

To: *Bursa de Valori București S.A.*

Autoritatea de Supraveghere Financiară

CURRENT REPORT 21/2025

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.

Date of report	30.04.2025
Name of the Company	ROCA INDUSTRY HOLDINGROCK1 S.A.
Registered Office	4 GARA HERASTRAU street, BUILDING A, Floor 3, Sector 2, Bucharest
Phone	+40 31 860 21 01
Email	investors@rocaindustry.ro
Website	www.rocaindustry.ro
Registration nr. with Trade Registry	J40/16918/2021
Fiscal Code	RO 44987869
Subscribed and paid share capital	248,672,220 lei
Total number of shares	248,672,220
Symbol traded instruments	ROC1
Market where securities are traded	BSE Regulated Market, Standard Category

Important events to be reported: Resolution of the OGMS dated 29.04.2025

On 29.04.2025, starting with 5:00 p.m., at the headquarters of the Company located in Bucharest, District 2, 4 Gara Herastrau Street, building A, 3rd floor took place the Ordinary General Meeting of Shareholders of ROCA Industry HOLDINGROCK1 S.A. (the "Company"). The legal and statutory quorum was constituted at first convocation.

The resolutions of the Ordinary General Meetings of Shareholders of the Company are attached to this Current Report.

Ioan-Adrian Bindea

President of the Board of Directors

**DECISION OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
(OGMS) OF ROCA INDUSTRY HOLDINGROCK1 S.A.**

DATED 29.04.2025

The Ordinary General Meeting of Shareholders of ROCA INDUSTRY HOLDINGROCK1 S.A., a joint stock company, established and operating in accordance with the legislation of Romania, having its registered office in Gara Herăstrău Street no. 4, building A, floor 3, Sector 2, Bucharest, Romania, registered with the Bucharest Trade Register under no. J40/16918/2021, unique registration code 44987869, with a subscribed and paid-in share capital of RON 248,672,220, divided into 248,672,220 registered shares in dematerialized form with a nominal value of 1 leu each (hereinafter referred to as “the **Company**” or “**Roca Industry**”), assembled on 29.04.2025, at 17:00, at the first convocation, at the address of the registered office of the Company located in Gara Herăstrău street no. 4, building A, floor 3, Sector 2, Bucharest, Romania, chaired by Mr. Rudolf Paul Vizental, as member of the Board of Directors, having as secretary of the meeting elected Ms. Oana Maria Berbecu and as technical secretary Mr. Valentin Albu,

according to the list of present shareholders, Annex 1 to the Minutes of the Ordinary General Meeting of Shareholders dated 29.04.2025, the Ordinary General Meeting of Shareholders (“**OGMS**”) was attended by shareholders representing 67.7790% of the share capital and 67.7790% of the number of existing voting rights, thus meeting the quorum required for the adoption of this OGMS Decision,

Considering:

- (A) The provisions of the Companies Law no. 31/1990, republished, with subsequent amendments (“**Companies Law**”), of Law no. 24/2017 on issuers of financial instruments and market operations, as subsequently amended and supplemented (“**Law no. 24/2017**”), Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented (“**Regulation No. 5/2018**”) and the Company’s Articles of Incorporation (“**Articles of Incorporation**”);
- (B) The fact that, in accordance with the Articles of Incorporation of the Company, the OGMS was convened through the convening notice of March 25, 2025 by the Board of

Directors, through the convening notice published in the Official Gazette Part IV, no. 1482 dated 26.03.2025, in the newspaper Romania Libera, dated 26 March 2025, and on the Company's website at www.rocaindustry.ro, section Investors > General Meeting of Shareholders, on March 26, 2025;

- (C) The fact that, at the OGMS meeting of 29.04.2025 were present/represented only the shareholders of the Company registered in the shareholders register (kept by Depozitarul Central S.A.) until the end of April 16, 2025, marked as Reference Date;
- (D) The fact that, during the OGMS meeting, the minutes were drawn up containing all the debates, objections and votes of the shareholders present or validly represented or which voted validly by correspondence, and which formed the basis for issuing this OGMS Decision, in accordance with the Articles of Incorporation;
- (E) The fact that all the conditions provided by the Articles of Incorporation have been met,

As well as the agenda for the OGMS meeting of 29.04.2025, described below:

