

CURRENT REPORT

In accordance with Law No. 24/2017 republished and Regulation No. 5/2018 of the Financial Supervisory Authority (ASF)

Date of the Report: **14.09.2023**

Name of issuing company: **TERAPLAST S.A.**

Registered office: **Sărațel village, Șieu-Măgheruș commune, 1 Teraplast Way, Bistrița-Năsăud county**

Telephone/Fax: **0263/238.202; 0263/231.221**

Trade Register Office Number: **J06/735/1992**

Tax Identification Number: **3094980**

Subscribed and paid-up share capital: **RON 217.900.035,80**

Regulated market for shares admitted to trading: **Bucharest Stock Exchange, standard category**

Stock symbol: **TRP**

Significant events to report:

On September 14, 2023, starting 10:00 AM, at the headquarters of TeraPlast Company, as well as through participation by electronic means, the meeting of the Ordinary General Meeting of Shareholders took place, which was legally and statutorily established at the first convocation.

According to the Resolution of the General Meeting of Shareholders of September 14, 2023, the composition of the TeraPlast Board of Directors is: Dorel Goia, Vasile Pușcaș, Lucian-Claudiu Anghel, Vlad-Nicolae Neacșu, Alexandru Stănean. Four of the directors were reelected, and one director, Mr. Pușcaș, was elected for the first time to TeraPlast Board of Directors.

Also in the meeting of September 14, the 4-year period of the Board of Directors' term and the updated remuneration policy were approved. An independent member was elected to the Audit Committee of TeraPlast - Mrs. Andreea Elena Manta.

In order to ensure complete and correct information of the shareholders and potential investors, we reproduce the content of the decisions taken by the Ordinary General Meeting of TeraPlast S.A. Shareholders:

DECISION no. 1 dated 14.09.2023

of the Ordinary General Meeting of Shareholders of TERAPLAST S.A.

In pursuance of art. 111 and the following of Companies Law 31/1990 as amended to date, of the Articles of Association of TERAPLAST S.A. (the "**Company**"), of Law no. 24/2017, and the ASF Regulation no. 5/2018, the Ordinary General Meeting of Shareholders ("**OGMS**") of the Company, headquartered in village Sărațel, commune Șieu-Magheruș, 1 Teraplast Way, Bistrita-Nasaud County, registered at the Trade Register under no. J06/735/1992, VAT no. 3094980, legal and statutory held on 14.09.2023, at the Company's headquarters, as well as by participating by electronic means, at 10:00 (Romania time), in the personal presence, by representative as well as by expressing votes by correspondence of a number of shareholders holding **71,361356%** of the total of 2.179.000.358 voting rights related to the 2.179.000.358 shares issued by the Company,

DECIDES

On the items of the agenda as follows:

1. Approves the election as members in the Company's Board of Directors, the following persons:

1.1. Administrator Mr. Goia Dorel

Voting structure: with a number of 1.554.323.363 validly expressed votes for item 1 of the agenda, corresponding to a number of 1.554.323.363 shares representing 71,331946% of the Company's share capital, the election of Mr. Goia Dorel as a member of the Board of Directors is approved, as follows: 1.530.940.474 votes for, representing 98,495623% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 70,258845% of the total number of voting rights of the Company; 23.375.424 votes against, representing 1,503897% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 1,072759% of the total number of voting rights of the Company;

1.2. Administrator Mr. Anghel Lucian-Claudiu

Voting structure: with a number of 1.554.323.363 validly expressed votes for item 1 of the agenda, corresponding to a number of 1.554.323.363 shares representing 71,331946% of the Company's share capital, the election of Mr. Anghel Lucian-Claudiu as a member of the Board of Directors is approved, as follows: 1.485.731.000 votes for, representing 95,586995% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 68,184064% of the total number of voting rights of the Company; 66.828.835% votes against, representing 4,299545% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 3,066949% of the total number of voting rights of the Company;

1.3. Administrator Mr. Neacșu Vlad-Nicolae

Voting structure: with a number of 1.554.323.363 validly expressed votes for item 1 of the agenda, corresponding to a number of 1.554.323.363 shares representing 71,331946% of the Company's share capital, the election of Mr. Neacșu Vlad-Nicolae as a member of the Board of Directors is approved, as follows: 1.526.043.643 votes for, representing 98,180577% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 70,034116% of the total number of voting rights of the Company; 23.819.146 votes against, representing 1,532445% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 1,093123% of the total number of voting rights of the Company;

1.4. Administrator Mr. Pușcaș Vasile

Voting structure: with a number of 1.554.323.363 validly expressed votes for item 1 of the agenda, corresponding to a number of 1.554.323.363 shares representing 71,331946% of the Company's share capital, the election of Mr. Pușcaș Vasile as a member of the Board of Directors is approved, as follows: 1.531.158.623 votes for, representing 98,509658% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 70,268856% of the total number of voting rights of the Company; 18.584.673 votes against, representing 1,195676% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 0,852899% of the total number of voting rights of the Company;

