

ASCENDIA S.A.
J2007006604403, CUI RO21482859
Inc. Address : Eufrosin Poteca St. No.40, 1st floor, Sect. 2, Bucharest



Correspondence: Dinicu Golescu Blvd., No.36, 4th floor, Sect. 2, Bucharest
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To: **Bucharest Stock Exchange**

Financial Supervisory Authority

ASC 6606/25.08.2025

CURRENT REPORT

REGARDING THE DECISIONS OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS) AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF ASCENDIA S.A. OF 25.08.2025

Current report according to	BVB Regulation on AeRO market, Law 24/2017, ASF Regulation 5/2018, EU Regulation 596/2014
Report date	25.08.2025
Name of the company	ASCENDIA S.A.
Registration office	Eufrosin Potecă St. No.40, 1 st floor, Sector 2, Bucharest
Phone/fax/email	phone/fax: 021 312.42.26, Email: office@ascendia.ro
Unique registration number	RO 21482859
Number of registration at the Registry of Commerce	J2007006604403
Subscribed and paid-up share capital	1.172.180,10 RON for 11.721.801 shares with face value of 0,1 RON
The regulated market on which it is traded	Bucharest Stock Exchange – MTS, AeRO - Premium
LEI Code	315700DLIITW8APMVF93

Important event to report: OGMS and EGMS decisions of 25.08.2025

On 25.08.2025, starting at 11:00 a.m. (Romanian time), the shareholders of ASCENDIA S.A. ("the Company") met in the Ordinary General Meeting of Shareholders ("OGMS") and the Extraordinary General Meeting of Shareholders ("EGMS") at 12:00 p.m., on first call, at the working point in Blvd. Dinicu Golescu, No. 36, 4th floor, Sector 2, Bucharest, Romania, the meeting being opened by the Chairman of the meeting, Mr. Malureanu Cosmin, in his capacity as Sole Administrator of the Company.

Considering:

- The OGMS and EGMS convocation published on the Company's website at the Investors section on 25 July 2025, in the “Monitorul Oficial al Romaniei”, Part IV, number 3443 of 25 July 2025 and in the “Bursa” newspaper No. 135 of 25 July 2025.
- The documents related to OGMS and EGMS published on the company's website on 25 July 2025.
- The provisions of the Companies Law no. 31/1990, republished, as subsequently amended and supplemented (Law 31/1990).
- The provisions of Law no. 297/2004 regarding the capital market, as subsequently amended and supplemented (Law 297/2004).
- The provisions of Law no. 24/2017 on Issuers of Financial Instruments and Market Operations, as subsequently amended and supplemented (Law 24/2017).
- The provisions of the FSA Regulation no. 5 of 2018 on issuers and operations with securities, with subsequent amendments and completions (Regulation no. 5/2018).
- The provisions of CNVM Regulation no. 6/2009 regarding the exercise of certain rights of the shareholders in the general meetings of the companies, as subsequently amended and supplemented (Regulation No. 6/2009).

Following the debates, the Company's shareholders adopted the following decisions on the items on the agenda of the

ORDINARY GENERAL MEETING

▪ RESOLUTION NO. 1

With 9,815,908 votes in favor, 0 votes against, and 0 abstentions out of a total of 9,815,908 votes cast, with the affirmative vote of shareholders representing 100% of the votes cast and 83.7406% of the total voting rights, the distribution of the amount of RON 5,860,900.50 as dividends to shareholders is hereby approved, with a gross dividend per share of RON 0.50, from the net profits of previous financial years, recorded in the Company's reserve accounts as of 31.12.2024 (excluding legal reserves and other tax-exempt reserves), in accordance with the provisions of Law No. 31/1990 and the Company's Articles of Association.

▪ RESOLUTION NO. 2

With 9,887,908 votes in favor, 0 votes against, and 0 abstentions out of a total of 9,887,908 votes cast, with the affirmative vote of shareholders representing 100% of the votes cast and 84.3548% of the total voting rights, the Registration Date is hereby approved, defined as the date used to identify the shareholders subject to the effects of the resolutions adopted by the EGMS. Shareholders will be identified by reference to the Shareholders' Register maintained by the Central Depository. The proposed Registration Date is 04.12.2025, and the corresponding Ex-Date is 03.12.2025.

