



No. 1661 / 29.04.2022

To,
**Bucharest Stock Exchange
Financing Surveillance Authority**

CURRENT REPORT

Pursuant to the provisions of the EU Regulation no. 596/2014 regarding the market abuse, of the FSA Regulation no.5 / 2018 of FSA on Issuers of Financial Instruments and Market Operations, respectively of Law no. 24/2017 on issuers of financial instruments and market operations

Report date: **29.04.2022**

Company name: **S.C. PREBET AIUD S.A.**

Address: **Aiud, 10 Arenei Street, Alba County – Romania, 515200**

Phone/fax no: **004-0258-861661 / 004-0258-861454**

Fiscal Code: **RO 1763841**

LEI Code: **254900R0KBC9MDTF1V33**

Trade Register registration number: **J 01/121/1991**

Subscribed and paid in share capital: **8.199.547,74 RON**

Regulated market where the issued securities are traded: **Bucharest Stock Exchange (BVB)**

Important event :

- 1. The Decision of the Ordinary General Meeting of Shareholders SC PREBET AIUD S.A. from date of 28.04.2022.**
- 2. The Decision of the Extraordinary general Meeting of Shareholders SC PREBET AIUD S.A. from date of 28.04.2022.**

SC PREBET AIUD S.A. informs that on 28.04.2022 at 12⁰⁰, respectively 13³⁰, the Ordinary General Meeting and the Extraordinary General Meeting of the shareholders of S.C. took place at the headquarters of the Company from Aiud, 10 Arenei Street, Alba County. PREBET AIUD S.A., convened in accordance with the provisions of Law no. 31/1990 R, with subsequent amendments and completions, of Law 24/2017 on issuers of financial instruments and market operations, ASF Regulation. no. 5/2018 regarding the issuers of financial instruments and market operations and of the Articles of Association of the Company.

The Ordinary and Extraordinary General Assembly held its proceedings at the first convocation.

The convocation was published in the Official Gazette of Romania, Part IV no. 1248 of March 25, 2022 and in the newspaper "Bursa" of March 25, 2022 on the BVB website and on the Company's website www.prebet.ro, in the Investor Relations - OGMS / EGMS section.

The agenda completed according to the request of the shareholder Anodin Assets S.A. was also published in the Official Gazette of Romania Part IV no. 1565 of April 14, 2022, on the BVB website and on the Company's website www.prebet.ro, in the Investor Relations - OGMS / EGMS section.

The general meetings were attended by the company's shareholders registered in the Register of Shareholders kept by the Central Depository of Bucharest, on the reference date of April 15, 2022.

Manager
Cosmin Porutiu





**DECISION NO. 2 OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
PREBET AIUD S.A. of April 28, 2022**

The shareholders of S.C. PREBET AIUD S.A., trading company with the registration data mentioned above (“**Company**”), met in the Ordinary General Meeting of Shareholders at the first call on April 28, 2022 at 12:00 a.m., at the Company headquarters in Aiud, str. Arena, nr. 10, jud. Alba, postal code 515200, observing all the conditions for voting and quorum, being present shareholders representing a total of 15.155.637 shares, respectively 33,27% of the total of 45,553,043 shares, representing the total number of shares, that form the Company's share capital, in accordance with the provisions of Law no. 31/1990 R, as amended and supplemented, Law 24/2017 on Issuers of Financial Instruments and Market Operations, ASF Regulation no. 5/2018 on Issuers of Financial Instruments and Market Operations and the Articles of Incorporation of the Company published on www.prebet.ro.

DECIDE :

1. Approval of the individual annual financial statements of Prebet Aiud S.A. for the financial year 2021, prepared in accordance with the International Financial Reporting Standards (IFRS), based on the Report of the Directors of the company and the Report of the Independent Financial Auditor.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 15.155.637

ABSTENTION VOTES: -

AGAINST VOTES: -

2. Approval of the distribution of the net profit of the Company made in 2021 in the amount of 4,201,615 lei, according to the proposal of the Board of Directors, as follows:

- 0 lei - legal reserve;

- 4,201,615 lei - other reserves;

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 14.518.037

ABSTENTION VOTES: -

AGAINST VOTES: 637.600

3. Approval of the discharge of the administrators for the financial year 2021.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 15.155.637

ABSTENTION VOTES: -

AGAINST VOTES: -





4. Approval of the Revenue and Expenditure Budget for 2022.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 15.155.637

ABSTENTION VOTES: -

AGAINST VOTES: -

5. Election of the financial auditor MGMT AUDIT & BPO.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 8.005.379

ABSTENTION VOTES:-

AGAINST VOTES: -

6. Approval of the establishment of two limited liability companies, in which the company Prebet Aiud S.A. to have the quality of sole partner, in order to:

(a) construction and operation of ballast for the purpose of carrying out the production and marketing of the resulting material;

(b) the carrying out of activities in the field of energy production, including the provision of the energy resources necessary for the carrying out of the activity by the company.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 13.724.492

