



RESOLUTION
OF THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF
HOLDE AGRI INVEST S.A
NO. []/ 26.04.2021

The Ordinary General Meeting of the Shareholders of the trading company **HOLDE AGRI INVEST S.A.**, a joint-stock company, organized and operating under the Romanian laws, with its registered office in Bucharest, 16 Splaiul Unirii, Room 103, Office no. 3, 1st floor, Sector 4, registered with the Trade Registry under no. J40/9208/2018, European Unique Identifier (EUID): ROONRC. J40/9208/2018, unique registration number 39549730, with a subscribed and paid-up share capital of RON 43,069,796, divided into 43,069,796 registered shares, of which 37,242,621 ordinary shares and 5,827,175 preference shares with preferred dividend with no voting right (the “**Company**”), convened under the conditions of Law no. 31/1990 regarding the trading companies, republished with subsequent amendments, of Law no. 24/2017 on issuers of financial instruments and market operations, of ASF Regulation no. 5/2018 on issuers of financial instruments and market operations and of the Articles of Incorporation, at the first summoning, in the session from 26.04.2021, at 3 PM, which was held at the address at Bucharest, **37B Victoriei Street, Novotel Hotel, Paris hall, District 1**, in the presence of the shareholders holding _____ shares, representing _____ % from the share capital, respectively _____ % of the total number of the Company’s ordinary shares Class A and _____ % of the Company’s total voting rights, adopted the following:

RESOLUTION

1. With a number of _____ votes in favour, amounting _____ % from the share capital represented in the meeting, respectively _____ % of the Company’s total voting rights, a number of _____ votes against and _____ refraining votes, it is hereby approved the Company’s individual and consolidated financial statements for the financial year 2020, executed based on the Report of the Sole Director and Report of the financial auditor for the year of 2020.
2. With a number of _____ votes in favour, amounting _____ % from the share capital represented in the meeting, respectively _____ % of the Company’s total voting rights, a number of _____ votes against and _____ refraining votes, it is hereby approved the Annual Report for 2020 executed according to ASF Regulation no. 5/2018 on issuers of financial instruments and market operations.
3. With a number of _____ votes in favour, amounting _____ % from the share capital represented in the meeting, respectively _____ % of the Company’s total voting rights, a number of _____ votes against and _____ refraining votes, it is hereby approved the discharge from liability of the Sole Director for the activity performed during the financial year 2020.
4. With a number of _____ votes in favour, amounting _____ % from the share capital represented in the meeting, respectively _____ % of the Company’s total voting rights, a number of _____ votes against and _____ refraining votes, it is hereby approved the discharge from liability of the Sole Director for the activity performed during the financial year 2020.

Holde Agri Invest S.A.

Trade Registry No: J40/9208/2018; CUI 39549730
Headquarters: Splaiul Unirii nr. 16, Etaj 1, Camera 103, Biroul nr. 3, Bucharest, Romania
Subscribed and paid-up share capital: 43,069,796 RON
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_____ refraining votes, it is hereby approved the income and expenditures budget of the Company for the financial year 2021.

5. With a number of _____ votes in favour, amounting _____ % from the share capital represented in the meeting, respectively _____ % of the Company's total voting rights, a number of _____ votes against and _____ refraining votes, it is hereby approved the remuneration policy according to art. 92¹ of the Law no. 24/2017.
6. With a number of _____ votes in favour, amounting _____ % from the share capital represented in the meeting, respectively _____ % of the Company's total voting rights, a number of _____ votes against and _____ refraining votes, it is hereby approved the date of **18.05.2021** as "**registration date**" for identification of the shareholders with regard to which the resolutions adopted by the OGMS shall apply, in accordance with the provisions of Article 86 of Law no. 24/2017 on issuers of financial instruments and market operations.
7. With a number of _____ votes in favour, amounting _____ % from the share capital represented in the meeting, respectively _____ % of the Company's total voting rights, a number of _____ votes against and _____ refraining votes, it is hereby approved the date of **17.05.2021** as "**ex-date**", in accordance with the provisions of Article 187 para. 11 of Regulation no. 5/2018 on issuers of financial instruments and market operations, issued by the Financial Supervisory Authority.
8. With a number of _____ votes in favour, amounting _____ % from the share capital represented in the meeting, respectively _____ % of the Company's total voting rights, a number of _____ votes against and _____ refraining votes, it is hereby approved the authorization of the sole director, **HOLDE AGRICULTURE MANAGEMENT S.R.L.**, and its permanent representative, Mr. VOICU EUGEN-GHEORGHE, to fulfil the formalities and procedures with a view to carrying out the OGMS resolution and executing all the necessary documents in its relations with the competent Trade Registry Office, the Official Journal, the Financial Supervisory Authority, the Bucharest Stock Exchange, and with any other institutions, the sole director and its permanent representative, Mr. VOICU EUGEN-GHEORGHE, may delegate such duties to one or several persons as they deem appropriate.

This is the will of the Ordinary General Meeting of the Shareholders of the Company, expressed by valid vote cast in a legally convened session, that took place on 26.04.2021, and, therefore, this Resolution is made and signed.

Chairman of the meeting

Secretary