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**For the purposes of the Romanian securities legislation, this current report does not constitute advertising material or a prospectus. Entitled Shareholders should not subscribe to any of the securities referred to in this current report except on the basis of the information in the Prospectus to be published in accordance with Regulation (EU) 2017/1.129 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, Law no. 24/2017 and Regulation no. 5/2018 on issuers of financial instruments and market operations. The prospectus will be available on the Teraplast S.A. website at <https://investitori.teraplast.ro/>, on the BRK Financial Group website at [www.brk.ro](http://www.brk.ro) and on the Bucharest Stock Exchange website at [www.bvb.ro](http://www.bvb.ro), on the Teraplast page ("TRP" symbol).**

## **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: **07.08.2024**

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

Registered office: **Sărățel 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: Approval by the Romanian Financial Supervisory Authority of the prospectus regarding the issuance of new shares in the context of the share capital increase**

TeraPlast S.A. announces that on August 7, 2024, the Financial Supervisory Authority of Romania ("ASF") issued the Decision no. 811/07.08.2024 by which it approved the prospectus regarding the issuance of new, ordinary, registered shares (the "Prospectus") as part of the share capital increase with preference rights granted to TeraPlast shareholders as of the Registration date, as approved by the Extraordinary General Meeting of the Shareholders on June 27, 2024, and by the Board of Directors through Decision no. 19 of July 5, 2024 ("Share Capital Increase").

The share capital increase will be carried out by cash contributions with a maximum amount of RON 22,220,000, from the current value of RON 217,900,035.80 to a maximum value of RON 240,120,035.80, by issuing a maximum number of 222,200,000 new ordinary, registered shares, in dematerialized form, with a nominal value of RON 0.1/share.

According to the Board of Directors' Decision no. 23 of August 7, 2024, the maximum subscription price at which the Entitled Shareholders (shareholders registered as of the registration date of July 16, 2024) will be able to exercise their preferential rights will be of RON 0.45/newly issued share.

#### **Key elements of the Offer according to the Prospectus:**

- **Maximum number of Offered Securities:** The securities subject of the Offer consist of up to 222,200,000 new ordinary, registered shares, in dematerialized form, with a nominal value of RON 0.1/share ("Offered Shares");
- **Registration Date:** The Offer is addressed exclusively to individuals registered as shareholders of TeraPlast in the TeraPlast shareholder register on the Share Registration Date, i.e. July 16, 2024 ("Entitled Shareholders") based on the preference rights held by each of these Entitled Shareholders ("Preferential Rights").
- **Preference Rights:** The number of preference rights issued is equal to the number of shares registered in the shareholder register on the registration date. A number of 9.806482259225923 preference rights are required to subscribe to one newly issued share. A shareholder registered in the Company's shareholder register on the registration date may subscribe a maximum number of new shares calculated by dividing the number of preference rights held by that shareholder by the number of preference rights required to subscribe to a new share (i.e. 9.806482259225923). If the maximum number of shares resulting from the above calculation is not an integer, the maximum number of new shares that can be subscribed will be rounded down to the nearest integer, in accordance with Art. 418 para. (3) of the Central Depository Code; Preference rights are not tradable.
- **Subscription period:** The Subscription Period for the Offered Shares starts on August 12, 2024, inclusive, until September 10, 2024, inclusive, as per the provisions of the Prospectus.
- **Subscription price:** The maximum subscription price for the Offered Shares during the exercise of the preference rights is RON 0.45/newly issued share ("Maximum Price").

- **Final Price for Entitled Shareholders:** The final issue price for a newly issued share subscribed during the exercise of preference rights will be announced after the expiration of the Preference Period ("Final Price for Entitled Shareholders") and will be equal to or less than the offering price of a newly issued share in the Private Placement. The Final Price for Entitled Shareholders will be approved by a decision of the Board of Directors. If the Final Price for Entitled Shareholders is less than the Maximum Price, individuals who have validly subscribed during the Preference Period will be refunded the amounts representing the difference between the Maximum Price and the Final Price for Entitled Shareholders, net of any costs, within the period provided by the applicable regulations.
- **Private Placement:** The new shares remaining unsubscribed within the Preference Period will be offered for subscription in a private placement, based on one or more exceptions from the obligation to publish a public offer prospectus, pursuant to art. 1 paragraph (4) of Regulation (EU) 2017/1129 of the European Parliament and of the Council on the prospectus to be published in the case of a public offer of securities or the admission of securities to trading on a regulated market.

The prospectus and related documentation will be published starting August 8, 2024, on the TeraPlast S.A. website at <https://investitori.teraplast.ro/>, on the BRK Financial Group website at [www.brk.ro](http://www.brk.ro) and on the Bucharest Stock Exchange website at [www.bvb.ro](http://www.bvb.ro), on the Teraplast page ("TRP" symbol) and paper copies will be provided free of charge upon request in during normal working hours at the TeraPlast headquarters in Sărățel village, Șieu-Măgheruș commune, 1 Teraplast Way, Bistrița – Năsăud county, Romania and at the BRK headquarters in 119 Motilor Way, Cluj Napoca, Romania.

Attached to the present current report the Financial Supervising Authority (ASF) Decision No. 811/07.08.2024 can be found.

Alexandru Stânean

TeraPlast S.A. CEO

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