

## 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 ( Supervisory Authority financial )
- **REPORT DATE** : 29.08.2025
- **NAME OF THE ISSUING COMPANY** : SINTEZA S.A.
- **HEADQUARTERS** : Sos . Exchange no. 35, Oradea BIHOR county
- **TELEPHONE** : 0259456116; 0259444969, **FAX** : 0259462224
- **UNIQUE ORC REGISTRATION CODE** : 67329
- **ORDER NUMBER AT ORC** : J 1991000197056
- **SUBSCRIBED AND PAID-UP SHARE CAPITAL** : 9916888.50 LEI
- **REGULATED MARKET ON WHICH ISSUED SECURITIES ARE TRADED** : BVB

**IMPORTANT EVENT TO REPORT** : CONVENING ORDINARY GENERAL MEETING OF SHAREHOLDERS for October 07, 2025

THE BOARD OF DIRECTORS of the company SINTEZA S.A. Oradea, headquartered in Oradea, Șos. Borșului no. 35, Bihor county, registered with ORC Bihor under no. J 1991000197056, with the unique registration code RO 67329, subscribed and paid-up share capital 9916888.50 LEI, met on 08/28/2025, In accordance with the provisions of art. 117 of Law no. 31/1990 republished with subsequent amendments and completions, of Law no. 24/2017 republished, of the ASF Regulation no. 5/2018 and of the Articles of Association, convenes:

ORDINARY GENERAL MEETING of shareholders on 07.10.2025 at 12:00 at the company's headquarters in Oradea, Șos. Borșului no. 35, having the following

### AGENDA:

1. Election of the meeting secretary of the meeting, namely Ms. Coman Olga Dana, lawyer, with identification data at the company's headquarters, who will verify the presence of shareholders, the fulfillment of the formalities required by law and the articles of association for holding the general meeting, will count the votes expressed by shareholders in the meeting and will draw up the minutes of the meeting. The proposed person has the quality of shareholder of the company;
2. Approval of the remuneration due to the members of the Board of Directors, in the amount of 5000 lei net/month. The remuneration thus established will be valid starting from the date of the present OGMS meeting;
3. Authorization of the General Manager of the company to validly sign, in the name and on behalf of the Company, the additional documents to the management contracts of the company's administrators, which will include the new monthly remuneration due to the members of the Board of Directors, according to point 2 above;
4. Election of Mr. Lotrean Radu-Lucian as administrator of the company, in the position left vacant following the termination of the mandate of Mr. Savin Alexandru who submitted his mandate, in order to complete the statutory number of members of the board of directors, with a mandate valid from the date of the OGMS meeting (07/08.10.2025) until 29.12. 2025;
5. Approval of the authorization of Mr. PASCU RADU to sign the Management Contract concluded with

the new administrator of the company.

6. Election of the members of the board of directors for a period of 4 (four) years, starting with 29.12.2025 until 29.12.2029, following the fact that the mandate of the company's administrators expires on 29.12.2025.

7. Discussion and approval of the authorization of the person designated by the OGMS to sign the Administration Contracts concluded with elected administrators according to point 6 above;

8. Approval of the registration date, 28.10.2025, 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 27.10.2025 as the ex-date according to art.2, letter 1 of ASF Regulation no. 5/ 2018 ;

9. Authorization 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 OGMS and any other documents related to them and to fulfill any act or formality required by law for the registration and enforcement of the decisions of the OGMS, including the formalities of 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 failure to meet the statutory conditions regarding the holding of the Ordinary General Meeting of Shareholders on the indicated day, it will be reconvened for October 8, 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 September 22, 2025, established as the reference date for these general meetings, are entitled to participate and vote at the general meeting convened by this convening notice.

Shareholders registered on the reference date may participate and vote at the general meetings directly or may be represented by persons other than shareholders, based on a special or general power of attorney granted in accordance with the legal provisions. Shareholders' access to general meetings is made by simple proof of their identity, made in the case of individual shareholders with an identity document, and in the case of legal entity shareholders and represented individual shareholders, with a general power of attorney / special power of attorney, given to the individual representing them.

The special power of attorney (special authorization) 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) and are available in Romanian and English either at the company's headquarters in person or on the website [www.sinteza.ro](http://www.sinteza.ro), starting with 03. 09. 2025 at 12:00.

After completion and signing, the copy for the issuer will be submitted in person in original by 05.10.2025 at 12:00 in a closed envelope with the mention written clearly and in capital letters "FOR THE ORDINARY GENERAL MEETING DATED 07/08.10.2025" or sent by e-mail with extended electronic signature, at the company's headquarters, accompanied by a copy of the identity document or registration certificate of the represented shareholder, by 05.10.2025 at 12:00, to the address 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 correspondence, before the General Meetings of Shareholders, by using the correspondence voting form (in Romanian and or English).

The correspondence voting form (ballot) in Romanian and English can be obtained starting with 03.09.2025 at 12 noon, from the company's headquarters or from the website [www.sinteza.ro](http://www.sinteza.ro) .

The 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 05.10.2025 at 12 noon in a closed envelope with the mention written clearly and in capital letters "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 07/08.10.2025" 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 05.10.2025 at 12 noon to the address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro) mentioning in the subject "FOR THE GENERAL MEETING ORDINARY SHAREHOLDERS' MEETING OF 07/08.10.2025 " .

