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Agroserv Mariuța S.A.
Ferma Zootehnică
Dragoești 927100, Ialomița
www.laptariacucaimac.ro

To: *Bursa de Valori București S.A.*

Autoritatea de Supraveghere Financiară

CURRENT REPORT 04/2026

According to Law nr. 24/2017 regarding issuers of financial instruments and market operations, ASF regulation nr. 5/2018 regarding the issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Rulebook for Multilateral Trading System.

Date of report	23.03.2026
Name of the Company	Agroserv Mariuța S.A.
Registered Office	Ferma Zootehnică, Str. Primăriei nr.42, Dragoești, Ialomița, Romania
Phone	+40 754 908 742
Email	ir@milkfarm.eu
Website	www.laptariacucaimac.ro
Registration nr. with Trade Registry	J2008000195212
Fiscal Code	RO 6363609
Subscribed and paid share capital	1,038,612 lei
Total number of shares	10,386,120
Market where securities are traded	MTS AeRO Premium, Symbol MILK Bonds: Bonds-MTS, Symbol MILK28E

Important events to be reported: Decision of the Board of Directors to convene the OGMS&EGMS for 27/28.04.2026

The management of Agroserv Măriuța S.A. (hereinafter referred to as the “Company”) informs the market that on 23.03.2026, the Board of Directors of the Company decided to convene the Ordinary General Meeting of Shareholders (OGMS) and the Extraordinary General Meeting of Shareholders (EGMS) of the Company for 27.04.2026 (first calling), respectively for 28.04.2026 (second calling) should the attendance quorum for the first meeting not be met, having the agenda stipulated in the convening notice attached to this current report.

Serban Nicusor

Chairman of the Board of Directors



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**CONVENING NOTICE OF
THE ORDINARY AND EXTRAORDINARY GENERAL MEETINGS OF SHAREHOLDERS
AGROSERV MĂRIUȚA S.A.**

The company AGROSERV MĂRIUȚA S.A. registered in the Trade Register under no. J2008000195212, Tax Identification Number RO 6363609, with registered office in Ferma Zootehnică, Str. Primăriei nr.42, Drăgoești, Ialomița, Romania, having a subscribed and paid-up share capital amounting to RON 1,038,612 (hereinafter referred to as the "**Company**"), by ȘERBAN NICUȘOR, as Chairman of the Board of Directors,

According to the Companies Law no. 31/1990, republished, as further amended and supplemented, (the "**Companies Law**"), to Law no. 24/2017 on issuers of financial instruments and market operations, as further amended and supplemented ("**Law no. 24/2017**"), to Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented ("**Regulation no. 5/2018**") and to the Company's Articles of Incorporation (the "**Articles of Incorporation**"),

HEREBY CONVENES

The Ordinary General Meeting of Shareholders ("OGMS") for the date 27.04.2026, at 11:00 am at the work place situated in Str. Primăriei nr 59, Drăgoești, Ialomița – meeting room, 1st floor, which will be attended by all shareholders of the Company entered in the register of shareholders (kept by Depozitarul Central S.A.) by the end of the day **17.04.2026**, determined as reference date ("**Reference Date**"). If the quorum required at the first call is not met, a second meeting of the OGMS shall be held on **28.04.2026, at 11:00 AM**, at the same venue, with the same agenda, and with the same Reference Date, and

The Extraordinary General Meeting of Shareholders ("EGMS") for the date 27.04.2026, at 11:00 am at the work place situated in Str. Primăriei nr 59, Drăgoești, Ialomița – meeting room, 1st floor, which will be attended by all shareholders of the Company entered in the register of shareholders (kept by Depozitarul Central S.A.) by the end of the day **17.04.2026**, determined as reference date ("**Reference Date**"). If the quorum required at the first call is not met, a second meeting of the EGMS shall be held on **28.04.2026, at 11:00 AM**, at the same venue, with the same agenda, and with the same Reference Date,

AGENDA OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS:

1. Approval of the financial statements prepared for the financial year ended on 31 December 2025, accompanied by the annual report prepared by the Board of Directors and the report of the independent auditor.
2. Approval of the allocation of the net profit for the financial year ended on 31 December 2025, amounting to RON 3,744,513, as follows:
 - (i) Legal reserves: RON 118,855;
 - (ii) Partial coverage of the tax loss related to the previous year: RON 3,625,658;
 - (iii) Remaining undistributed profit: RON 0.



