

DRAFT

DECISION no. 1 dated 26.04.2024

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

In pursuance of art.113 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 Extraordinary General Meeting of Shareholders ("**EGMS**") of the Company, headquartered in village Sărațel, commune Șieu-Măgheruș, 1 Teraplast Way, registered at the Trade Register under no. J06/735/1992, VAT no. 3094980, held on 26.04.2024, at the Company's headquarters, as well as by participating by electronic means, at 10:30 (Romania time), in a total quorum of [...] % of the total 2.179.000.358 voting rights corresponding to the 2.179.000.358 shares issued by TERAPLAST S.A., representing a total number of [...] votes expressed,

DECIDES

On the items of the agenda as follows:

1. Approve the maximum limit of indebtedness the company can contract during the period from 28.04.2024 to 28.04.2025 and approving the guarantee for the credit and/or lease agreements to be accessed within the set limit, by real estate collaterals/securities, assignment of present and future debt rights, assignments related to current and future availabilities, resulting from current accounts, and assignments of rights resulting from insurance policies. The Board's proposal is that such limit of indebtedness to be of maximum 300.000.000 lei.

Structure of the vote: [...] % for, from the votes held by the shareholders who participated in the meeting, [...] % against, from the votes held by the shareholders who participated in the meeting.

2. Approve an addition to the maximum limit of indebtedness, provided at item 1 above, that the company can contract from 28.04.2024 to 28.04.2025 an amount of 135.000.000 lei, which will be used (if that should be the case) only to secure the loans of subsidiaries and approving the securing of credit and/or lease agreements to be accessed by subsidiaries, within the set limit, by real estate collaterals/securities, assignment of present and future debt rights, assignments related to current and future availabilities, resulting from current accounts, and assignments of rights resulting from insurance policies.

Structure of the vote: [...] % for, from the votes held by the shareholders who participated in the meeting, [...] % against, from the votes held by the shareholders who participated in the meeting.

3. Entrusting the Board of Directors to carry out, up to the maximum limit of indebtedness approved, in the name of and for the Company, all actions and approaches required or useful for the purposes of

fulfilling what has been approved according to items 1 and 2 above. In this respect, the Board of Directors shall issue decisions on:

- access to bank loans, entering into loan/lease agreements, extending the accessed bank loan/lease agreements, establishing the structure of guarantees related to the loan/lease agreements accessed or extended, restructuring/refinancing the granted loans, changing the structure of the guarantees for outstanding credits, authorising the persons who will sign on behalf of and for TERAPLAST S.A. the loan/lease agreements or guarantee agreements/addenda to loan or lease agreements, as well as any other documents or instruments that are ancillary to, related to or referred to in the loan/lease agreements, guarantee agreements or any other documents, and sign any other forms, requests that may be required or useful relative to such bank transactions.
- guaranteeing the access by the company subsidiaries bank loans and/or loan/lease agreements, establishing/changing the structure of corresponding guarantees, authorising the persons who will sign on behalf of and for TERAPLAST S.A. the loan/lease agreements/addenda, as well as any other documents or instruments that are ancillary to, related to or referred to in the guarantee agreements, and sign any other forms, requests that may be required or useful relative to such transactions.

Structure of the vote: [...] % for, from the votes held by the shareholders who participated in the meeting, [...] % against, from the votes held by the shareholders who participated in the meeting.

4. Confirmation and ratification of the Board's Decision No. 7 of 15 March 2024 and of the Board's Decision No. 25 of 6 October 2023, by which the contracting by Teraplast S.A. of loans from Banca Transilvania S.A., and the establishment of guarantees related to such loans within the maximum indebtedness limit approved by the Extraordinary General Meeting (EGM) Decision No. 1 of 28 April 2023 was approved.

Structure of the vote: [...] % for, from the votes held by the shareholders who participated in the meeting, [...] % against, from the votes held by the shareholders who participated in the meeting.

5. Appointing the Chairman of the Extraordinary General Meeting of Shareholders to sign the EGM Resolution on behalf and in the name of all the attending shareholders.

Structure of the vote: [...] % for, from the votes held by the shareholders who participated in the meeting, [...] % against, from the votes held by the shareholders who participated in the meeting.

6. Appointing the Company's legal counsel, Mrs. Kinga Vaida, to carry out all formalities concerning the EGM recording with the Trade Register Office attached to Bistrita-Nasaud Court and its publication in the Official Gazette of Romania, Part IV.

Structure of the vote: [...] % for, from the votes held by the shareholders who participated in the meeting, [...] % against, from the votes held by the shareholders who participated in the meeting.

Chairman of the Extraordinary General Meeting of the Teraplast S.A. Shareholders