

To: Financial Supervisory Authority - Financial Instruments and Investments Sector
Bucharest Stock Exchange
Regulated Market

From: *IMPACT DEVELOPER&CONTRACTOR S.A.*

20 August 2024

CURRENT REPORT

According to the provisions of Law No. 24/2017 on issuers of financial instruments and market operations and Regulation No. 5/2018 of FSA on Issuers of Financial Instruments and Market Operations

Important events to be reported:

THE ORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS OF IMPACT DEVELOPER & CONTRACTOR S.A.

headquarters of Impact Developer & Contractor SA, Romania, Bucharest, District 1, 31-41
Padurea Mogosoia Road, 2nd floor, Zip Code 014043

DECISION No. 3 of 20 August 2024, 10.00 a.m.

I. Convening

The Ordinary Shareholders' General Assembly of the Company (hereinafter referred to as "**OGMS**") has been duly convened by:

- Convening notice published in:
 - o Romanian Official Gazette Part IV no. 3508/19.07.2024;
 - o Bursa newspaper of 19.07.2024;
- Notification to the Bucharest Stock Exchange on 17.07.2024 and to FSA on 18.07.2024;
- Display at the Company's headquarters and on Company's website www.impactsa.ro.

II. The quorum

At the Ordinary Shareholders' General Assembly of the company IMPACT DEVELOPER& CONTRACTOR S.A. (hereinafter referred to as "**The Company**"), were present the shareholders representing 89,062% of the total voting rights and 89,034% of the subscribed and paid up share capital, namely:

- 2,106,262,180 shares of the total number of 2,365,679,951 shares,

- 2,106,262,180 votes of the total number of 2,364,941,410 voting rights.

The Ordinary Shareholders' General Assembly of the Company is statutory in accordance with the provisions of the art. 13 of the Articles of Incorporation of the company and legal in accordance with the provisions of the Law no. 31 of 1990, republished, as amended.

III. Regarding the items on the agenda, the following decisions were adopted:

1. With a total number of 1,537,988,958 valid votes, representing 1,537,988,958 shares and 65.013% of the share capital of the Company, and 65.033% of the total number of voting rights, out of which 1,537,988,958 votes "in favor", representing 100% of the total number of votes held by the shareholders attending the Assembly, it was approved the activity program and approval of the income and expense budget for the fiscal year 2024, in accordance with the information materials. There were 568,273,222 "abstentions".

Profit and loss account (EUR)	Total 2024	%
Income	83,603,230	100%
Cost of sales	(56,480,377)	68%
Gross profit	27,122,853	
Gross margin	32%	
Other operating expenditure	(9,842,173)	12%
Variable expenses	(1,227,526)	1%
General and administrative expenses	(7,393,055)	9%
Depreciation	(1,071,592)	1%
Contingencies	(150,000)	0%
Operational profit	17,280,679	

% Operating profit / Income	21%	
Net financial result	(6,270,331)	8%
EBT	11,010,348	
	13%	
Corporate income tax	(1,761,656)	2%
Profit for the period	9,248,693	
% Net profit / Income	11%	
EBITDA	18,352,271	
% EBITDA / Income	22%	

2. With a total number of 2,106,262,180 valid votes, representing 2,106,262,180 shares and 89.034% of the share capital of the Company, and 89.062% of the total number of voting rights, out of which 2,104,653,038 votes "in favor", representing 99.92% of the total number of votes cast in the Assembly and 1,609,142 votes "against", representing 0.08% of the total number of votes cast, it was approved the election of the external financial auditor, KPMG Audit SRL, for the 2024 fiscal year, due to the expiration of the current financial auditor's term. The auditor, ERNST & YOUNG ASSURANCE SERVICES SRL, is hereby revoked, due to the expiration of the current auditor's term of office. Secret Vote.
3. With a total number of 1,785,799,470 valid votes, representing 1,785,799,470 shares and 75.487% of the share capital of the Company, and 75.511% of the total number of voting rights, out of which 1,784,190,328 votes "in favor", representing 99.909 of the total number of votes cast, and 1,609,142 votes "against", representing 0.091% of the total number of votes cast it was approved the participation of the members of the Board of Directors in the "Stock Option Plan 2024-2025" type program implemented by the Company under the following conditions:
 - (a) The members of the Board of Directors having specific positions within the Board of Directors, according to the regulation on its activity, have the right to participate in the "Stock Option Plan 2024-2025" type program, which represents additional remuneration according to Art. 153¹⁸ (2) of Company

Law No. 31/1990, being distributed a total maximum number of **1,050,000** shares.

- (b) The Board of Directors shall determine the amount of the additional remuneration for each member of the Board of Directors, based on the Remuneration Committee's recommendations, according to Art. 153¹⁸ (2) and (4) of Company Law No. 31/1990.
- (c) For the members of the Board of Directors, the option right may be exercised after a period of 12 months from the date of granting the option right.
- (d) The option rights shall be granted until **30.09.2024**.
- (e) After the lapse of the 12 month-period from the date of granting the option right, the members of the Board of Directors shall have to exercise this option right within one month.

There were 320.462.710 "abstentions".

- 4. With a total number of 2,106,262,180 valid votes, representing 2,106,262,180 shares and 89.034% of the share capital of the Company, and 89.062% of the total number of voting rights, out of which 2,106,262,180 votes "in favor", representing 100% of the total number of votes held by the shareholders attending the Assembly, it was approved empowerment, with the possibility of substitution, of Mrs. Iuliana-Mihaela Urda to sign in the name of the shareholders the Meeting resolution, as well as any other documents in relation thereto and to fulfill any and all the formalities stipulated by law in order to obtain the registration and to ensure the opposability of the Meeting resolution towards third parties.
- 5. With a total number of 2,106,262,180 valid votes, representing 2,106,262,180 shares and 89.034% of the share capital of the Company, and 89.062% of the total number of voting rights, out of which 2,106,262,180 votes "in favor", representing 100% of the total number of votes held by the shareholders attending the Assembly, it was approved the date of **6 September 2024** as a registration date that serves for the identification of the Company's shareholders upon which the effects of the decisions passed within the Assembly.
- 6. With a total number of 2,106,262,180 valid votes, representing 2,106,262,180 shares and 89.034% of the share capital of the Company, and 89.062% of the total number of voting rights, out of which 2,106,262,180 votes "in favor", representing 100% of the total number of votes held by the shareholders attending the Assembly, it was approved the date of **5 September 2024** as Ex – Date.

Chairperson of the Board of Directors

Iuliana Mihaela Urda