



To: *Bursa de Valori București S.A.*

Autoritatea de Supraveghere Financiară

CURRENT REPORT 8/2024

According to Law nr. 24/2017 regarding issuers of financial instruments and market operations, ASF regulation nr. 5/2018 regarding the issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Rulebook for Multilateral Trading System.

Date of report	30.04.2024
Name of the Company	Grup Serban Holding S.A.
Registered Office	Filipești, Bogdanesti commune, 25 Principala Street, Bacau County, Romania
Phone	+40 31 860 21 01
Email	ir@grup-serban.ro
Website	www.grup-serban.ro
Registration nr. with Trade Registry	J4/1556/2018
Fiscal Code	RO 40006886
Subscribed and paid share capital	RON 180,089,656
Total number of shares	180,089,656
Symbol	GSH
Market where securities are traded	MTS AeRO Premium

Important events to be reported: Resolution of the OGMS dated 30.04.2024

On 30.04.2023, starting with 10:00 AM, at the headquarters of the Company located at 25 Principala street, Filipești, Bogdanesti commune, Bacau County, Romania, took place the Ordinary General Meeting of Shareholders of Grup Șerban Holding S.A. (hereinafter referred to as the "Company"). The legal and statutory quorum was constituted at first convocation.

The resolution of the Ordinary General Meeting of Shareholders of attached to this Current Report.

Șerban Lucian Nicolae

CEO

RESOLUTION OF THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF**GRUP ȘERBAN HOLDING S.A.****NO. 5 OF 30 APRIL 2024**

The Ordinary General Meeting of the Shareholders of **GRUP ȘERBAN HOLDING S.A.**, a joint-stock company duly organized and existing under the laws of Romania, having its registered office in Filipești, Bogdănești commune, 25 Principală Street, Bacău county, Romania, registered with the Trade Register under no. J4/1556/2018, sole identification code (CUI) 40006886, having subscribed and paid share capital of RON 180.089.656, consisting of 180.089.656 nominative shares, in dematerialized form, having a nominal value of RON 1 each (the **Company**),

duly convened as per the legal provisions and the provisions of the Company's articles of association, in accordance with the calling notice for the Ordinary General Meeting of the Shareholders of the Company (**OGMS**) dated **26 March 2024**, published in the Official Gazette of Romania, Part IV, no. **1541** dated **08 March 2024** and in the newspaper **Deșteptarea** no. **9536** dated **28 March 2024** as well as, on **29 March 2024**, on the Company's website at www.grup-serban.ro, *Investors > General Meetings* section,

duly gathered on the above mentioned date as per the provisions required by the law and in accordance with the provisions of the Company's articles of association (the **Articles of Association**), with the participation of shareholders representing **95,8199%** of the total voting rights and of the Company's share capital,

considering that the financial statements provided on the agenda have not been published on the Company's website at www.grup-serban.ro, section *Investors > General Meetings*, within the legal term provided by law,

with a number of 172,561,810 valid votes cast (representing 100% of the total number of votes cast by shareholders validly present or represented or who voted validly by correspondence and 95.8199% of the total number of voting rights),

HEREBY DECIDES AS FOLLOWS:

- 1. The approval of the Company's individual annual financial statements on and for the financial year ended December 31, 2023 is rejected.**
- 2. The approval of the annual financial statements of the Consolidated Company at the level of the group of companies on and for the financial year ended 31 December 2023 is rejected.**
- 3. The approval of the distribution of net profit for the year ended 31 December 2023 is rejected.**
- 4. The approval of the discharge of the members of the Board of Directors of the Company for the financial year ended on 31.12.2023 is rejected.**
- 5. The approval of the income and expenditure budget of the Company for the financial year 2024, at individual level, is rejected.**
- 6. The approval of the Company's income and expenditure budget for the financial year 2024 at consolidated level is rejected.**



7. The approval of the empowerment of the members of the Board of Directors and/or the General Manager of the Company, with the possibility of subdelegation, to sign in the name and on behalf of the Company, with full power and authority, to sign any documents, including the OGMS decision and the updated Articles of Association of the Company, to submit and request publication in the Official Gazette of Romania Part IV of the decision, to collect any documents, to carry out any necessary formalities before the Trade Register Office, as well as before any other authority, public institution, legal or natural person, as well as to execute any operations, in order to enforce and ensure the enforceability of the following decisions

a new Ordinary General Meeting of Shareholders will be convened with the same agenda and in compliance with the relevant legal provisions in force.

This resolution was signed in 3 (three) original copies, in accordance with the minutes of the Ordinary General Meeting of Shareholders of the Company dated April 30, 2024.

CHAIRMAN OF THE MEETING

Șerban Lucian-Nicolae

SECRETARY OF THE MEETING

Grosu Ionuț-Cătălin