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3. Approval of the discharge of liability of the Board of Directors for the financial year ended on 31 December 2025.
4. Approval of the income and expenditure budget for the 2026 financial year, in accordance with the supporting materials.
5. Approval of the remuneration report of the Company's management, in accordance with the presentation materials for the Ordinary General Meeting of Shareholders.
6. Approval of the remuneration of the members of the Board of Directors for the 2026 financial year at the level of RON 4,000 (net) per month and RON 4,500 (net) per month for the Chairman of the Board of Directors.
7. Approval of the appointment of PKF FINCONTA S.R.L., financial auditor, member of the Chamber of Financial Auditors of Romania under authorization no. 032/2001, with its registered office in Bucharest, 37 Grigore Mora Street, District 1, registered with the Trade Registry under no. J1994019832404, sole registration code RO6383983, legally represented by Alina Făniță, acting as Director – as auditor of the Company, for a mandate valid until 30 April 2029, respectively for the audit of the financial statements for the financial years ending on 31 December 2026, 31 December 2027 and 31 December 2028, as well as the authorization of the Board of Directors, in the name and on behalf of the Company, with full power and authority:
 - (i) to negotiate the terms and conditions of the mandate of PKF FINCONTA S.R.L., as well as to negotiate, approve and sign any documents, and to perform any legal acts and deeds necessary, useful or appropriate in connection with the above; and
 - (ii) to appoint representatives of the Company to sign any such documents, to complete any such formalities and to carry out any such actions.
8. Setting 19 May 2026 as the record date for the identification of shareholders affected by the resolutions adopted by the Ordinary General Meeting of Shareholders, in accordance with the provisions of art. 87 (1) of Law no. 24/2017, and 18 May 2026 as the ex-date, calculated in accordance with the provisions of art. 2 para. (2) letter (1) of Regulation no. 5/2018. The payment date is not applicable.
9. Approval of the authorization of the Chairman of the Board of Directors and/or the Company's Directors, with the right of sub-delegation, to act in the name and on behalf of the Company, with full power and authority, to sign any documents, including the resolution of the Ordinary General Meeting of Shareholders and the Company's Articles of Incorporation, to file and request the publication of the resolution in the Official Gazette of Romania, Part IV, to collect any documents, to fulfill any necessary formalities before the Trade Registry Office, as well as before any other authority, public institution, legal or natural person, and to carry out any operations for the purpose of implementing and ensuring the enforceability of the resolutions to be adopted by the Ordinary General Meeting of Shareholders.

AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS:

1. Approval of the amendment of art. 20.1 of the Company's Articles of Incorporation, subject to the approval of item 7 on the agenda of the Ordinary General Meeting of Shareholders, which shall have the following wording:



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“The Company’s financial auditor is PKF FINCONTA SRL, a Romanian legal entity, with its registered office in Bucharest, 38 Jean Louis Calderon Street, registered with the Trade Registry Office under no. J1994019832404, having sole registration code RO6383983, holding authorization no. 032 of 2001 issued by the Chamber of Financial Auditors of Romania. The duration of its mandate as the Company’s financial auditor is established until 30 April 2029. The duration of the mandate of future financial auditors shall be determined by the Ordinary General Meeting of Shareholders.”

