

**To:**

BURSA DE VALORI BUCUREȘTI  
AUTORITATEA DE SUPRAVEGHERE FINANCIARĂ

**Current report**

According to Law no. 24/2017 on issuers of financial instruments and market operations, as republished and FSA regulation no. 5/2018 on issuers of financial instruments and market operations, with its subsequent amendments and supplementations

<b>Date of report</b>	29.04.2024
<b>Name of the Company</b>	ADISS S.A.
<b>Registered Office</b>	Tăuții-Măgherauș, str. 66 nr. 16, jud. Maramureș
<b>Phone</b>	0758 705 280
<b>Fiscal Code</b>	3359107
<b>Registration nr. with Trade Registry</b>	J24/310/1993
<b>Subscribed and paid share capital</b>	8.490.000 lei
<b>Market where securities are traded</b>	SMT – AeRO
<b>Symbol</b>	ADISS

**Important events to be reported:**

THE RESOLUTION OF THE ORDINARY AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF ADISS S.A.

**President of the Board**

**Eniko Dancoș**

**RESOLUTION of the ORDINARY GENERAL MEETING OF SHAREHOLDERS OF****ADISS S.A.**

NO. 155/29.04.2024

The Ordinary General Meeting of Shareholders of ADISS S.A., ("OGMS"), a joint-stock company managed by a Board of Administrators and operating in accordance with the laws of Romania, headquartered in Romania, Tăuții-Măgherăuș, Str. 66, no. 16, Maramureș, registered with the Trade Register Office alongside the Maramureș Tribunal under no. J24/310/1993, VAT number 3359107, with subscribed and paid share capital of 8,490,000 lei, (hereinafter referred to as the "Company"), lawfully and statutorily convened, in accordance with the provisions of art. 117 of Law no. 31/1990 regarding companies, republished, with subsequent amendments and supplements, and Law no. 24/2017 regarding issuers of financial instruments and market operations, republished, by publishing the convocation in the Official Gazette of Romania, Part IV, no. 1502/26.03.2024 and in the newspaper „Ziarul National”, edition of 28.03.2024, as well as by transmitting the convocation to the Bucharest Stock Exchange and to the Financial Supervisory Authority through the current report dated 26.03.2024,

Legally and statutorily convened on 29.04.2024, at 13:00, at the conference room at the Company's headquarters in Tăuții-Măgherăuș, Str. 66, no. 16, Maramureș,

In the presence of shareholders representing 76.34% of the share capital, respectively a number of 12,963,110 shares, and 76.34% of the total voting rights, respectively a number of 12,963,110 voting rights,

**RESOLVES**

1. With 12,963,110 votes "for" representing 100% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, 0 votes "against" representing 0% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, and 0 "abstaining" votes

**approves**

*The financial statements for the financial year 2023, based on discussions and reports presented by the Board of Directors and the financial auditor.*

2. With 12,933,816 votes "for" representing 99.77% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, 0 votes "against" representing 0% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, and 29,294 abstaining votes

**approves**

*The discharge of liability of the Board of Directors, for the 2023 financial year.*

3. With 12,963,110 votes "for" representing 100% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, 0 votes "against" representing 0% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, and 0 "abstaining" votes

**approves**

*The allocation of the profits, as proposed by the Board of Directors for the 2023 financial year:*

<b>Net profit to be distributed for the 2023 financial year:</b>	91,056
<b>Legal reserve</b>	9,913
<b>Retained earnings</b>	81,143

4. With 12,963,110 votes "for" representing 100% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, 0 votes "against" representing 0% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, and 0 "abstaining" votes

**approves**

*The Income and Expenditure Budget for 2024 financial year.*

5. With 12,963,110 votes "for" representing 100% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, 0 votes "against" representing 0% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, and 0 "abstaining" votes

**Approves**

*The date of 20<sup>th</sup> of May, 2024 as Record Date (17<sup>th</sup> May, 2024 as Ex-Date) for identifying the shareholders upon which the resolutions of the OGMS will take effect as per article 87, para. (1) of Law no. 24/2017 on issuers of financial instruments and market operations, as republished.*

6. With 12,963,110 votes "for" representing 100% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, 0 votes "against" representing 0% of the total number of votes validly cast at the

Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, and 0 "abstaining" votes

**approves**

*Empowering the Chairman of the Board of Directors to sign in the name and on behalf of the Company any documents, and to make any declarations necessary to execute the resolutions of the OGMS or to register/deposit the resolutions of the OGMS with the Trade Register, and to execute any other formalities, such as publication, including paying any fees, requesting and receiving any documents/documents issued by the Commercial Registry and/or any other competent authority, as well as granting it the right to delegate to another person the power to complete the aforementioned formalities.*

The present Resolution was drafted and signed in Tăuții-Măgherăuș, Str. 66, nr. 16, Maramureș, in 2 original copies, each comprising 3 pages, today 29.04.2024.

