

**PROCEDURE**  
**CONCERNING THE ONLINE ORGANISATION AND COURSE OF THE**  
**GENERAL MEETINGS OF THE SHAREHOLDERS HOLDE AGRI INVEST S.A.**

**HOLDE AGRI INVEST S.A.**, having its registered office in Bucharest, 1 Nestorei Entrance, Building B, 10<sup>th</sup> floor, District 4, Romania, registered at the Trade Register under no. J40 / 9208/2018, Unique Identifier at European Level (EUID): ROONRC. J40 / 9208/2018, having a unique registration code 39549730, (hereby the “Company”) with a subscribed and paid-up share capital of RON 121,273,584, divided into 121,273,584 registered shares, of which 120,577,734 ordinary shares and 695,850 preference shares with preferred dividend with no voting right, each share having a nominal value of RON 1. Each ordinary share subscribed and paid-in by the shareholders grants them the right to one vote in the General Meeting of Shareholders, the right to elect and to be elected in the managing bodies, the right to participate at the profit distribution, as well as other rights stipulated in the Company's Articles of Association.

**1. GENERAL PROVISIONS**

This procedure (the “**Procedure**”) is applied to the Company’s shareholders in respect to the ordinary and extraordinary general meetings of the shareholders of the Company.

This Procedure regulates and establishes the conditions in which the ordinary and extraordinary general meetings of the shareholders of the Company shall be developed by online electronic communications means, made available to the shareholders through access the internet address <https://hai.evotepro.ro/login>, through the eVOTE/eVotePRO platform

The access of the shareholders registered in shareholders’ registry at the reference date for the relevant general meetings, will be made by internet connection and accessing the internet address mentioned above.

The shareholders can access the voting platform through any device connected to internet. After the creation of the online voting account and login, the shareholder will see the video transmission of the meeting, will have the possibility to address in writing the questions within the special section and vote.

For assistance, the shareholders shall contact the Company by e-mail at [investors@holde.eu](mailto:investors@holde.eu).

**2. THE EXERCISE OF THE VOTING RIGHT WITHIN THE GENERAL MEETINGS**

For the submission of the votes by electronic means, the shareholders have at their disposal an online voting platform which shall be accessed based on username and password, for each shareholder, which can be obtained after the filling up the required fields with the necessary information and the upload of the required documents (according to the provisions below).

Starting with the reference date of the general meeting of the shareholders (the reference date will be stated in the published summons for the relevant general meeting of the shareholders) and until the closing of the voting round by the president of the meeting during the session of the general meeting of the shareholders, the shareholders can vote online and submit the relevant vote.

**Holde Agri Invest S.A.**

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

Headquarters: Bucharest, 1 Nestorei Entrance, Building B, 10<sup>th</sup> floor, District 4, Romania

Subscribed and paid-up share capital: 120,577,734 RON

[www.holde.eu](http://www.holde.eu) | [contact@holde.eu](mailto:contact@holde.eu)

Shareholders must take into account that, before exercising their voting rights through the eVote/eVotePRO platform, they must complete the registration process described below, and their voting account must be validated by the Company. Thus, for identification and online access to the general meetings, the shareholders provide the following information:

(i) Natural Persons:

- Name surname;
- Personal Numeric Code (CNP);
- Email address;
- Copy of identity document (identity card, identity card, passport, residence permit); \*
- Phone number (optional).

(ii) Legal entities:

- Name of legal person;
- Unique registration code (URC);
- Name First name legal representative;
- Personal Numeric Code (PNC) legally represented;
- Email address;
- Legal representative identity card (identity card, identity card, passport, residence permit);
- Copy of the ascertaining certificate issued by the trade register or any equivalent document issued by a competent authority of the state in which the shareholder of the legal person is legally registered, presented in original or in copy according to the original. The documents attesting the quality of legal representative of the legal person shareholder will be issued at most 30 days before the reference date; \*
- Phone number (optional).

The documents presented in a language other than English will be accompanied by the translation made by an authorized translator in Romanian / English.

The electronic copy of the above mentioned documents will be uploaded online in the dedicated fields.

Shareholders who are natural persons are required to complete the registration process only once and to update their information whenever necessary. Shareholders who are legal entities/entities without legal personality must complete the registration process for each General Shareholders' Meeting, except for shareholders voting via the eVotePRO platform whose identification documents have been previously validated, provided these documents remain valid (issued no more than 30 days prior to the reference date) and have not been amended and/or replaced with new documents.

\*File to be uploaded can have one of the following extensions: **.jpg, .pdf, .png**. Shareholders can connect and vote whenever they want within the designated voting period by mail and / or live, the last voting option being the registered one. Electronic voting is exercised by selecting an option to vote, namely 'for,' 'against,' or 'abstain,' followed by pressing the 'register vote' button. Votes marked on the platform without pressing the 'register vote' button will not be considered valid

The identification made by the Company in the case of natural persons gives access to the general meetings of the Company in the situation in which the respective natural person is a shareholder at the afferent reference date.

The identification made by the Company in the case of legal entities, special or general power of attorney gives access to the general meetings of the Company after proving each time the validity of the legal representative, respectively of the authorized person.

The shareholders can login and vote using the received username and the password any time desire during the assigned voting period, the last voting option being registered and which shall be taken into consideration.

In the event that after the identification process there are discrepancies between the data provided by the shareholder and those in the Register of Shareholders at the reference date, the shareholder will be notified and will be directed to contact the Shareholder Relations Department at [investors@holde.eu](mailto:investors@holde.eu) or phone number +40 31 22 533 73.

In case that the PNC (or URN) code is filled up wrongly in the voting form (inconsistency between the filled up code and the uploaded document), also in the case that the name is filled up incorrect (inconsistency with the uploaded document), the vote will be voided, and will not be taken into account for the establishment of the quorum.

### **3. FINAL PROVISIONS**

In order to permit to the shareholders to change the opinion based on the information provided during the meeting, each shareholder can vote whenever desire, the most recent vote being taken into account.

The documents shall be scanned in such way to be easy readable. The formats accepted being images (.jpeg, .png) and documents (.pdf).

The meeting secretary will valid the votes based on the submitted documents by the shareholders through electronic means.

The provisions of this Procedure is completed accordingly with the provisions of the procedure concerning the exercise of the voting right by the Company's shareholders in the general meetings, as subsequently amended and updated.