

**RESULTS OF THE VOTES OF RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
OF HOLDE AGRI INVEST OF 27.04.2022**

In accordance with article 209 of Regulation no. 5/2018 of the Financial Supervisory Authority on issuers of financial instruments and market operations, **HOLDE AGRI INVEST S.A.**, a joint-stock company, organized and operating under the Romanian laws, with its registered office in Bucharest, 1 Nestorei Entrance, Building B, 10th floor, District 4, registered with the Trade Registry under no. J40/9208/2018, European Unique Identifier (EUID): R00NRC. J40/9208/2018, unique registration number 39549730, with a subscribed and paid-up share capital of RON 64,069,796, divided into 64,069,796 registered shares, of which 58,242,621 ordinary shares and 5,827,175 preference shares with preferred dividend with no voting right (the “**Company**”), hereby publishes the results of the votes from the Extraordinary General Meeting of Shareholders (hereinafter referred to as the “**EGMS**”) held upon first convening and in observance of legal validity requirements on 27.04.2022, at 2 pm, Bucharest, 37B Victoriei Street, Novotel Hotel, Lion hall, District 1.

I. Status of shares and voting rights as of the reference date of EGMS:

- the Company’s share capital as of the reference date of the EGSM is lei 64,069,796 , divided in a number of 64,069,796 shares, of which 58,242,621 ordinary shares class “A” and 5,827,175 preference shares with preferred dividend with no voting right class “B”;
- each ordinary share from class “A” grants the right to one vote in the EGSM;
- the preference shares with preferred dividend with no voting right from class “B” do not grant the right to vote within EGSM;
- the total number of voting rights at the reference date of the EGSM is of 58,242,621.

II. Results of the votes within the EGSM of 27.04.2022

Item 1 on the agenda:

- “To approve the Sole Director’s authorization to buy-back Class B shares (preference shares with preferred dividend and no voting right) of the Company, through transactions carried out by the Sole Director with the holders of Class B shares, in accordance with the applicable legislation, within a buy-back program (the “**Buy-Back Program**”), with the following characteristics:
 - the maximum number of shares subject to the Buy-Back Program is 5,827,175 Class B shares, with a nominal value of lei 1 (one) each and a total nominal value of lei 5,827,175, representing 9.095% of the subscribed and paid-up share capital of the Company;
 - the Buy-Back Program shall end on 27.10.2023;

Holde Agri Invest S.A.

Trade Registry No: J40/9208/2018; CUI 39549730

Headquarters: Bucharest, 1 Nestorei Entrance, Building B, 10th floor, District 4, Romania

Subscribed and paid-up share capital: 64,069,796 RON

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- the price for which the transactions shall be performed cannot be lower than Leu 1/share or higher than Lei 4/share;
- the purpose of the Buy-Back Program is to decrease the share capital of the Company in accordance with the provisions of Article 207 (1) c) of Company Law no. 31/1990, republished, as subsequently amended and supplemented; and
- the implementation of the Buy-Back Program shall be made from own sources or through the conversion of certain, liquid and exigible receivables resulting from the sale-purchase agreements concluded between the Company and the holders of Class B shares within the Buy-Back Program, into Class A ordinary shares of the Company (including, where possible, within the share capital increase operation approved by the Sole Director by decision no. 1/4 March 2022, specifically, within the private placement phase)”

Valid votes cast:	29,142,021
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	50.0355
No. of Class A ordinary shares correspondent to the valid votes cast:	29,142,021
Votes in favour:	29,019,821
Votes against:	122,200
Abstention:	985,738

Item 2 on the agenda:

- “To ratify any necessary, useful and/or appropriate steps and/or acts, undertaken and concluded, by the Sole Director in connection with the Buy-Back Program until the EGMS decision’s date”.

Valid votes cast:	28,388,666
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	48.742
No. of Class A ordinary shares correspondent to the valid votes cast:	28,388,666
Votes in favour:	28.267.404
Votes against:	121,262
Abstention:	985,738

Item 3 on the agenda:

- “To approve the Sole Director’s authorization to undertake and fulfil any necessary, useful and/or appropriate steps with regard to the Buy-Back Program, including:
 - a) to issue any decision and fulfil all necessary, useful and/or appropriate legal acts and facts in order to carry out the resolutions to be adopted by EGMS with regard to the Buy-Back Program, including, without limitation, to negotiate, approve and sign any acts related to the Buy-Back Program; and
 - b) to approve any agreements regarding or in connection with the Buy-Back Program or any other arrangements, undertakings, certificates, statements, registries, notices, addenda and any other necessary acts and documents, to fulfil any formalities and to authorize

and/or carry out any other necessary actions to render the Buy-Back Program fully effective and to authorize representatives of the Company to sign any such documents, fulfil any such formalities and carry out any such actions.”

