IMPACT
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Since 1991

To: Financial Supervisory Authority - Financial Instruments and Investments Sector

Bucharest Stock Exchange

Regulated Market

From: IMPACT DEVELOPER&CONTRACTOR S.A.

28 May 2025

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: RESOLUTION OF THE BOARD OF DIRECTORS OF IMPACT DEVELOPER & CONTRACTOR S.A. dated 28.05.2025

The Board of Directors (the "**Board of Directors**") of **Impact Developer & Contractor S.A.**, a joint-stock company, established and operating under the laws of Romania, with its registered office in Romania, Bucharest, Drumul Padurea Mogosoaia, No. 31-41, District 1, postal code 014043, registered with the Trade Register attached to the Bucharest Tribunal under No. J2018007228408, Unique Code No. 1553483 ("**Impact**" or the "**Company**"), met validly, the quorum requirements being met in the meeting (the "**Board of Directors Meeting**"), with the participation of the Company's acting directors,

Having regard to:

- Company Law No. 31/1990, as republished, as amended and supplemented ("**Law No. 31/1990**");
- Law No. 24/2017 on issuers of financial instruments and market operations, as amended and supplemented ("**Law No. 24/2017**"), in particular the provisions of Art. 91 Para (6) – (9) of Law No. 24/2017;
- **Item 1 of Resolution No. 2/2025 of the Extraordinary General Meeting of Shareholders** whereby the consolidation of the nominal value of a share issued by the Company from the nominal value of RON 0.25/share to the nominal value of RON 5.00/share was approved, by increasing the nominal value of the shares concomitantly with the reduction of the total number of shares (20 shares with a nominal value of RON 0.25/share shall represent one share with a nominal value of RON 5.00/share) (the "Consolidation of the Nominal Value"), the total number of shares in the Company's share capital resulting from the Consolidation of the Nominal Value shall be equal to the number of shares issued prior to the Consolidation of the Nominal Value divided by 20, representing the value of the ratio between the consolidated nominal value (RON 5/share) and the

nominal value prior to the Consolidation of the Nominal Value (RON 0.25/share), subject to adjustments made in accordance with the legal provisions in force;

- **Item 3 of Resolution No. 2/2025 of the Extraordinary General Meeting of Shareholders** whereby the empowerment of the Company's Board of Directors to issue any resolution and to perform all legal acts and deeds necessary, useful and/or appropriate for the fulfillment of the resolution to be adopted by the EGMS on the Consolidation of the Nominal Value, was approved.

UNANIMOUSLY, THIS RESOLUTION WAS ADOPTED

Art.1. For the purpose of implementing Resolution No. 2/2025 of the Extraordinary General Meeting of Shareholders, the modification of the nominal value of a share issued by the Company from RON 0.25 to RON 5 ***is approved****, simultaneously with the reduction of the total number of shares (20 shares with a nominal value of RON 0.25 shall represent one share with a nominal value of RON 5)*.

Art.2. For the purpose of implementing Resolution No. 2/2025 of the Extraordinary General Meeting of Shareholders and in accordance with the provisions of Art. 91 Para (9) of Law No. 24/2017 according to which:

> *"If the number of own shares to be acquired by the issuer according to Para (8) is to be a fractional number, the rounding shall be made to the next higher whole number, and the increase in the company's share capital corresponding to this rounding shall be made in favor of the issuer, by incorporating reserves in an amount equal to the nominal value of the rounding, calculated based on the consolidated nominal value of a share, in compliance with the provisions of Art. 210 Para (2) of Law No. 31/1990."*

and taking into account the fact that the number of shares resulting from the division of the current number of shares issued by the Company (*as a result of the operation in Art. 1*), respectively 2,364,941,410, by 20, is a fractional number, respectively 118,247,070.5, and that it is necessary to adjust the value of the share capital in accordance with the rules provided by Law No. 24/2017, the increase of the Company's share capital by **RON 2.5** is hereby approved, through the incorporation of reserves equal to this amount.

Art.3. As a result of the operations to consolidate the nominal value of a share issued by the Company and to increase the share capital (*Arts. 1 and 2 hereof*), the share capital of the Company will be **RON 591,235,355**, divided into **118,247,071** shares, each with a nominal value of **RON 5**.

Art.4. Considering the resolutions adopted, the amendment of Art. 6 of the Company's Articles of Incorporation ***is approved***, which shall read as follows:

"Art. 6 Share capital

(1) *The share capital of IMPACT DEVELOPER & CONTRACTOR is RON 591,235,355, being fully subscribed and paid-up.*

(2) *The share capital is divided into 118,247,071 shares, each share having a nominal value of RON 5.*

(3) *The structure of the Company's share capital is as follows: RON 591,235,269.90 and USD 5,000, representing cash contributions, and RON 35.1, representing contribution in kind.*

(4) *Shareholders' holdings are those included in the register of shareholders maintained by Depozitarul Central S.A."*

Art.5. The empowerment, with the possibility of substitution, of Campeanu-Richard Dan-Sebastian and Bistriceanu Jean-Claudiu, acting individually and not jointly, is hereby approved, to carry out this Resolution, to sign any documents related to such and to fulfill all procedures and formalities provided by law for the purpose of implementing the Resolution, including the formalities of publication and registration thereof with the Trade Register or with any other public institution.

IMPACT DEVELOPER & CONTRACTOR S.A.
General Manager
Câmpeanu Richard Dan-Sebastian