

## **CONVENING OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS for March 16, 2026**

Considering :

The provisions of Law no. 31/1990 republished with subsequent amendments and additions, of Law no. 24/2017 regarding issuers of financial instruments and market operations, republished, of ASF Regulation no. 5/2018 and of the Constitutive Act of the company,

The renunciation of Mr. Turcu Vasile - Cosmin to the position of member of the Board of Directors of the company,

The renunciation of Mr. Lotrean Radu- Lucian to the position of member of the Board of Directors of the company,

The board of directors of SINTEZA SA. Oradea, based in Oradea, Sos. Borșului no. 35, Bihor county, registered at ORC Bihor under no. J 1991000197056, having the unique registration code RO 67329, subscribed and paid-up capital 9916888.50 LEI,  
pursuant to art. 1372(2) from Law no. 31/1990 republished with subsequent amendments and additions

### **CONVENE :**

**ORDINARY GENERAL MEETING of shareholders on 16.03.2026 at 12:00 at the company headquarters in Oradea, Sos. Borsului no. 35, having the following**

### **AGENDA:**

1. The election of the meeting secretary of the meeting, respectively Mrs. Coman Olga Dana, lawyer, with the identification data at the company's headquarters, who will check the presence of the shareholders, the fulfillment of the formalities required by law and the constitutive act for holding the general meeting, will count the votes cast by the shareholders in the meeting and will draw up the minutes of the meeting. The proposed person has the capacity of shareholder of the company;
2. It will be noted that the mandate of the member of the Board of Directors of the Company, Mr. Turcu Vasile-Cosmin, with effect from 04.02.2026 and his discharge of management is approved for the duties exercised in this capacity as well as his deletion from the ONRC records;
3. It will be noted that the mandate of the member of the Board of Directors of the Company, Mr. Lotrean Radu-Lucian, with effect from 06.02.2026 and its discharge of management is approved for the duties exercised in this capacity as well as its deletion from the ONRC records;
4. Election of the members of the Board of Directors of the Company, in order to obtain the statutory number of administrators, with a valid mandate from the date of holding the Ordinary General Meeting of shareholders (s)
5. The remuneration of the members of the board of directors due for the current exercise of the members of the Board of Directors will be in the amount of 5000 lei net/month, as it was established in the AGAO of 07.10.2025;
6. Empowering the General Director of the company to validly sign, in the name and on behalf of the Company, the management contracts of the new administrators of the company ;
7. Approval of the registration date, the date of 04/08/2026, according to which the shareholders will be identified on whom the effects of the AGM decisions will be reflected, in accordance with the provisions of art. 87 of Law 24/2017 and establishing the date of 04/07/2026 as ex-date according to art. 2, letter 1 of ASF Regulation no. 5/2018;

**8. Empowerment of the General Director or the President of the Board of Directors to sign on behalf of the shareholders the decisions of the AGOA and any other documents related to them and to fulfill any act or formality required by law for the implementation, registration and implementation of the decisions of the AGOA, 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), with the possibility of sub-mandating third parties in this regard, including lawyers.**

In the event of non-fulfillment of the statutory conditions regarding the holding of the Ordinary General Meeting of shareholders on the day shown, it will be reconvened for March 17, 2026 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 March 9, 2026, established as the reference date for these general meetings, are entitled to participate and vote at the general meeting of shareholders convened by this convener.

Shareholders registered on the reference date can participate and vote at general meetings directly or can be represented by persons other than shareholders, based on a special or general power of attorney granted according to the legal provisions. Shareholders' access to general meetings is done by simply proving their identity, done in the case of natural person shareholders with the identity document, and in the case of legal person shareholders and natural person shareholders - represented, with general power of attorney/special power of attorney, given to the natural person who represents 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 trustee) and are available in Romanian and English either from the company's headquarters in person or from the web page [www.sinteza.ro](http://www.sinteza.ro), starting on 13.02.2026 at 18 o'clock.

After completion and signing, the copy for the issuer will be submitted in person in original by 14.03.2026 at 12.00 in a closed envelope with the written mention in clear and in capital letters "FOR THE ORDINARY GENERAL MEETING OF 16/17.03.2026" or sent by e-mail with extended electronic signature, at the company headquarters, accompanied by a copy of the identity document or registration certificate of the represented shareholder, until 14.03.2026 at 12:00, at the e-mail address [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 Meetings of Shareholders, by using the mail voting form (in Romanian and or English).

The postal voting form (bulletin) in Romanian and English can be obtained starting from 13.02.2026 at 18:00, from the company headquarters or from the [www.sinteza.ro](http://www.sinteza.ro) website.

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

a) sent to the original company at its headquarters by 14.03.2026 at 12 o'clock in a closed envelope with the written mention in clear and in capital letters "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 16/17.03.2026,, with legalization of signature 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 regarding the electronic signature, until 14.03.2026 at 12 o'clock at the address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro) mentioning on the subject "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 16/17.03.2026 ,.

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 will be made available to Sinteza SA shareholders to be consulted and completed by them and will be published on the website of the company [www.sinteza.ro](http://www.sinteza.ro) starting on 13.02.2026 at 18 o'clock.

The Company's shareholders have the right to formulate candidate proposals for the positions of administrators, under the conditions of the law. Candidates will be nominated in writing, according to art. 137 index 1 paragraph (2) of Law 31/1990.

The deadline until which proposals for applications can be made for appointment as a member of the board of directors, according to art. 187 para. (8) from ASF Regulation no. 5/2018, is dated 08.03.2026.