ABSTENTION VOTES: 334.315

AGAINST VOTES: 1.096.830

7. Approval of the mandate of the Board of Directors for adopting all necessary decisions and carrying out all necessary formalities in order to fulfill the decision to establish two limited liability companies according to point 6, including but not limited to establishing the main and secondary objects of activity, headquarters and working points, administrators, subscribed share capital, names, duration of operation and any other elements necessary for the establishment of the company.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 13.724.492

ABSTENTION VOTES: 334.315

AGAINST VOTES: 1.096.830

8. Approval of the mandate of the Board of Directors for the adoption of all necessary decisions regarding the activities carried out, the formalities regarding the functioning, the modification of the internal acts (constitutive act, statute, regulations) and any other formalities regarding the companies established





according to point 6, consequently through the decisions The consent of Prebet Aiud SA was expressed to the Board of Directors regarding any aspect related to the functioning of the companies and the development of the activities by the newly established companies.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 13.724.492

ABSTENTION VOTES: 334.315

AGAINST VOTES: 1.096.830

9. Approval of the Remuneration Report for the financial year 2021.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 15.155.637

ABSTENTION VOTES: -

AGAINST VOTES: -

10. Approval of the Remuneration Policy regarding the management of the company.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 15.155.637

ABSTENTION VOTES: -

AGAINST VOTES: -

11. Approval of the date of 25.05.2022, as the date of registration, respectively of identification of the shareholders on whom the effects of the adopted decisions are reflected, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017 regarding the issuers of financial instruments and operations on the market.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 15.155.637

ABSTENTION VOTES: -

AGAINST VOTES: -

12. Approval of the date of 24.05.2022 as ex-date, in accordance with the provisions of Law no. 24/2017 and of Regulation no. 5/2018 on the issuance of financial instruments and market operations.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 15.155.637

ABSTENTION VOTES: -

AGAINST VOTES: -

13. Approval of the power of attorney and mandate of the directors of the company (General Manager, Deputy General Manager, Economic Director), for carrying out the necessary and legal operations for





PREBET AIUD S.A.

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registering the decisions of the ordinary general meeting of shareholders and carrying out publicity formalities, any director having the right to perform any of these formalities.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 15.155.637

ABSTENTION VOTES: -

AGAINST VOTES: -

President of the meeting

Mathe Francisc

Registrar of the meeting

Popa Lucian



PREBET AIUD S.A.; Str. Arenei, nr. 10, c.p. 515200, loc. Aiud, jud. Alba, Romania

Cod Fiscal: RO 1763841; Nr. de ordine la Registrul Comertului: J 01/121/1991

Cont Banca: BRD, Sucursala Aiud IBAN RO27 BRDE 010S V361 7389 0100

BCR, Sucursala Aiud IBAN RO66 RNCB 0005 0210 5844 0001



**DECISION NO. 2 OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PREBET AIUD S.A. of April 28, 2022**

The shareholders of S.C. PREBET AIUD S.A., trading company with the registration data mentioned above (“**Company**”), met in the Extraordinary General Meeting of Shareholders at the first call on April 28, 2022 at 13:30 a.m., at the Company headquarters in Aiud, str. Arena, nr. 10, jud. Alba, postal code 515200, observing all the conditions for voting and quorum, being present shareholders representing a total of 15.155.637 shares, respectively 33,27% of the total of 45,553,043 shares, representing the total number of shares, that form the Company's share capital, in accordance with the provisions of Law no. 31/1990 R, as amended and supplemented, Law 24/2017 on Issuers of Financial Instruments and Market Operations, ASF Regulation no. 5/2018 on Issuers of Financial Instruments and Market Operations and the Articles of Incorporation of the Company published on www.prebet.ro.

DECIDE:

1. Approval of the Company's Investment Plan for 2022 up to the amount of 7,000,000 Euros.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 15.155.637

ABSTENTION VOTES: -

AGAINST VOTES: -

2. Approval of the crediting by the company of the two companies to be constituted according to item 6 on the agenda of the Ordinary General Meeting, in accordance with the Investment Plan of the company Prebet Aiud for the year 2022.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 13.724.492

ABSTENTION VOTES: 334.315

AGAINST VOTES: 1.096.830

3. Approval of the conclusion by the company, as a borrower, with any banking institution, as a creditor, within a maximum total amount of 8,000,000 euros, of any credit agreements and of any guarantee contracts (mortgage contracts of any rank, pledges and any other guarantee instruments) to guarantee all the obligations resulting from the credit agreements concluded by the company. In case of refinancing the existing credit line in the amount of RON 6,000,000, the maximum contracting limit will be increased by the value of the refinanced credit line.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 14.274.192

ABSTENTION VOTES: 243.845

AGAINST VOTES: 637.600

4. Approval of the mandate of the Board of Directors in order to take all the necessary decisions and complete all the necessary formalities for:





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Internet: www.prebet.ro

• negotiating, signing, completing, issuing and drawing up (in authentic form, where applicable) in the name and on behalf of the Company, all acts, confirmations and documents in order to carry out the resolutions adopted according to point 2.