▪ RESOLUTION NO. 3

With 9,815,908 votes in favor, 0 votes against, and 0 abstentions out of a total of 9,815,908 votes cast, with the affirmative vote of shareholders representing 100% of the votes cast and 83.7406% of the total voting rights, the distribution of the amount of RON 5,860,900.50 as dividends to shareholders is hereby approved, with a gross dividend per share of RON 0.50, from the net profits of previous financial years,

recorded in the Company's reserve accounts as of 31.12.2024 (excluding legal reserves and other tax-exempt reserves), in accordance with the provisions of Law No. 31/1990 and the Company's Articles of Association.

The shareholders of the Company also adopted the following resolutions on the items on the agenda of the

EXTRAORDINARY GENERAL MEETING

▪ RESOLUTION NO. 1

With 9,887,908 votes in favor, 0 votes against, and 0 abstentions out of a total of 9,887,908 votes cast, with the affirmative vote of shareholders representing 100% of the votes cast and 84.3548% of the total voting rights, the Sole Director of the Company is hereby authorized to exercise the powers of the Extraordinary General Meeting of Shareholders (EGMS) to decide on a share capital increase of up to RON 58,609.00 in nominal value, respectively by up to 586,090 ordinary shares, for a period of one year from the date of this resolution, i.e., until 25 August 2026, in accordance with and within the limits set out in Article 86 paragraphs (2) and (4) of Law No. 24/2017, republished, as subsequently amended and supplemented.

▪ RESOLUTION NO. 2

With 9,887,908 votes in favor, 0 votes against, and 0 abstentions out of a total of 9,887,908 votes cast, with the affirmative vote of shareholders representing 100% of the votes cast and 84.3548% of the total voting rights, subject to the approval of item 1 on the agenda, the Sole Director of the Company is hereby not (*) authorized to exercise the powers of the Extraordinary General Meeting of Shareholders (EGMS) to decide on the exclusion of pre-emption rights in connection with share capital increases approved by the Sole Director under the powers delegated by this resolution, which have the exclusive purpose of implementing incentive and remuneration programs for key personnel within the Company, including Stock Option Plans, in accordance with Article 86(3) of Law No. 24/2017, republished, as subsequently amended and supplemented, and subject to the quorum and majority conditions provided under Article 88 of the same law.

** The proposal was not adopted, as the special quorum required under Article 88(1) of Law No. 24/2017 was not met, namely the participation of shareholders representing at least 85% of the subscribed share capital.*

▪ RESOLUTION NO. 3

With 9,887,908 votes in favor, 0 votes against, and 0 abstentions out of a total of 9,887,908 votes cast, with the affirmative vote of shareholders representing 100% of the votes cast and 84.3548% of the total voting rights, the relocation of the Company's registered office is hereby approved, from Bucharest, 40 Eufrosin Potecă Street, 1st Floor, District 2, to the current working point located in Bucharest, 36 Dinicu Golescu Boulevard, 4th Floor, District 1.

▪ **RESOLUTION NO. 4**

With 9,887,908 votes in favor, 0 votes against, and 0 abstentions out of a total of 9,887,908 votes cast, with the affirmative vote of shareholders representing 100% of the votes cast and 84.3548% of the total voting rights, the Registration Date is hereby approved, defined as the date used to identify the shareholders subject to the effects of the resolutions adopted by the EGMS. Shareholders will be identified by reference to the Shareholders' Register maintained by the Central Depository. The proposed Registration Date is 04.12.2025, and the corresponding Ex-Date is 03.12.2025.

▪ **RESOLUTION NO. 5**

With 9,887,908 votes in favor, 0 votes against and 0 abstentions out of a total of 9,887,908 votes cast, with the affirmative vote of the shareholders representing 100% of the votes cast and 84.3548% of the total voting rights, **approving the proxy**, with the possibility of substitution, of the company's director, Mr. Cosmin MALUREANU to sign the shareholders' resolutions, as well as any other documents related thereto and to carry out all the procedures and formalities provided for by law in order to implement the shareholders' resolutions, including the formalities for their publication and registration with the Trade Register or any other public institution.

Sole Administrator,
ASCENDIA S.A.
COSMIN MĂLUREANU