2. Approval of a share allocation program (stock option plan) for the members of the Board of Directors, the Company’s directors and key personnel, in accordance with the presentation materials for the Extraordinary General Meeting of Shareholders, to be carried out during 2026–2029, having as its objective the granting of rights to acquire, free of charge, a determined number of shares, representing a maximum of 300,000 shares (100,000 shares for each year of the SOP Plan, with the possibility of using in the second and third year the shares not used in the first, respectively second year), to the Company’s directors and/or officers and/or key personnel, for the purpose of their retention and motivation (the “SOP Plan”). The program shall be carried out under the following conditions:
 - (i) the right to acquire shares in accordance with the terms and conditions of the SOP Plan may be exercised after a period determined by the decision of the Board of Directors regarding the implementation of the SOP Plan, which shall be at least one year between the granting of the right and its exercise;
 - (ii) the members of the Board of Directors and/or the Company’s directors and/or key personnel may participate in the SOP Plan;
 - (iii) the SOP Plan shall be implemented by the Company’s Board of Directors, in compliance with this Resolution of the Extraordinary General Meeting of Shareholders;
 - (iv) the implementation of the SOP Plan shall be carried out in compliance with the legal obligations regarding the preparation and publication of information documents, in accordance with the law and the applicable ASF regulations;
 - (v) the Board of Directors shall be authorized to adopt all necessary measures and to carry out all formalities required for the approval and implementation of the SOP Plan, including, but not limited to: (i) determining the criteria based on which the beneficiaries of the plan will be granted the rights to acquire shares in accordance with the terms and conditions of the SOP Plan; (ii) determining the number of shares allocated to each beneficiary of the Plan as object of the rights to acquire shares; (iii) determining the period between the date of granting the right to acquire shares and the date of its exercise, provided that such period shall not be shorter than 12 months; (iv) determining the conditions for exercising the right to acquire shares; (v) determining the period within which the holder of the right to acquire shares must exercise such right; (vi) preparing and publishing the information documents in accordance with the law, etc.

The Company’s significant shareholder shall not be eligible to participate in the Plan, regardless of whether or not it meets the eligibility criteria set out in the SOP Plan.

3. Approval in principle of the possibility to use the shares remaining in the Company’s treasury, following the exercise and/or allocation of the option rights of eligible persons who have been/will be included in the Stock



Option Plan incentive program, as a performance bonus. For the avoidance of any doubt, the Company's significant shareholder shall not be included in such a procedure.

4. Approval of the authorization of the Board of Directors to adopt all necessary measures and to carry out all formalities required for the granting of shares as performance bonuses, including, but not limited to: (i) determining the criteria based on which the shares will be granted; (ii) determining the number of shares to be granted to each eligible person; (iii) determining the period between the date of granting the shares and the date of their registration in the accounts of the eligible persons; (iv) establishing additional conditions..
5. Approval of the Company's buy-back of its own shares, on the market where the shares are listed or through public tender offers, in accordance with the applicable legal provisions, under the following conditions:
 - (i) the buy-back program shall be carried out at a minimum price of RON 0.1 per share and a maximum price of RON 9 per share;
 - (ii) the buy-back program shall target the repurchase of a maximum of 300,000 shares;
 - (iii) the aggregate value of the buy-back program shall be up to RON 2,700,000. However, the maximum costs mentioned in this paragraph do not represent a commitment that the Company will acquire shares in the amount of RON 2,700,000, as, if market conditions allow, the Company may acquire the shares at a price lower than the approved maximum price of RON 9 per share;
 - (iv) the buy-back program shall be carried out for a period of up to 18 months from the date of registration of the relevant resolution with the Trade Registry, and the buy-backs may be carried out in several stages, depending on the decision of the Board of Directors;
 - (v) buy-back transactions may only concern fully paid-up shares and shall be carried out only from distributable profit or available reserves of the Company, as recorded in the latest approved annual financial statements, except for legal reserves;
 - (vi) the purpose of the buy-back program shall be the operation described in Article 5(2)(c) of Regulation (EU) No. 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (Market Abuse Regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC (the "Market Abuse Regulation"), respectively for the purpose of complying with obligations arising from share option programs or other share allocation schemes for employees or members of the Company's administrative, management or supervisory bodies; and
 - (vii) the Board of Directors is authorized to adopt any resolutions and to carry out all legal acts and actions necessary, useful and/or appropriate for the implementation of the resolutions to be adopted by the Extraordinary General Meeting of Shareholders under this item on the agenda, including (but not limited to) ensuring adequate disclosure, prior to the commencement of trading under the buy-back program, of the purpose of the program as well as the characteristics of each share buy-back stage.