• undertaking all actions in connection with the registration of contracts concluded with the Electronic Archive of Real Movable Guarantees and / or the competent Land Book and / or the competent Trade Register and / or in the register of the Company's shareholders and / or in connection with the notification and / or fulfillment of any other formality. necessary before any other competent authority or third interested party, as well as for the publication of this Decision in the Official Gazette of Romania, part IV;

• in general, the fulfillment of all the necessary or useful formalities and actions for the purpose of the transaction considered by the documents mentioned in the above resolutions.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 14.274.192

ABSTENTION VOTES: 243.845

AGAINST VOTES: 637.600

5. Approval of the modification of the program for acquiring the own shares carried out in order to reduce the share capital, approved by the OGMS Decision no. 1 / 12.01.2022, in the following way:

a) Purpose of the program: The company will acquire shares in order to reduce the share capital, by canceling the shares.

b) Maximum number of shares that can be acquired: maximum 8% of the subscribed share capital.

c) Minimum price per share: 1.84 lei in compliance with the legal provisions and regulations regarding trading in financial instruments

d) Maximum price per share: 1.94 lei

e) Duration of the Program: 1.05.2022 - 31.12.2022.

f) The payment of the acquired shares will be made from the distributable profit or from the available reserves of the company, registered in the last approved annual financial statement, except for the legal reserves.

g) The acquisition of the shares will be made within the market where the shares are listed or through the development of public purchase offers, in accordance with the legal provisions.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 14.155.292

ABSTENTION VOTES: 1.000.345

AGAINST VOTES: -

6. Approval of the date of 25.05.2022 as the date of registration, respectively of identification of the shareholders affected by the effects of the adopted decisions, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017 regarding the issuers of financial instruments and operations on the market.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 15.155.637

ABSTENTION VOTES: -

AGAINST VOTES: -

7. Approval of the date of 24.05.2022 as ex-date, in accordance with the provisions of Law no. 24/2017 and of Regulation no. 5/2018 on the issuance of financial instruments and market operations.





TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 15.155.637

ABSTENTION VOTES: -

AGAINST VOTES: -

8. Approval of the power of attorney and mandate of the directors of the company (General Manager, Deputy General Manager, Economic Director), for carrying out the necessary and legal operations for registering the decisions of the extraordinary general meeting of shareholders and carrying out publicity formalities, any director having the right to perform alone any of these formalities.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 15.155.637

ABSTENTION VOTES: -

AGAINST VOTES: -

9. Approval of the conclusion of a sale-purchase contract between Prebet Aiud S.A. and Anodin Assets S.A. in order to transfer the ownership right regarding the 4,556,250 shares representing 5% of the share capital of Roca Investments S.A., registered at the Trade Register under no. J40 / 15602/2017, having CUI 38201915 in the following conditions:

- Date of conclusion of the sale-purchase contract: at the latest until 02.05.2022;
- Sale price: 2,200,000 EURO;
- The price will be paid in the following way: 10% advance at the time of signing the sale-purchase contract and the remaining 90% until the end of 2022 (31.12.2022);
- Guarantees: in order to guarantee the payment of the remaining 90% price, the buyer undertakes to provide a security on the package of shares representing 5% of the share capital of Roca Investments S.A. acquired and to complete all the necessary formalities.
- The ownership right over the shares is transferred on the date of concluding the sale-purchase contract, the seller committing himself to make, in the shortest possible time, all the necessary steps so that the buyer becomes the holder of all rights and obligations resulting from the shareholder status. within the company Roca Investments S.A.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 3.996.976

ABSTENTION VOTES: 11.158.661

AGAINST VOTES: -

10. Mandating the Chairman of the Board of Directors to conclude the sale-purchase contract, for and on behalf of Prebet Aiud S.A., within the limits established by the Decision of the Extraordinary General Meeting and to sign all legal acts necessary to acquire the 5% share capital. of Roca Investments S.A.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 3.996.976

ABSTENTION VOTES: 11.158.661

AGAINST VOTES: -





11. Modification of the Articles of Association of the company by introducing art. 6 (3) Secondary activities according to the codification, CAEN codes: 3511 - Production of electricity and 6499 - Other financial intermediation n.c.a.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 14.780.387

ABSTENTION VOTES: 248.555

AGAINST VOTES: 126.695

12. Approval of the execution of transactions (sale / purchase) of financial instruments by the company Prebet Aiud S.A. within the amount of 5,000,000 lei, in order to increase / streamline the company's cash and without affecting the necessary funds and allocated in order to carry out the activities related to the main object of activity.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 12.721.197

ABSTENTION VOTES: 947.855

AGAINST VOTES: 1.486.585

13. The mandate of the Deputy General Manager, Kerekes - Ioan Csaba, in order to carry out the acquisition - alienation operations in the name and for the company Prebet Aiud S.A. and the completion of all such formalities for carrying out these activities, including, but not limited to: identifying a company specializing in trading in financial instruments, concluding a contract for financial investment services, representing the company in relation to third parties in these activities.

TOTAL VALID EXPRESSED VOTES: 15.155.637 shares (votes), of which:

VOTES FOR: 12.721.197

ABSTENTION VOTES: 947.855

AGAINST VOTES: 1.486.585

President of the meeting

Mathe Francisc

Registrar of the meeting

Popa Lucian