- 1. Approval** of the Company's income and expenditure budget for the financial year 2025, at individual level.
- 2. Approval** of the Company's income and expenditure budget for the financial year 2025, at consolidated level.
- 3. Approval** of the individual financial statements of the Company prepared in accordance with Order of the Minister of Public Finance no. 2844/2016, for the approval of the Accounting Regulations compliant with the International Financial Reporting Standards (IFRS) adopted by the European Union, with subsequent amendments, for the financial year 2024, composed of: the balance sheet, the income statement, the statement of changes in equity, the cash flow statement, the accounting policies, as well as the explanatory notes, based on the 2024 Directors' Report and the Independent Auditor's Report for 2024.
- 4. Approval** of the consolidated financial statements of the Company prepared in accordance with Order of the Minister of Public Finance no. 2844/2016, for the approval of the Accounting Regulations compliant with the International Financial Reporting Standards (IFRS) adopted by the European Union, with subsequent amendments, for the financial year 2024, composed of: the consolidated balance sheet, the consolidated income statement, the statement of changes in consolidated equity, the

consolidated cash flow statement, the accounting policies, as well as the explanatory notes, based on the 2024 Directors' Report and the Independent Auditor's Report for 2024.

5. **Approval** of the Annual Report for the financial year ended on December 31, 2024, prepared in accordance with the provisions of Article 65 of Law No. 24/2017 on issuers of financial instruments and market operations, republished, and Annex No. 15 of ASF Regulation No. 5/2018 on issuers of financial instruments and market operations, republished.
6. **Approval** of the allocation of the net profit for the year 2024, as per the individual financial statements of the Company prepared in accordance with Order of the Ministry of Public Finance no. 2844/2016, in the amount of 9.765.183,78 lei as follows:
 - for the constitution of the legal reserve - 488.259 lei;
 - for covering losses from previous years, as well as losses from the sale of equity instruments – 8.974.856,92 lei .

The difference of 302.067,86 lei remains unallocated until future decisions in this regard.
7. **Approval** of the discharge of the members of the Board of Directors of Roca Industry for the financial year 2024.
8. **Submission** of the Remuneration Report for the Administrators and Directors of Roca Industry for the year 2024 to the consultative vote of the OGMS, considering the provisions of Article 107, paragraph (6) of Law No. 24/2017 on issuers of financial instruments and market operations, republished.
9. **Approval**, for the above operations, of the Reference Date (proposal: 28.05.2025), the ex-date (proposal: 27.05.2025).
10. **Empowerment** of the Chief Executive Officer, Camelia Ene, to sign on behalf of the shareholders the resolution of the OGMS, as well as all documents to be adopted by the OGMS and to carry out all legal formalities for the execution and registration of the resolutions and decisions adopted, with the possibility of sub-mandating to third parties. Within the framework of the mandate granted, Camelia Ene, as well as any of his sub-mandates, shall be entitled, without limitation, to carry out all formalities necessary for the signing in the name and on behalf of the shareholders of all documents required for the implementation of the resolution of the OGMS, as well as to carry out any steps and

formalities necessary for the implementation and registration of the resolutions adopted by the shareholders.

Shareholders present or validly represented or who voted validly by correspondence, confirming the above-mentioned agenda, adopted the following decisions:

Decision no. 1

Validly present or represented or voting validly by correspondence, shareholders holding 168,547,608 voting rights, representing 67.7790% of the share capital, and 67.7790% of the total voting rights,

A number of 168,485,608 votes representing 168,485,608 shares, 67.7541% of the share capital, 99.9632% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 67.7541% of the total voting rights, having been validly expressed;

With 168,485,608 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 67.7541% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0% of the total voting rights;

Having been 62,000 abstentions or unspoken votes:

The shareholders approved the Company's income and expenditure budget for the financial year 2025, at individual level.

Decision no. 2

Validly present or represented or voting validly by correspondence, shareholders holding 168,547,608 voting rights, representing 67.7790% of the share capital, and 67.7790% of the total voting rights,

A number of 168,483,108 votes representing 168,483,108 shares, 67.7531% of the share capital, 99.9617% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 67.7531% of the total voting rights, having been validly expressed;

With 168,483,108 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 67.7531% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0% of the total voting rights;

Having been 64,500 abstentions or unspoken votes:

The shareholders approved the Company's income and expenditure budget for the financial year 2025, at consolidated level.

Decision no. 3

Validly present or represented or voting validly by correspondence, shareholders holding 168,547,608 voting rights, representing 67.7790% of the share capital, and 67.7790% of the total voting rights,

A number of 168,547,608 votes representing 168,547,608 shares, 67.7790% of the share capital, 100% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 67.7790% of the total voting rights, having been validly expressed;

With 168,547,608 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 67.7790% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0% of the total voting rights;

Having been 0 abstentions or unspoken votes:

The shareholders approved the individual financial statements of the Company prepared in accordance with Order of the Minister of Public Finance no. 2844/2016, for the approval of the Accounting Regulations compliant with the International Financial Reporting Standards (IFRS) adopted by the European Union, with subsequent amendments, for the financial year 2024, composed of: the balance sheet, the income statement, the statement of changes in equity,

the cash flow statement, the accounting policies, as well as the explanatory notes, based on the 2024 Directors' Report and the Independent Auditor's Report for 2024.