The approval of this item on the agenda of the Extraordinary General Meeting of Shareholders shall not represent a guarantee that the Company will effectively carry out share buy-backs, the decision of the Board of Directors to undertake such action depending on multiple factors (including market conditions,



macroeconomic factors, approval by the ASF of the documentation, in the case of a public offer, and the availability of the financial resources necessary for implementation).

6. Approval of the delegation of the powers of the Extraordinary General Meeting of Shareholders regarding the resolution to increase the Company's share capital to the Board of Directors of the Company, pursuant to the provisions of art. 114 para. (1) and art. 220¹ para. (2) of the Companies Law, as well as pursuant to the provisions of art. 86 para. (2) of Law no. 24/2017, for a period of three (3) years, through one or more issuances of ordinary, registered and dematerialized shares, with a nominal value not exceeding RON 500,000, for the purpose of obtaining the funds necessary for financing the Company's current activity as well as the investments that the Company intends to undertake in the following period.

7. Approval of the amendment of art. 5.4 of the Articles of Incorporation, subject to the approval of item 6 on the agenda of the Extraordinary General Meeting of Shareholders, which shall have the following wording:

"5.4. The Company's share capital may also be increased by resolutions of the Board of Directors, for a period of three (3) years, ending on [27]/[28] April 2029, through one or more issuances of ordinary, registered and dematerialized shares, with a nominal value not exceeding RON 500,000 (respectively through the issuance of a maximum number of 5,000,000 shares).

The above shall be implemented in accordance with the provisions of these Articles of Incorporation and in compliance with the provisions of Law no. 31/1990 on companies, republished, as subsequently amended, as well as the provisions of Law no. 24/2017 on issuers of financial instruments and market operations, republished, as subsequently amended and supplemented, and any other provisions of capital market legislation.

For the purpose of implementing the delegation of powers regarding the resolution to increase the share capital, the Board of Directors is authorized to determine the characteristics of the share capital increase operation and its execution."

8. Approval of the authorization of the Board of Directors, subject to the approval of items 6 and 7 on the agenda of the Extraordinary General Meeting of Shareholders, to adopt any resolutions and to perform any and all legal acts and actions necessary, useful and/or appropriate for carrying out such share capital increase operations, including with respect to the following:

- (i) determining the structure and duration of the share capital increase, negotiating as well as determining and approving the subscription price within the share capital increase (in accordance with market conditions, as well as approving the other final terms and conditions of the share capital increase), selecting intermediaries for the share capital increase, ensuring the drafting and publication of any offering prospectus or offering document, as well as negotiating, approving and signing any documents related to the share capital increase, as applicable, negotiating and signing any agreements with intermediaries and consultants, and performing any legal acts and actions necessary, useful or appropriate in connection with the above;

- (ii) approving any agreements regarding the share capital increase or any other arrangements, commitments, offering prospectuses, offering documents, any subscription, sale, stabilization, agency or consultancy agreements, certificates, statements, registers, notifications, addenda and any other acts and documents necessary, performing any formalities and authorizing and/or carrying out



- any other actions necessary to give full effect to the share capital increase (including updating the Company's Articles of Incorporation);
- (iii) appointing representatives of the Company to sign any such documents, to carry out any such formalities and to perform any such actions; and
 - (iv) representing the Company before any competent authorities and institutions (such as the Trade Registry Office, the Financial Supervisory Authority, the Bucharest Stock Exchange, Central Depository S.A.) in connection with the share capital increase.
9. Setting 19 May 2026 as the record date for the identification of shareholders affected by the resolutions adopted by the Extraordinary General Meeting of Shareholders, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017, and 18 May 2026 as the ex-date, calculated in accordance with the provisions of art. 2 para. (2) letter (1) of Regulation no. 5/2018. The payment date is not applicable.
10. Approval of the authorization of the Chairman of the Board of Directors and/or the Company's Directors, with the right of sub-delegation, to act in the name and on behalf of the Company, with full power and authority, to sign any documents, including the resolution of the Extraordinary General Meeting of Shareholders and the Company's Articles of Incorporation, to file and request the publication of the resolution in the Official Gazette of Romania, Part IV, to collect any documents, to fulfill any necessary formalities before the Trade Registry Office, as well as before any other authority, public institution, legal or natural person, and to carry out any operations for the purpose of implementing and ensuring the enforceability of the resolutions to be adopted by the Extraordinary General Meeting of Shareholders.