Valid votes cast:	29,112,021
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	49.984
No. of Class A ordinary shares correspondent to the valid votes cast:	29,112,021
Votes in favour:	28,995,959
Votes against:	116,062
Abstention:	985,738

Item 4 on the agenda:

- “To approve of the issuance by the Company, until 31.12.2023, of non-convertible corporate bonds, in dematerialized form, secured or unsecured, with or without discount, with a total value of maximum 5,000,000 euro, or the equivalent of this amount in any other currency, with a fixed or variable yearly interest rate of up to 12% for lei and 8% for euro per year and with a maturity of minimum 3 years and maximum of 7 years, to be offered to investors through a private placement or a public offering. The issue of the bonds can be made, depending on the market conditions and the financing needs of the Company, in a single issue or through several issues, within an offering programme”.

Valid votes cast:	30,027,739
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	51.5563
No. of Class A ordinary shares correspondent to the valid votes cast:	30,027,739
Votes in favour:	29,910,260
Votes against:	117,479
Abstention:	0

Item 5 on the agenda:

- “To approve the admission of the bonds to trading on the multilateral trading system AeRo operated by Bursa de Valori București S.A. or the regulated market administrated by Bursa de Valori București S.A.”

Valid votes cast:	30,097,759
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	51.6765
No. of Class A ordinary shares correspondent to the valid votes cast:	30,097,759
Votes in favour:	29,913,782
Votes against:	183,977
Abstention:	0

Item 6 on the agenda:

- “To approve the registration of bonds in the system of Depozitarul Central S.A., as well as the opening, in the system of records of the Depozitarul Central, of the accounts of the bondholders.”

Valid votes cast:	30,097,759
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	51.6765
No. of Class A ordinary shares correspondent to the valid votes cast:	30,097,759
Votes in favour:	29,983,782
Votes against:	113,977
Abstention:	0

Item 7 on the agenda:

- „ To authorize the Sole Director of the Company and its permanent representative, Mr. Iulian-Florentin Cîrciumaru, to fulfil all operations and/or procedures relating to the implementation of items 4, 5 and 6 above and the completion of one or more bond issue, subject to the terms and conditions approved by the EGSM, including but not limited to:
- (i) establishing the final terms and conditions of the issue of bonds (including the final value of the issue, the features of the bonds, maturity, interest, face value per bond, date for initiating the bond issue, subscription issue, type of placement/offer) subject to the limits expressly approved by the EGSM under item 4 above;
 - (ii) establishing the structure of the bond issue, in one tranche or in several tranches, depending on the needs of financing the Company's projects and market conditions;
 - (iii) drafting all the necessary documents for admission of the bonds to trading on the multilateral trading system or regulated market operated/administrated by Bursa de Valori București S.A., as well as any other documents that may be concluded for the respective issuance and implementation of the EGSM resolution;
 - (iv) negotiating with and contracting of the brokerage company that will assist the Company in the bond issue as well as in the process of admission to trading;
 - (v) negotiating, approving and signing of any documents necessary to be concluded/registered in relation to the entities involved in the procedure bonds issuing and admission to trading, including, but not limited to the Financial Supervisory Authority, Depozitarul Central S.A. and Bursa de Valori București S.A.;
 - (vi) conduct all required legal formalities and sign all necessary documents, including the empowerment of one and / or several persons, in order to implement the resolutions taken within the EGSM”.

Valid votes cast:	30,097,759
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	51.6765
No. of Class A ordinary shares correspondent to the valid votes cast:	30,097,759
Votes in favour:	29,983,782
Votes against:	113,977

Abstention:	0
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Item 8 on the agenda:

- “To approve the waiver by the Company of the 30 day period, calculated from the date of approval of the financial statements for the financial year 2021 provided by art. 4.10 of the Management Agreement concluded with the Sole Director of the Company, for the payment of the Performance Bonus for the activity related to the financial year 2021.”