1.5. Administrator Mr. Stănean Alexandru

Voting structure: with a number of 1.554.323.363 validly expressed votes for item 1 of the agenda, corresponding to a number of 1.554.323.363 shares representing 71,331946% of the Company's share capital, the election of Mr. Stănean Alexandru as a member of the Board of Directors is approved, as follows: 1.550.479.184 votes for, representing 99,752678% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 71,155527% of the total number of voting rights of the Company; 2.320.932 votes against, representing 0,149321% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 0,106514% of the total number of voting rights of the Company;

2. Approves that the validity of the mandate of the Board members to be of 4 (four) years starting from September 14, 2023, respectively from September 14, 2023 until September 14, 2027.

Voting structure: with a number of 1.554.270.019 validly expressed votes for this item of the agenda, corresponding to a number of 1.554.270.019 shares representing 71,329498% of the Company's share capital, Item 2 of the agenda has been approved as follows: 1.551.948.797 votes for, representing 99,850655% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 71,222971% of the total number of voting rights of the Company; 2.321.222 votes against, representing 0,149345% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 0,106527% of the total number of voting rights of the Company;

3. Mandating Mr. Alexandru Stănean and Mrs. Maria-Ioana Birta to negotiate and either to sign the Director Agreements with the directors, on behalf of the Company.

Voting structure: with a number of 1.553.620.359 validly expressed votes for this item of the agenda, corresponding to a number of 1.553.620.359 shares representing 71,299684% of the Company's share capital, Item 3 of the agenda has been approved as follows: 1.553.153.499 votes for, representing 99,969950% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 71,278258% of the total number of voting rights of the Company; 466.860 votes against, representing 0,030050% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 0,021425% of the total number of voting rights of the Company;

4. Approves the election of Mrs. Manta Andreea Elena as an independent member of the Audit Committee for a one-year mandate starting from the date of appointment, in pursuance of Article 65 of title I, chapter IX, Law 162/2017, and approves a remuneration of up to 3,000 euro / year net, for the independent member in the Audit Committee.

Voting structure: with a number of 1.553.327.856 validly expressed votes for this item of the agenda, corresponding to a number of 1.553.327.856 shares representing 71,286260% of the Company's share capital, the election of Mrs. Manta Andreea Elena as an independent member of the Audit Committee is approved, as follows: 1.342.807.612 votes for, representing 86,447147% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 61,624938% of the total number of voting rights of the Company; 66.663.827 votes against, representing 4,291678% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 3,059377% of the total number of voting rights of the Company;

5. Approves the updated Remuneration Policy.

Voting structure: with a number of 1.544.922.630 validly expressed votes for this item of the agenda, corresponding to a number of 1.544.922.630 shares representing 70,900522% of the Company's share capital, Item 5 of the agenda has been approved as follows: 1.442.124.906 votes for, representing 93,346092% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 66,182867% of the total number of voting rights of the Company; 102.797.724 votes against, representing 6,653908% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 4,717655% of the total number of voting rights of the Company;

6. Authorizes the Chairman of the Ordinary General Meeting of Teraplast S.A.'s Shareholders to sign the OGM Resolution, in the name and on behalf of all the attending shareholders.

Voting structure: with a number of 1.554.361.249 validly expressed votes for this item of the agenda, corresponding to a number of 1.554.361.249 shares representing 71,333685% of the Company's share capital, Item 6 of the agenda has been approved as follows: 1.553.945.346 votes for, representing 99,973243% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 71,314598% of the total number of voting rights of the Company; 415.903 votes against, representing 0,026757% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 0,019087% of the total number of voting rights of the Company;

7. Authorizes the Company's legal counsel, Mrs. Kinga Vaida, to fulfil all the formalities concerning the registration of the OGM Resolution with the Trade Register Office attached to Bistrita-Nasaud Court and its publication in the Official Gazette of Romania, Part IV.

Voting structure: with a number of 1.552.252.373 validly expressed votes for this item of the agenda, corresponding to a number of 1.552.252.373 shares representing 71,236903% of the Company's share capital, Item 7 of the agenda has been approved as follows: 1.551.838.989 votes for, representing 99,973369% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 71,217932% of the total number of voting rights of the Company; 413.384 votes against, representing 0,026631% of the votes expressed by the shareholders who were present, represented or who voted by correspondence, namely 0,018971% of the total number of voting rights of the Company;

Chairman of the meeting,

Alexandru Stănean

Should you need any further information, we are at your service via e-correspondence at investor.relations@teraplast.ro or by phone at +40 741 270 439 – Contact person: Alexandra Sica.