



SC "BERMAS" SA Suceava

Str. Humorului nr. 61 Șcheia
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CURRENT REPORT

**according to the provisions of the Law no. 24/2017 on
issuers of financial instruments and market operations**

Date of the report: *April 11, 2024*

Name of the issuer company: *SC „BERMAS” SA*

Headquarters: *Șcheia, str. Humorului nr. 61, Suceava County*

Phone/fax number: *0230526545; 0230526542*

Tax identification number: *RO 723636*

Registration number with the Trade Register: *J33/37/1991*

Subscribed and paid capital: *15.087.134,30 RON*

Regulated market where the issued securities are traded: *Bucharest Stock Exchange*

On 11 April 2024, starting 11⁰⁰, it was convened in accordance with Law 31/1990, Law 24/2017 and Regulation 5/2018 of ASF at SC "BERMAS" SA headquarters in Humorului no. 61 of **the Extraordinary General Meeting of the Shareholders and the Ordinary General Meeting of the Shareholders** of SC "BERMAS" SA was convened from 12⁰⁰ onwards.

The Extraordinary General Meeting and the Ordinary General Meeting of Shareholders are at the first notice to attend. The notice to attend was published in the Official Gazette of Romania part IV no. 1220 /11.03.2024, in "Bursa" newspaper no. 47/11.03.2024 and in "Monitorul de Suceava" newspaper no. 47(8345)/11.03.2024.

The two meetings are attended by the shareholders registered in the Shareholders Register on the reference date of 28.03.2024.

From the total of 21.553.049 issued shares were present and represented 14.364.343 shares representing 66,65% of the total issued shares both in the Extraordinary General Meeting of Shareholders and in the Ordinary General Meeting of Shareholders, the legal and statutory conditions for the holding of the two General Meetings of the Shareholders.

The number of shareholders present at the two shareholders' meetings was 15 (fifteen) shareholders with a number of 12.277.297 shares representing 56,96% of the share capital and were represented a number of 179 shareholders with a number of 2.087.046 shares representing 9,68% of the share capital.

I. - Following the debates the **Extraordinary General Meeting of Shareholders** of SC "BERMAS" SA adopted the following resolutions on the items on the agenda of the meeting:

1. Approves election of the secretaries of the extraordinary general meeting of shareholders, namely the shareholders Hongu Mărioara, Vatrautas Irina Rozalia and Boanță Gabriela, having their identification data available at the company headquarters, who will verify the fulfilment of the formalities required by the law and the articles of incorporation for the holding of the meeting and will draw up the minutes of the meeting;

2. Approves election of the committee to count the votes cast by the shareholders on the items on the agenda of the extraordinary general meeting of shareholders composed of Hongu Mărioara, Vatrautas Irina Rozalia and Boanță Gabriela, whose identification data are available at the company headquarters;

3. **a)** Is approved of the investment program for 2024 - 2026;

b) Is approved of the ceilings for medium-term loans in order to finance the investment objectives to be achieved in the period 2024 - 2026 in the amount of 1.000.000 EURO (or RON equivalent);

c) Is approved of pledging and mortgaging of immovable and movable assets from the company's patrimony in favor of the financing banks of the investment objectives to guarantee the loans granted;

d) Is approved appointment of the board of directors for the establishment by Decision of the financing bank, the negotiation of credit conditions, as well as the individualization of assets from the heritage to guarantee loans for investments;

4. a) Is approved of the limits for short-term loans for the partial financing of the production activity, within the total value of 16.000.000 lei;

b) It approves the pledge and mortgage of movable and immovable assets from the patrimony in favor of the financing banks both for guaranteeing the contracted loans and for obtaining guarantees such as letters of bank guarantee at the company's request in favor of third parties (public institutions, suppliers);

c) It is approved the mandate of the Board of Directors for the establishment by decision of the financing banks and the negotiation of the credit conditions as well as the individualization of the assets from the mortgaged patrimony in order to guarantee these loans;

5. It is approved of legal documents granting temporary and free use by the customers of the company of certain assets and accessories for selling beer: dispensers, KEG type stainless steel barrels, packaging for selling beer in glasses, CO2 tubes, transport means for distribution, advertising logistics, etc. in order to achieve the objects of the company;

6. Is approved as registration date i.e. the date of identification of shareholders who are affected by the decision of this EGMS. The Board of Directors proposes as registration date - July 26, 2024 (ex-date 25.07.2024);

7. Is approved the authorization of the Chairman of the Board of Directors to sign on behalf of shareholders the decisions of the EGMS and any other documents related thereto.

II. - Following the debates the Ordinary General Meeting of Shareholders of SC "BERMAS" SA adopted the following resolutions on the items on the agenda of the meeting:

1. Approves election of the secretaries of the extraordinary general meeting of shareholders, namely the shareholders Hongu Mărioara, Vatrautas Irina Rozalia and Boanță Gabriela, having their identification data available at the company headquarters, who will verify the fulfilment of the formalities required by the law and the articles of incorporation for the holding of the meeting and will draw up the minutes of the meeting;

2. Approves election of the committee to count the votes cast by the shareholders on the items on the agenda of the extraordinary general meeting of shareholders composed of Hongu Mărioara, Vatrautas Irina Rozalia and Boanță Gabriela, whose identification data are available at the company headquarters;

3. Approves of the financial statements for the year ended on December 31, 2023 based on the **Directors' Report** and the **Financial Auditor's Report** for the financial year 2023;

4. a) - The apportionment of the net profit related to 2023 in the amount of 1.150.178 for dividends is approved;

b) – Approves of a dividend in the gross amount of 0,067 lei per share;

c) – Approves of the date of 19.08.2024 as date of payment of dividends within six months from the date of the Ordinary General Meeting of Shareholders;

5. Approves the directors' discharge for the financial year 2023;

6. Approves the Remuneration Report for the financial year 2023;

7. Approves the Budget of income and expenses in 2023;

8. Approves of the general limits for the pay of the members of the Board of Directors and authorization of the Chairman of the Board of Directors as representative to establish the pay granted to executives and the fee of the financial auditor;

9. Approves the registration date i.e. date of identification of shareholders who are affected by this resolution of the OGMS the date of July 26, 2024 (ex-date 25.07.2024);

10. Approves the authorization of the Chairman of the Board of Directors to sign on behalf of shareholders the decisions of the OGMS and any other documents related thereto.

***President of the Board of Directors,
ec. Anisoï Elena***