**The President of the OGMS**

Dancos Eniko

**Secretary**

Cosma Eniko Irina

**RESOLUTION of THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF****ADISS S.A.**

NO. 156/29.04.2024

The Extraordinary General Meeting of Shareholders of ADISS S.A., ("EGMS"), a joint-stock company managed by a Board of Administrators and operating in accordance with the laws of Romania, headquartered in Romania, Tăuții-Măgherauș, Str. 66, no. 16, Maramureș, registered with the Trade Register Office alongside the Maramureș Tribunal under no. J24/310/1993, VAT number 3359107, with subscribed and paid share capital of 8,490,000 lei, (hereinafter referred to as the "Company"), lawfully and statutorily convened, in accordance with the provisions of art. 117 of Law no. 31/1990 regarding companies, republished, with subsequent amendments and supplements, and Law no. 24/2017 regarding issuers of financial instruments and market operations, republished, by publishing the convocation in the Official Gazette of Romania, Part IV, no. 1502/26.03.2024 and in the newspaper „Ziarul National”, edition of 28.03.2024, as well as by transmitting the convocation to the Bucharest Stock Exchange and to the Financial Supervisory Authority through the current report dated 26.03.2024,

Legally and statutorily convened on 29.04.2024, at 14:00, at the conference room at the Company's headquarters in Tăuții-Măgherauș, Str. 66, no. 16, Maramureș,

In the presence of shareholders representing 76.34% of the share capital, respectively a number of 12,963,110 shares, and 76.34% of the total voting rights, respectively a number of 12,963,110 voting rights,

**RESOLVES**

1. With 12,963,110 votes "for" representing 100% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, 0 votes "against" representing 0% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, and 0 "abstaining" votes

**approves**

*The extension of the contracts for credit facilities such as the credit line concluded with CEC Bank and maintenance of the guarantees already granted to CEC Bank S.A. to secure these facilities, namely:*

a) *Mortgage on the following fixed assets owned by the Company:*

*(1) 4.028 sq.m of land, located in Tautii Măgherauș, 66 str. no. 16, jud. Maramures, with cadastral number 59165, registered in the land register no. 59165 of Tautii Măgherauș;*

*(2) 3.409 sq.m. of land, located in Tautii Măgherauș, str. 66 nr. 16, jud. Maramures, with cadastral number 59166-C1-U1, registered in the land register no. 59166-C1-U1 of Tautii Măgherauș;*

*(3) building consisting of ground floor: Multifunctional room=200,08m.p., Kitchen=5,29m Bathroom=2,24m.p., WC=1,66m.p., Secretariat=17,16m.p., OfficeIT=7,01m.p.,*

Office=6,32m.p., Office=9,80m. p, Multifunctional room=79,65m.p., Office=9,63m.p., Office=10,39m.p., Toilet=1,57m.p., Toilet=1,60m.p., Office=5,47m.p., Multipurpose room=98,77m.p., Multipurpose room=26,40m.p., Wardrobe=10,75m.p., Lobby=4,66m.p., Toilet=1,25m.p., Toilet=1,06m.p., Toilet=1,02m.p. Wardrobe=51,03m.p., Hall. production=2.297,68m.p., 1st floor:Hall=48,01m.p., Office=29,10m.p. Office=17,52m.p., Office=17,52m.p., Hall. meeting room=26,28m.p., Office=147,96m.p., Lobby=18,79m.p., Office=10,34m.p., Office. Copy room=6,43m.p., Bedroom=1,38m.p., Bathroom=3,11m.p., Toilet=1,28m.p., Toilet=1,04m.p., Toilet=1,14m.p., Toilet=1,15m.p., Bathroom=3,07m.p., Office=20. 58m.p., Bathroom=2,83m.p., Kitchen=3,00m.p., Office=14,79m.p., in total built surface of 3. 409 sq. m., in total useful surface of 3. 225,81 sq. m., with common parts of 322581/840465 and land share of 332190/865500, registered in the Land Book no. 59166-C1-U1 of Tautii- Magheraus locality.

- b) *Movable mortgage on stocks of raw materials, materials, work in progress and finished products owned by the Company, as negotiated with the creditor bank;*
- c) *Movable mortgage on receivables arising from commercial contracts concluded by the Company with its customers accepted by CEC Bank S.A., as negotiated with the creditor bank;*
- d) *Movable mortgage on the liquid assets held in the Company's current and deposit bank accounts opened and to be opened with CEC Bank S.A.*

2. With 12,963,110 votes "for" representing 100% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, 0 votes "against" representing 0% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, and 0 "abstaining" votes

**approves**

*The provision of pledges, in any amount and for the benefit of any third party creditor or counterparty, for the purpose of obtaining insurance policies for contracts to be concluded within the next 48 months.*

3. With 12,963,110 votes "for" representing 100% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, 0 votes "against" representing 0% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, and 0 "abstaining" votes

**approves**

*The authorization of the Chief Executive Officer of the Company to represent the Company and to sign contracts/additional agreements related to the contracts, as well as any other documents or formalities necessary to carry out the resolutions to be adopted, as per items 1 and 2 of the EGMS agenda.*

4. With 12,963,110 votes "for" representing 100% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, 0 votes "against" representing 0% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, and 0 "abstaining" votes

**approves**

*The Date of 20<sup>th</sup> of May, 2024 as Record Date (17<sup>th</sup> of May, 2024 as Ex-date) for the identification of the shareholders on whom the effects of the resolutions adopted by the EGMS will be reflected, in accordance with the provisions of Article 87 of Law no. 24/2017 on issuers of financial instruments and market operations, republished*

5. With 12,963,110 votes "for" representing 100% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, 0 votes "against" representing 0% of the total number of votes validly cast at the Shareholders' Meeting by the shareholders present, represented, or who have expressed their vote by correspondence, and 0 "abstaining" votes

**approves**

*Empowering the Chairman of the Board of Directors to sign in the name and on behalf of the Company any documents, and to make any declarations necessary to execute the resolutions of the EGMS or to register/deposit the resolutions of the EGMS with the Trade Register, and to execute any other formalities, such as publication, including paying any fees, requesting and receiving any documents/documents issued by the Commercial Registry and/or any other competent authority, as well as granting it the right to delegate to another person the power to complete the aforementioned formalities.*

The present Resolution was drafted and signed in Tăuții-Măgherăuș, Str. 66, nr. 16, Maramureș, in 2 original copies, each comprising 3 pages, today 29.04.2024.

**The President of the EGMS**

Eniko Dancos

**Secretary**

Cosma Eniko Irina