GENERAL INFORMATION ABOUT TO THE OGMS&EGMS

I. Participation in the OGMS&EGMS

The OGMS&EGMS is only open for participation of the shareholders entered in the Company's Register of Shareholders on the Reference Date, according to the legal provisions applicable to joint-stock companies listed on the Multilateral Trading System STM-AeRo, and to the Article of Incorporation, in person (through legal representatives), by attorney-in-fact (based on a special or general power of attorney) in observance of the applicable legal provisions, or by post (based on postal vote ballots).

The access to, and/or the postal vote of the shareholders entitled to participate in, the OGMS&EGMS is allowed subject to simply proving their identity by their identity document (for natural person), the identity document of the legal representative and a copy of the certificate of status issued by the Trade Register or any equivalent document issued by a competent authority of the state where the corporate shareholder is duly incorporated, submitted in original or as copy true to the original (the documents attesting to their capacity of legal representatives of the corporate shareholder will be issued not earlier than 30 days before the Reference Date). The representatives of individual/corporate shareholders will be identified based on their identity documents, based on the special or general power of attorney signed by the individual shareholder/legal representative of the corporate shareholder, as applicable, as well as on the proof of identity of the individual shareholder/legal representative of the corporate shareholder, and a copy of the certificate of status issued by the Trade



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Register or any equivalent document issued by a competent authority of the state where the corporate shareholder is duly incorporated, submitted in original or as copy true to the original (the documents attesting to their capacity of legal representatives of the corporate shareholder will be issued not earlier than 30 days before the Reference Date).

The capacity of shareholder and, for corporate or non-incorporated shareholders, the capacity of legal representative will be found based on the list of shareholders on the Reference Date, as this is received from Depozitarul Central S.A.

II. Documents related to, and in connection with, the OGMS&EGMS's Agenda

As of 27.03.2026, all presentation materials concerning the matters put on the agenda of the OGMS&EGMS will be available on the Company's website, at <https://laptariacucaimac.ro/investitori/>. The Company's shareholders may obtain, at request, a copy of the documents concerning the matters put on the OGMS&EGMS's agenda.

III. General powers of attorney

The general power of attorney can be granted by shareholders for a period not longer than 3 years, and allows their representatives to vote on all the matters debated on in the General Meetings of Shareholders, including disposal acts.

The general powers of attorney, together with the proof of identity of the individual shareholder/legal representative of the corporate shareholder, and a copy of the certificate of status issued by the Trade Register or any equivalent document issued by a competent authority of the state where the corporate shareholder is duly incorporated, submitted in original or as copy true to the original (the documents attesting to their capacity of legal representatives of the corporate shareholder will be issued not earlier than 30 days before the Reference Date), before their first use, will be submitted/shipped to the registry service of the Company: Drăgoești, 59 Primăriei St. (milk processing plant), postal code 927100, County of Ialomița, Romania, as copy marked true to the original and signed by the respective representative (or by email having affixed the extended electronic signature, according to the FSA regulation, at ir@milkfarm.eu), so that these can be registered as received to the registry service of the Company **before 23.04.2026, at 09:00 AM.**

In order for the powers to take effect, the attorney-in-fact must be either intermediary (according to the provisions of Article 2(1)(19) of Law no. 24/2017), or attorney-at-law, and the shareholder must be a client thereof. The attorney-in-fact must further be free of any conflicts of interest, pursuant to the provisions of Article 105(15) of Law no. 24/2017. The attorney-in-fact may not be replaced by another person. Where the attorney-in-fact is a legal entity, they must be able to carry out their mandate through any person who sits in their governance or management bodies, or through their employees.

Together with the general power of attorney, shareholders will also submit to the Company an affidavit of the legal representative or the intermediary of attorney-at-law who received the



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representation power of attorney, and this will be signed in original and stamped (if need be), and will show that:

- (i) the power of attorney is given by the respective shareholder, as client, to the intermediary or, as the case may be, to the attorney-at-law;
- (ii) the general power of attorney is signed by the shareholder, including by affixing the extended electronic signature thereon, as the case may be.

