

MATERIAL FOR E.G.M.S.
of REMARUL 16 FEBRUARIE S.A. dated 23/ 24.08.2023

REMARUL 16 FEBRUARIE S.A. has a share capital amounting **5.113.007,5** lei, representing **2.045.203** shares at the date of the notice.

For E.G.M.S. dated on 23.08.2023, respectively on 24.08.2023, when legal requirements are not met at the first call, the Board proposes the following agenda:

1. Approval of the increase in the share capital of the company REMARUL BUSINESS CENTER S.R.L., registered at the ORC under J12/6274/01.11.2017, having CUI 38431051, by issuing new shares with a nominal value of 10.00 lei each, as a result of bringing to associates contributing in cash and/or in kind and amending art. 7 and art. 8 of the Constitutive Act of Remarul Bussines Center SRL as a result of the increase of the share capital, according to the contributions brought by the associates.

2. Approval of the participation of REMARUL 16 FEBRUARIE S.A. companies. to increase the share capital of REMARUL BUSINESS CENTER S.R.L., with contribution in kind, consisting of land and buildings located in Cluj-Napoca, Tudor Vladimirescu str., no. 2-4, Cluj county identifies with:

cadastral number: 255634, 255634-C1, 255634-C2, 255634-C3, 255634-C4, 255634-C5, 255634-C6, 255634-C7 registered in CF no. 255634 Cluj-Napoca,

cadastral number: 256691-C1, 256691-C2, 256691-C3, registered in CF no. 256691 Cluj-Napoca

cadastral number: 279621 registered in CF no. 279621 Cluj-Napoca,

cadastral number: 279621-C1-U1 registered in CF no. 279621-C1-U1 Cluj-Napoca,

cadastral number: 279621-C1-U2 registered in CF no. 279621-C1-U2 Cluj-Napoca

cadastral number: 279621-C1-U3 registered in CF no. 279621-C1-U3 Cluj-Napoca

cadastral number 279622-C1, 279622-C2, 279622-C3, 279622-C4, 279622-C5, registered in CF no. 279622 Cluj-Napoca,

cadastral number 285006-C1, registered in CF no. 285006 Cluj-Napoca,

cadastral number 329039-C1, registered in CF no. 329039 Cluj-Napoca,

cadastral number 329040-C1, 329040-C2, 329040-C3, 329040-C4, 329040-C5, 329040-C6, 329040-C7, registered in CF no. 329040 Cluj-Napoca,

cadastral number: 329673, registered in CF no. 329673 Cluj-Napoca

cadastral number: 329678, 329678-C1 registered in CF no. 329678 Cluj-Napoca,

cadastral number 346824, registered in CF no. 346824 Cluj-Napoca

cadastral number: 350132, registered in CF no. 350132 Cluj-Napoca

cadastral number: 350305-C1, 350305-C2, registered in CF no. 350305 Cluj-Napoca

At a value of 29,990,070 lei, stability according to the Evaluation Report drawn up by Napoca Business SRL in May 2023, in exchange for the allocation of a number of 2,999,007 new shares issued to REMARUL BUSINESS CENTER S.R.L.

3. Approval of the delegation of the Board of Directors of the operation regarding the completion of the increase in the share capital of REMARUL BUSINESS CENTER SRL, as well as its mandate to carry out and fulfill all the formalities necessary to implement the AGEA decision to be adopted.

4. Approval of the sale of an apartment, belonging to the company Remarul 16 Februarie SA, located in Bucharest, sector 1, Bdul. I. Gheorghe Duca, no. 15, floor 3, apartment no. 9, registered in CF 252328-C1-U14 cadastral number 252328-C1-U14, (old CF no. 17885 BIS), of Bucharest, at the minimum market price of 65,000 euros (without VAT), according to the evaluation report prepared by Napoca Bussines S.R.L.

5. Approval of the sale of an apartment, belonging to the company Remarul 16 Februarie SA, located in Cluj-Napoca, str. Ileana Cosanzeana, no. 6, apartment no. 8, in the process of registration, and the related land, registered in CF no. 259402, no. cadastral 259402 Cluj-Napoca.
6. The mandate of the general director of the company to negotiate the terms of the sale of the buildings related to points 4 and 5 of the convening letter, to sign any necessary documents for the disposal of these assets in the name and on behalf of the company.
7. Approval of the date of 12.09.2023 as the "registration date", respectively the date used to identify the shareholders on whom the AGEA decision will be applied and the date of 11.09.2023 as the ex date.
8. Approving the mandate of the President of the Board of Directors or the President of the meeting to lead the meeting, to sign the resolutions adopted on behalf of the shareholders, and the company's legal advisor, Poptean Carmen Ramona, to draw up all the legal formalities related to the execution of the decisions, not limited to: publication in the Official Gazette of Romania, submission/withdrawal of requests and other documents in order to carry out the registration/withdrawal operations of decisions in the Cluj Trade Register and wherever necessary.

The President of the Board