.04.2025 at 6 pm.

The deadline for making proposals for candidacies for the appointment of the new board of directors, according to art.187 paragraph. (8) of ASF Regulation no. 5/2018, is 24.04.2025, 10 am.

The proposals of candidates for the appointment of a new Board of Directors pursuant to the provisions of art. 15, letter d) of the Articles of Association of the company, according to Pt. 7 of the updated agenda, will have to meet, cumulatively, the following conditions:

- a) include the surname, first name, type of identity document, series and number of the identity document, address of domicile and, where applicable, of residence and citizenship of the shareholder, in case the

proposal of candidates is formulated by a shareholder, natural person, or the name, address of the registered office, registration number of the shareholder and the name of the institution/public authority where the shareholder, legal person, was registered, for the acquisition of legal personality, in case the request is formulated by a shareholder, legal person;

b) where applicable, include the surname, first name, personal identification number and citizenship of the legal representative, who formulates the proposal of candidates, in the name and on behalf of the shareholder.

c) where applicable, include the name, surname, personal identification number, home address and citizenship of the legal representative of the shareholder, a legal person, who formulates the candidate proposal, in the name and on behalf of the shareholder.

d) be accompanied by the bank statement showing the shareholder status and the number of shares held;

e) indicate for each candidate the name, surname, place of residence and professional qualification.

f) be accompanied by the candidate's CV, in Romanian and English, showing his/her experience and professional training and a copy of the identity card.

g) have, for each proposed candidate, the Declaration of Consent regarding the agreement to process personal data.

The proposals will be submitted either (i) in physical/electronic format, to the registered office of the Company SINTEZA S.A. located in Oradea, Sos. Borsului no. 35, in a closed envelope, or (ii) by e-mail, with an extended electronic signature incorporated, according to Law no. 214/2024 on the use of electronic signature, to the address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro), so that they are received by 24.04.2025, 10:00. Both methods of transmission must contain the clearly written mention: "For the General Assembly Ordinary Shareholders' Meeting of 29.04.2025 – Proposed candidacies.

At the end of the period for submitting proposals, the proposed candidates will be displayed on the company's website [www.sinteza.ro](http://www.sinteza.ro), who will be included on the ballots in alphabetical order of the name. The special power of attorney/special power of attorney or general power of attorney, the form (ballot for voting by correspondence) in Romanian and English, updated with the submitted proposals will be made available on the website [www.sinteza.ro](http://www.sinteza.ro). starting on 24.04.2025 at 6 p.m.

In order to ensure the secret nature of the vote for the revocation of the entire Board of Directors and, respectively, of the vote for the election of a new Board of Directors of Sinteza SA, according to Pct. 7 of the updated agenda, it will be expressed, by each shareholder/shareholder representative, through distinct ballots (secret vote) and, as the case may be, based on distinct special powers of attorney or general powers of attorney.

The secret ballot forms for the revocation of the entire Board of Directors and respectively the vote for the election of a new Board of Directors of Sinteza SA, according to Pct. 7 of the updated agenda, will be available in Romanian and English, starting on 16.04.2025, 18:00, in electronic format on the Company's website, at [www.sinteza.ro](http://www.sinteza.ro), section Investor Relations/ Documents A.G.A.”, to be updated with the final list on 24.04.2025 at 6:00 p.m.

The updated postal voting forms to be used for the other items on the completed agenda will be available in Romanian and English, starting on 16.04.2025, 6:00 p.m., in electronic format on the Company's website, at [www.sinteza.ro](http://www.sinteza.ro).

The updated special proxy forms to be used for the other items on the completed agenda will be available in Romanian and English, starting on 16.04.2025, 6:00 p.m., in electronic format on the Company's website, at [www.sinteza.ro](http://www.sinteza.ro).

The secret ballots will be sent, in original, in Romanian or English, by any form of courier with confirmation of receipt directly at the headquarters of Sinteza SA, Oradea, Sos. Borsului no. 35, in a closed envelope, with the mention "For the Ordinary General Meeting of Shareholders of 29.04.2025 - Secret vote" or by e-mail with extended electronic signature incorporated according to Law no. 214/2024 on the use of electronic signature, to the address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro), by 27.04.2025 12 noon, with the same mention.

The updated special power of attorney (special power of attorney) or 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). After completion and signing, the copy for the issuer will be submitted in person in original by 27.04.2025 at 12:00 in a closed envelope with the mention written clearly and in capital letters "FOR THE ORDINARY GENERAL MEETING DATED 29/30.04.2025" or sent by e-mail with extended electronic signature, to the company's headquarters, accompanied by a copy of the identity document or registration certificate of the represented shareholder, by 27.04.2025 at 12:00, to the e-mail address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro). Powers of attorney will be accepted either in Romanian or in English.

The updated postal 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 original at its headquarters by 27.04.2025 at 12 noon in a closed envelope with the mention written clearly and in capital letters "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 29/30.04.2025" with signature legalization by a notary public with a copy of the shareholder's identity document or registration certificate, by any form of courier,
- b) sent by e-mail with an extended electronic signature incorporated according to Law no. 214/2024 on electronic signature, by 27.04.2025 at 12 noon to the address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro) mentioning in the subject "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 29/30.04.2025 ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 29/30.04.2025 " .

The company's shareholders may ask questions regarding the items on the agenda, no later than two working days before the date of the General Meeting, namely 24.04.2025, to be submitted to the company's headquarters together with copies of documents that allow the identification of the shareholder, by 24.04.2025 at 12 noon.

Questions are submitted to the Board of Directors in writing, in original, in a closed envelope with the mention clearly written in capital letters "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 29/30.04.2025" - Questions. The company will formulate answers to questions on the website (in question-answer format), in the shortest possible time.

The special proxies, the voting form completed and signed in original, the questions formulated by the shareholders, will be accompanied by the following documents (a) in the case of natural persons, a photocopy of the identity document signed for conformity with the original, respectively (b) in the case of legal persons, a photocopy of the identity document of the legal representative, a certificate of conformity issued by the Trade Register, issued no later than 3 months before the date of publication of the convening notice of the general meeting of shareholders, in original or in a copy conforming to the original.

Secret ballots/correspondence voting forms/special or general powers of attorney that are not received at the headquarters of SINTEZA S.A. or by e-mail by 27.04.2025, 12:00 (Romanian time), will not be taken into account for establishing the existence/non-existence of the majority of votes validly expressed, in the OGMS.

The updated draft resolution of the OGMS, the secret ballots for the revocation/election of the Board of Directors, the voting form by correspondence and the special proxy model, updated in correlation with the completed agenda, 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 with 16.04.2025 at 16:00.

The rest of the terms, provisions and conditions provided for in the convocation of the Ordinary General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders of Sinteza SA for April 29, 2025, published in the Official Gazette of Romania, Part IV no. 1523 / 28.03.2025 remain unchanged.

Additional information, including information regarding 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