IV. Special powers of attorney and postal ballots

Special powers of attorney and postal ballots must be in the format supplied by the Company and contain specific voting instructions for each item of the agenda (i.e. for votes “for”, votes “against”, and “abstention”).

Special powers of attorney may be granted to any person for representation in one single general meeting, and should contain specific voting instructions from the shareholder issuing it.

The special powers of attorney/postal ballots and related documents (i.e. the proof of identity of the individual shareholder/legal representative of the corporate shareholder, and a copy of the certificate of status issued by the Trade Register or any equivalent document issued by a competent authority of the state where the corporate shareholder is duly incorporated, submitted in original or as copy true to the original (the documents attesting to their capacity of legal representatives of the corporate shareholder will be issued not earlier than 30 days before the Reference Date) will be submitted/shipped to the registry service of the Company of Drăgoești, 59 Primăriei St. (milk processing plant), postal code 927100, County of Ialomița, Romania, as copy marked true to the original and signed by the respective representative (or by email having affixed the extended electronic signature, according to the FSA regulation, at ir@milkfarm.eu), so that these can be registered as received to the registry service of the Company **before 23.04.2026, at 09:00 AM**, clearly indicating on the envelope or in the email subject “**For the Ordinary and Extraordinary General Meeting of Shareholders of 27/28.04.2026**”.

When filling out the special powers of attorney/postal ballots, shareholders are kindly asked to consider the possibility that the OGMS&EGMS’s agenda is supplemented by new items or resolution proposals. In such a case, the special powers of attorney/postal ballots will be updated and made available by the methods shown at item II.

V. Right of shareholders to ask for introduction of new items on the agenda and to submit present draft resolutions for the items existing or proposed to be included on the agenda

One or more shareholders representing, individually or together, at least 5% of the share capital has/have the right:

- (i) to introduce items on the agenda of the General Meeting, provided that every item be accompanied by a justification or by a draft resolution proposed to be passed by the General Meeting; and



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- (ii) to submit draft resolutions for the items included or proposed to be included on the OGMS&EGMS agenda.

The rights of shareholders above may only be exercised in writing (sent by courier services to the registry service of the Company of Drăgoești, 59 Primăriei St. (milk processing plant), postal code 927100, County of Ialomița, Romania, or by email, according to the FSA regulations, to ir@milkfarm.eu) not later than **14.04.2026, 06:00 p.m.**

The identification requirements set out at item I above apply also to the individual shareholder(s) and/or the legal representative of the corporate shareholder who asks for supplementation of the OGMS&EGMS agenda.

Where the exercise of the right provided at this item causes changes in the agenda of the General Meeting already served to shareholders, the Company is bound to send them a revised agenda, following the same procedure as that applied also for the previous agenda, before the Reference Date and observing the time-limit set out under the Law of Companies.

VI. Right of shareholders to ask questions about the agenda

Each shareholder has the right to ask questions about the items on the agenda of the General Meeting of Shareholders. Such questions can be emailed to the Company at ir@milkfarm.eu, so that they are received by the Company before **24.04.2026, at 18:00**.

The right to ask questions and the duty to answer them may be made conditional upon the measures the Company can take to ensure identification of the shareholders (in accordance with the provisions of Regulation no. 5/2018), smooth conduct and preparation of the general meetings, and protection of the Company's confidentiality and business interest. The Company can prepare one single answer to questions with the same content. An answer will be deemed given when the relevant information is available on the Company's website, in a Question-Answer form.

At the date of convening the meeting, the share capital of the Company consists of **10,386,120** registered shares, each share giving the right to one vote; At the date of convening the meeting, the Company does not hold treasury stocks, therefore the total number of voting rights at the date of convening the meeting is **10,386,120** voting rights.

Further information can be obtained at ir@milkfarm.eu, by calling +40 754 908 742 and from the Company's website www.laptariacucaimac.ro.

Șerban Nicușor

Chairman of the Board of Directors

AGROSERV MĂRIUȚA S.A.