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 6 on the 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 03.09.2025 at 6 pm .

The shareholders of the Company have the right to propose candidates for the positions of administrators, under the terms of the law. Candidates will be nominated in writing, according to art. 137 index 1 paragraph (2) of Law 31/ 1990.

The deadline for proposals of candidates for appointment as a member of the board of directors, according to art. 187 paragraph (8) of the ASF Regulation no. 5/2018, is dated 18.09.2025.

The proposals of candidates for the appointment of a member of the Board of Directors, with a term of office valid starting with 29.12.2025, according to Pct. 6 on the agenda, will have to meet, cumulatively, the following conditions:

- a) to include the name, surname, type of identity document, series and number of the identity document, home address and, where applicable, residence address and citizenship of the shareholder, if the proposal of candidates is made by a shareholder, a natural person;
- b) to include the name, address of the registered office, registration number of the shareholder if the request is made by a shareholder, a legal person, to include the name, surname, personal identification number and citizenship of the legal representative, who makes the proposal of candidates, in the name and on behalf of the shareholder;
- c) to be accompanied by the bank statement showing the shareholder status and the number of shares held;
- d) be accompanied by the candidate's CV, in Romanian and English, which shows his/her experience and professional training and a copy of the identity card;
- e) to have, for each proposed candidate, the Declaration of Consent regarding the agreement for the processing of personal data and the Declaration on his/her own responsibility that he/she meets all the conditions established by law for the performance of this function and that, if appointed, he/she expressly accepts the mandate, assuming responsibility including for the fulfillment of the conditions provided for in art. 6 of the Companies Law no. 31/1990;

The proposals will be sent either (i) in physical/letter 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 regarding the use of electronic signature, to the address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro), so that they are received by 18.09. 2025. Both methods of transmission must contain the clearly written mention: "For the Ordinary General Meeting of Shareholders of 07/08.10.2025 – 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 with 19.09.2025.

In order to ensure the secret nature of the vote for the election of members of the Board of Directors of Sinteza SA, according to Pct. 6 of the agenda, it will be expressed by each shareholder/representative of the shareholder, 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 election of the members of the Board of Directors of Sinteza SA, according to Pct. 6 of the agenda will be available in Romanian and English, starting with 03.09.2025, 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 19.09.2025.

The correspondence voting forms to be used for the other items on the agenda will be available in Romanian and English, starting with 03.09.2025, in electronic format on the Company's website, at [www.sinteza.ro](http://www.sinteza.ro).

The special power of attorney forms, to be used for the other items on the agenda, will be available in Romanian and English, starting on 03.09.2025, in electronic format on the Company's website, at [www.sinteza.ro](http://www.sinteza.ro).

The secret ballot papers will be sent, in original, in Romanian or English, by any form of courier with confirmation of receipt directly to 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 07.10.2025 – 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 05.10.2025 at 12 noon, with the same mention.

One or more shareholders who hold, individually or together, at least 5% of the share capital have the right to introduce, within a maximum of 15 days from the date of publication of the convocation, respectively until 18.09.2025 at the latest, new items on the agenda of the General Meetings of Shareholders, provided that each item is accompanied by a justification or a draft resolution proposed for approval by the General Meetings of Shareholders, which will be sent to the company's headquarters in writing, until 18.09.2025 at 12 noon. They also have the right to present draft resolutions for the items included or proposed to be included on the agenda of the General Meeting of Shareholders, a right that can be exercised in writing, by sending to the company's headquarters, until 18.09.2025 at 12 noon at the latest.

Requests for the introduction of new items on the agenda as well as draft resolutions for these items shall be submitted to the Board of Directors only in writing, in a sealed envelope with the mention clearly written in capital letters "FOR THE ORDINARY GENERAL MEETING OF 07/08.10.2025". The agenda supplemented with the proposed items shall be republished in compliance with the requirements provided by law for convening the General Meeting.

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 02.10.2025, to be submitted to the company's headquarters together with copies of documents that allow the identification of the

shareholder, by 02.10.2025 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 07/08.10.2025". The company will formulate answers to questions on the website (in question-answer format), in the shortest possible time.

The special powers of attorney, the voting form completed and signed in original, the requests regarding the introduction of new items on the agenda, the questions formulated by the shareholders, shall 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 verification 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.

When completing the special powers of attorney/special powers of attorney/correspondence ballots, shareholders are asked to take into account the possibility of completing the agenda of the AGA with new items or proposed resolutions. In this case, the special powers of attorney/special powers of attorney/correspondence ballots will be updated and made available on the website [www.sinteza.ro](http://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 certifying their identity and with the account statement showing their status as a shareholder and the number of shares held, issued by Depozitarul Central SA.

he share capital of the issuer SINTEZA SA consists of 66,112,590 registered shares, each share giving the right to one vote at 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 date of the convocation, the draft resolutions, the special power of attorney forms and the postal voting form will be available in English to the shareholders both at the company's headquarters and on the website [www.sinteza.ro](http://www.sinteza.ro), starting with 03.09.2025 at 12 noon.

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).

**CHAIRMAN OF THE BOARD OF DIRECTORS**  
RADU PASCU