

**CURRENT REPORT no. 13 according to Law No. 24/2017 on issuers of financial instruments and market operations and ASF Regulation No. 5/2018 on issuers of financial instruments and market operations**

**Date: 30.06.2023**

**AGRICOVER HOLDING SA**

**Head office:** Cubic Center Office Building, 8<sup>th</sup> floor, Pipera Blvd.  
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**Tel./fax number:** 021 336 4645

**E-mail:** elena.kurci@agricover.ro

**Registration number:** J23/447/2018

**CUI:** 36036986

**Equity:** RON 189,067,106.30

**Capital Market:** Bucharest Stock Exchange, "corporate bonds",  
market symbol "AGV26E".

**Important events to report:**

- a) Changes in control over the issuer – **N/A**.
- b) Substantial acquisitions or alienation of assets – **N/A**.
- c) Insolvency, judicial reorganization or bankruptcy proceedings – **N/A**.
- d) Transactions of the type listed in Article 82 of Law No 24/2017– **N/A**.
- e) Other events: The Decision no. 28/29.06.2023 of the Board of Directors.**

AGRICOVER HOLDING SA informs investors that by the Decision no. 28/29.06.2023 of the Board of Directors, the following were decided:

**1.** Ascertaining of the subscription by the Company's and the Company's subsidiaries employees, directors and/or managers ("SOP Beneficiaries"), in accordance with the terms and conditions of the Multi-Year Stock Option Plan ("SOP") approved by the resolutions of the extraordinary general shareholders' meeting no. 6/20.12.2021, respectively no. 2/28.04.2022 and of the rights conferred to them by the resolution of the extraordinary general shareholders' meeting of the Company no. 9/26.06.2023, of an aggregate number of 3,389,240 new shares through the payment of a total the amount of RON 338,924.00, by 44 new shareholders.

**2.** Ascertainment of the increase of the share capital of AGRICOVER HOLDING SA by an amount of RON 338,924.00, contribution in cash, by issuing a number of 3,389,240 new, ordinary, nominative shares, issued in dematerialised form, each with a nominal value of RON 0.10/share (the "Increase").

**3.** Ascertainment of that, following the resolution of the extraordinary general shareholders' meeting of the Company no. 9/26.06.2023, respectively the ascertainments of this Decision, the subscribed and paid-up share capital of AGRICOVER HOLDING SA is RON 189,406,030.30, of which RON 24,409,417.60 as contribution in cash and RON 164,996,612.70 as contribution in kind, divided into 1,894,060,303 nominative shares, with a nominal value of RON 0.10 each. The shareholders' contribution to the creation of the subscribed and paid-up share capital, the number of shares, the profit and loss share are as follows:

- Mr. **KANANI JABBAR**, CNP (Personal Numeric Code) XXX, born on XXX in XXX, domiciled in XXX, a XXX citizen, identified by XXX series XXX no. XXX, issued by XXX on XXX, valid until the date of XXX (the "**Main Shareholder**"), holds 1,649,966,127 nominal shares, with a nominal value of RON 0.10 each, amounting to RON 164,996,612.70 as contribution in kind, standing for **87.113%** of the share capital of the Company;

- **EUROPEAN BANK FOR RECONSTRUCTION AND DEVELOPMENT**, an international organisation formed by treaty ("**EBRD**"), holds 240,630,848 nominal shares, with a nominal value of RON 0.10 each, amounting to RON 24,063,084.80 as contribution in cash, standing for **12.704%** of the share capital of the Company;

- **OTHER SHAREHOLDERS** that hold 3,463,328 nominal shares, with a nominal value of RON 0.10 each, amounting to RON 346,332.80 as contribution in cash, standing for **0.183%** of the share capital of the Company.

**4.** Approval of the Updated Articles of Association of the Company, in the form attached to this Decision and its execution by the Chairman of the Board of Directors, pursuant to the mandate granted by the Resolutions of the extraordinary general shareholders' meeting of the Company no. 9/26.06.2023.

**5.** Approval of the appointing Mr. Kanani Jabbar, as a Chairman of the Board of Directors of Company, to implement this Decision. Mr. Kanani Jabbar is hereby authorised to appoint any other person to carry out the mandate hereby granted.

**6.** This Decision was passed today 29.06.2023.