Candidate proposals will have to meet, on a cumulative basis, the following conditions:

- a) to include the name, surname, type of identity document, series and number of the identity document, domicile and, as the case may be, residence address and citizenship of the shareholder, if the proposal for candidates is formulated by a shareholder, the 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, legal entity, to include the name, surname, personal numerical code and citizenship of the legal representative, who formulates the proposal of candidates, in the name and on behalf of the shareholder;
- c) be accompanied by the statement of account showing the status of shareholder and the number of shares held;
- d) to be accompanied by the candidate's CV, in Romanian and/or English, showing his experience and professional training and the 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 own responsibility that he fulfills all the conditions established by law for the fulfillment of this function and that if he is appointed, he expressly accepts the mandate assuming responsibility including for fulfilling the conditions provided for in art. 6 of the Companies Law no. 31/1990;

The proposals will be sent either (i) in physical/letric format, to the registered office of SINTEZA SA Company 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 the electronic signature, at the address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro), so that they are received by 08.03.2026. Both methods of transmission must contain the written mention in clear: "For the Ordinary General Meeting of Shareholders dated 16/17.03.2026 – Proposal for applications.,,

At the end of the proposal submission period, the proposed candidates will be displayed on the website of the company [www.sinteza.ro](http://www.sinteza.ro), who will be included on the ballots in alphabetical order of name. The special power of attorney/special power of attorney or general power of attorney, the postal voting form (bulletin) in Romanian and English, updated with the submitted proposals, will be made available on the [www.sinteza.ro](http://www.sinteza.ro) website, starting from 03/09/2026.

Information on gender balance in the Board of Directors: Starting from June 29, 2025, the provisions of Chapter VI<sup>1</sup> of Law no. 24/2017, which require companies traded on a regulated market to ensure, until June 30, 2026, one of the following objectives:

- at least 40% of the posts of non-executive administrator to be filled by members of the underrepresented sex; or
- at least 33% of total administrator posts (executive and non-executive) to be filled by members of the underrepresented sex.

Shareholders are asked to take these requirements into account when formulating proposals for applications, so that the process of electing members of the Board of Directors is carried out according to the legislation in force.

In order to ensure the secret nature of the vote for the election of the members of the Board of Directors of Sinteza SA, it will be expressed, by each shareholder/representative of the shareholder, through separate ballots (secret vote) and, as the case may be, on the basis of special powers distinct or general powers.

The secret ballot forms for the election of the members of the Board of Directors of Sinteza SA will be available in Romanian and English, starting with 13.02.2026, in electronic format on the Company's web page, at [www.sinteza.ro](http://www.sinteza.ro) section Investor Relations/AGA" Documents , to be updated with the final list on 09.03.2026.

The postal voting forms to be used for the other items on the agenda will be available in Romanian and English, starting from 13.02.2026, in electronic format on the Company's web page, at the address [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 with 13.02.2026, in electronic format on the Company's web page, at the address [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 dated 16/17.03.2026 – Vote secret” or by e-mail with an extended electronic signature incorporated according to Law no. 214/2024 regarding the use of the electronic signature, at the address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro), on 14.03.2026 at 12 o'clock, with the same mention.

One or more shareholders who own, 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 convocation, respectively until no later than 28.02.2026, new items on the agenda of the General Meetings of shareholders, provided that each point is accompanied by a justification or a draft decision proposed for approval by the AGM general meetings, which will be sent to the company's headquarters in writing, by 28.02.2026 at 12 o'clock, they also have the right to present draft decisions for the items included or proposed to be included on the agenda of the AGM, a right that can be exercised in writing, by transmission to the company headquarters, until 28.02.2026 at 12 o'clock at the latest.

The rights of the shareholders provided above can only be exercised in writing, sent by post or courier services, with confirmation of receipt, at the company's headquarters in Oradea, Sos. Borșului no. 35, in a closed envelope with the written mention in clear and in capital letters “FOR THE ORDINARY GENERAL MEETING OF 16/17.03.2026, or by e-mail, according to ASF regulations, to the e-mail address [sinteza@sinteza.ro](mailto:sinteza@sinteza.ro). Both methods of transmission must contain the written mention in clear: “For the Ordinary General Meeting of Shareholders of 16/17.03.2026-proposal to complete the agenda „,

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 shareholders of the company can ask questions regarding the items on the agenda, no later than two working days before the date of the General Assembly, respectively 12.03.2026, to be submitted to the company's headquarters together with copies of documents that allow the identification of the shareholder, until on 12.03.2026 at 12 noon.

The questions are submitted to the Board of Directors in writing, in original, in a closed envelope with the written mention in clear and in capital letters “FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 16/17.03.2026”. The company will answer the questions on the website (in question-answer format), as soon as possible.

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

When completing special powers of attorney/special powers of attorney/ballots by mail, shareholders are asked to take into account the possibility of completing the agenda of the AGM with new items or proposals for

decisions. In this case, the special powers of attorney/special powers of attorney/mail ballots will be updated and made available on the [www.sinteza.ro](http://www.sinteza.ro) website.

In accordance with ASF Regulation no. 5/2018, in the case of shareholders who ask questions or who make proposals to complete the agenda, they can attest to their identity in addition to the document certifying their identity and with the account statement showing the status 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, the materials regarding the issues on the agenda, the total number of issued shares and voting rights on the date of convening, the draft decisions, the forms of special powers of attorney and the postal voting form will also be available in English to the shareholders both at the company's headquarters and on the [www.sinteza.ro](http://www.sinteza.ro) web page, starting on 13.02.2026 at 18.

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

**MEMBER OF THE BOARD OF DIRECTORS**  
RADU PASCU