Valid votes cast:	30,081,687
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	51.6489
No. of Class A ordinary shares correspondent to the valid votes cast:	30,081,687
Votes in favour:	29,310,183
Votes against:	771,504
Abstention:	15,272

Item 9 on the agenda:

- “To approve the cancellation of art. 4.7. and 4.8. from the Company’s Articles of incorporation regarding the identification of the shareholders holding ordinary shares/ preference shares with preferred dividend and no voting right considering that this structure may vary and it is not updated”

Valid votes cast:	30,089,288
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	51.662
No. of Class A ordinary shares correspondent to the valid votes cast:	30,089,288
Votes in favour:	30,086,265
Votes against:	3,023
Abstention:	7,821

Item 10 on the agenda:

- “To approve the date of **17.05.2022** as “**registration date**” for identification of the shareholders with regard to which the resolutions adopted by the EGMS shall apply, in accordance with the provisions of Article 86 of Law no. 24/2017 on issuers of financial instruments and market operations.”.

Valid votes cast:	30,027,089
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	51.5552
No. of Class A ordinary shares correspondent to the valid votes cast:	30,027,089
Votes in favour:	30,027,089
Votes against:	0
Abstention:	0

Item 11 on the agenda:

- “To approve the date of **16.05.2022** 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”.

Valid votes cast:	30,160,559
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	51.7843
No. of Class A ordinary shares correspondent to the valid votes cast:	30,160,559
Votes in favour:	30,160,559
Votes against:	0
Abstention:	0

Item 12 on the agenda:

- “To authorize the sole director, **HOLDE AGRI MANAGEMENT S.R.L.**, and its permanent representative, Mr. Iulian-Florentin Cîrciumaru, to fulfil the formalities and procedures with a view to carrying out the EGMS 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. Iulian-Florentin Cîrciumaru, may delegate such duties to one or several persons as they deem appropriate.”

Valid votes cast:	30,090,539
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	51.6641
No. of Class A ordinary shares correspondent to the valid votes cast:	30,090,539
Votes in favour:	30,090,539
Votes against:	0
Abstention:	0

Item 13 on the agenda:

- „Approval of the increase of the Company’s share capital, with the amount of 8,008,724 lei, from the current level of the share capital of 64,069,796 lei to the level of 72,078,520 lei, under the following conditions:
- (i) The increase of the share capital will be made by issuing a number of 8,008,724 new, registered, dematerialized, ordinary shares - Class A, with a nominal value of 1 lei / share;
 - (ii) The share capital increase will be made by incorporating the reserves in the amount of 8,008,724 lei, and the newly issued Class A ordinary shares will be allocated free of charge to

all shareholders of the Company, both shareholders holding ordinary shares registered in the shareholder register kept by Depozitarul Central SA at 17.05.2022, established by the EGMS as the date of registration, as well as to the shareholders holding preference shares with preferred dividend with no voting right, registered in the register of shareholders kept by the Sole Director of the Company, at 14.04.2022, established by Sole Director as reference date for the EGMS;

- (iii) The allotment of newly issued Class A ordinary shares will be made in ratio of 1 newly issued ordinary share for every 8 shares held on the date of registration (including preferential shares). If, following the application of the 1/8 ratio, a non-integer share is allocated, the number of newly issued free shares to be received by the shareholder will be calculated by rounding to the lower whole. The company will compensate the shareholders for the fractions thus resulted through Depozitarul Central SA.. The amount to be compensated by the Company is obtained by multiplying the fraction by ten decimal with the compensation price and then rounding to two decimal the result of the multiplication. The compensation price was determined according to art. 176 of Reg. 5/2018 and art. 91 paragraph (5) of Law 24/2017 and is 1.72122 lei / share.
- (iv) The share capital increase approved by this resolution will precede the capital increase procedure approved by the decision of the Sole Director of the Company dated 04.03.2022. For this purpose, the Sole Director is authorized to amend the decision of the Sole Director dated 04.03.2022, respectively point 1.1 of the respective decision, in the sense: "The Board hereby approves the increase of the Company's share capital by issuance of a number of 32,034,898, new nominative, dematerialized Class A shares, with a nominal value of 1 RON, with a nominal value of 1 RON per share and a total nominal value of RON 32,034,898 ("**New Shares** ") ("**Increase of the Share Capital**"). The other provisions of the Decision of the Sole Director of the Company dated 04.03.2022 remain unchanged.
- (v) The Articles of Association of the Company will be amended and updated with the new structure of share capital. Thus, art. 4.1. of the Articles of Association will have the following content:

"4.1. The share capital of the Company is in the total amount of 72,078,520 Lei, of which 1,835,000 EUR and 63,493,420 Lei, fully subscribed and paid-up. The share capital is divided into 72,078,520 nominative shares, each with a nominal value of 1 (one) Leu and a total nominal value of 72,078,520 Lei, divided into two distinct classes of shares , as follows:

- a) Class A - Class of ordinary shares , which includes a total number of 66,251,345 shares , each with a nominal value of 1 (one) Leu and having a total nominal value of 66,251,345 Lei, representing a total of 91.916% of the share capital subscribed and paid by the Company , and 100% of the voting rights;
- b) Class B - Class preferential shares with preferred dividend and no voting right, which includes a total number of 5,827,175 shares , each with a nominal value of 1 (one) Leu and a total nominal value of 5,827,175 Lei, representing 8.084% of the Company's subscribed and paid-up share capital, and not having attached voting rights"

Valid votes cast:	22,493,628
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	38.6206
No. of Class A ordinary shares correspondent to the valid votes cast:	22,493,628
Votes in favour:	22,376,149
Votes against:	117,479
Abstention:	0

Item 14 on the agenda:

- “Approval of the date of 18.05.2022 as the date of payment of the newly issued shares that will be allocated for free to shareholders and approval of the date of 01.06.2022 as the date of payment of the fractions of shares resulting from the application of the allocation ratio and rounding to the lower whole.”

Valid votes cast:	30,157,057
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	51.7783
No. of Class A ordinary shares correspondent to the valid votes cast:	30,157,057
Votes in favour:	30,157,057
Votes against:	0
Abstention:	0

Item 15 on the agenda:

- „ Approval of the authorization of the Sole Director to buy-back ordinary Class A shares of the Company, through transactions carried out in the market where the shares are admitted to trading or purchased through public offerings, in accordance with applicable law, under a buy-back program (“**Ordinary Shares Buy-Back Program**”), having the following characteristics:
- the maximum number of shares that will be the subject of the Ordinary Shares Buy-Back Program is 20,000,000 Class A ordinary shares, each with a nominal value of 1 (one) Leu and a total nominal value of 20,000,000 Lei;
 - the period for carrying out the Ordinary Shares Buy-Back Program will be until 27.10 2023;
 - price at which they will be made transactions may not be less than 0. 1 Leu / share or higher than 3 Lei / share ;
 - The Ordinary Shares Buy-Back Program aims to decrease the share capital of the Company in accordance with the provisions of art. 207 para. (1) letter c) of the Companies Law no. 31/1990, republished, with subsequent amendments and completions; and
 - the implementation of the Ordinary Shares Buy-Back Program will be done from own sources.”

Valid votes cast:	29,174,821
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	50.0919
No. of Class A ordinary shares correspondent to the valid votes cast:	29,174,821

Votes in favour:	28,924,677
Votes against:	250,144
Abstention:	985,738

Item 16 on the agenda:

- „Approval of the mandate of the Sole Director for the performance and fulfilment of any necessary, useful and / or opportune steps regarding the Ordinary Shares Buy-Back Program, including:
- a) the issuance of any decision and the fulfilment of all necessary, useful and / or opportune legal acts and facts for the execution of the resolutions to be adopted by the EGMS regarding the Ordinary Shares Buy – Back Program, including, but not limited to, the negotiation, approving and signing any documents related to the Ordinary Shares Buy-Back Program; and
 - b) the approval of any contracts relating to or in connection with the Ordinary Shares Buy-Back Program or any other arrangements, commitments, certificates, declarations, records, notifications, addenda and any other necessary acts and documents, the completion of any formalities and the authorization and / or execution of any other actions necessary to give full effect to the Ordinary Shares Buy-Back Program and giving power of attorney to the Company's representatives to sign any such documents, complete any such formalities and perform any such actions.”

Valid votes cast:	29,171,319
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	50.0859
No. of Class A ordinary shares correspondent to the valid votes cast:	29,171,319
Votes in favour:	28,926,375
Votes against:	244,944
Abstention:	985,738

Item 17 on the agenda:

- “Approval of the appointment and mandate of a negotiating committee composed of the Company's shareholders: Alexandru Leonard Leca, Daniela Camelia Nemoianu and Iulian Florentin Cîrciumaru, to identify a proposal for a collective management structure of the Company (i.e. a Board of Directors consisting of at least five members which will replace the current management model developed by the Sole Director based on the Management Agreement) which should also correspond to the corporate governance principles provided by the Corporate Governance Code of the Bucharest Stock Exchange SA, structure to be brought to the attention of shareholders and subject to approval at a future general meeting of shareholders”.

Valid votes cast:	29,068,407
% of the share capital (total Class A ordinary shares) represented by the valid votes cast:	49.9092
No. of Class A ordinary shares correspondent to the valid votes cast:	29,068,407
Votes in favour:	29,068,407

Votes against:	0
Abstention:	1,048,500