Decision no. 4

Validly present or represented or voting validly by correspondence, shareholders holding 168,547,608 voting rights, representing 67.7790% of the share capital, and 67.7790% of the total voting rights,

A number of 168,547,608 votes representing 168,547,608 shares, 67.7790% of the share capital, 100% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 67.7790% of the total voting rights, having been validly expressed;

With 168,547,608 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 67.7790% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0% of the total voting rights;

Having been 0 abstentions or unspoken votes:

The shareholders approved the consolidated financial statements of the Company prepared in accordance with Order of the Minister of Public Finance no. 2844/2016, for the approval of the Accounting Regulations compliant with the International Financial Reporting Standards (IFRS) adopted by the European Union, with subsequent amendments, for the financial year 2024, composed of: the consolidated balance sheet, the consolidated income statement, the statement of changes in consolidated equity, the consolidated cash flow statement, the accounting policies, as well as the explanatory notes, based on the 2024 Directors' Report and the Independent Auditor's Report for 2024.

Decision no. 5

Validly present or represented or voting validly by correspondence, shareholders holding 168,547,608 voting rights, representing 67.7790% of the share capital, and 67.7790% of the total voting rights,

A number of 168,546,608 votes representing 168,546,608 shares, 67.7786% of the share capital, 99,9994% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 67.7786% of the total voting rights, having been validly expressed;

With 168,546,608 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 67.7786% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0% of the total voting rights;

Having been 1,000 abstentions or unspoken votes:

The shareholders approved the Annual Report for the financial year ended on December 31, 2024, prepared in accordance with the provisions of Article 65 of Law No. 24/2017 on issuers of financial instruments and market operations, republished, and Annex No. 15 of ASF Regulation No. 5/2018 on issuers of financial instruments and market operations, republished.

Decision no. 6

Validly present or represented or voting validly by correspondence, shareholders holding 168,547,608 voting rights, representing 67.7790% of the share capital, and 67.7790% of the total voting rights,

A number of 167,605,463 votes representing 167,605,463 shares, 67.4002% of the share capital, 99.4410% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 67.4002% of the total voting rights, having been validly expressed;

With 167,601,863 valid votes cast "for" shareholders representing 99.9979% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 67.3987% of the total voting rights,

With 3,600 valid votes cast "against" the shareholders representing 0.0021% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0.0014% of the total voting rights;

Having been 942,145 abstentions or unspoken votes:

The shareholders approved the allocation of the net profit for the year 2024, as per the individual financial statements of the Company prepared in accordance with Order of the Ministry of Public Finance no. 2844/2016, in the amount of 9.765.183,78 lei as follows:

- for the constitution of the legal reserve - 488.259 lei;
- for covering losses from previous years, as well as losses from the sale of equity instruments – 8.974.856,92 lei.

The difference of 302.067,86 lei remains unallocated until future decisions in this regard.

Decision no. 7

Validly present or represented or voting validly by correspondence, shareholders holding 168,547,608 voting rights, representing 67.7790% of the share capital, and 67.7790% of the total voting rights,

A number of 168,421,308 votes representing 168,421,308 shares, 67.7282% of the share capital, 99.9251% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 67.7282% of the total voting rights, having been validly expressed;

With 168,421,308 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 67.7282% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0% of the total voting rights;

Having been 126,300 abstentions or unspoken votes:

The shareholders approved the discharge of the members of the Board of Directors of Roca Industry for the financial year 2024.

Decision no. 8

Validly present or represented or voting validly by correspondence, shareholders holding 168,547,608 voting rights, representing 67.7790% of the share capital, and 67.7790% of the total voting rights,

A number of 168,547,608 votes representing 168,547,608 shares, 67.7790% of the share capital, 100% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 67.7790% of the total voting rights, having been validly expressed;

With 168,544,608 valid votes cast "for" shareholders representing 99.9979% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 67.7776% of the total voting rights,

With 3,600 valid votes cast "against" the shareholders representing 0.0021% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0.0014% of the total voting rights;

Having been 0 abstentions or unspoken votes:

The shareholders approved, by the consultative vote of the OGMS, the Remuneration Report for the Administrators and Directors of Roca Industry for the year 2024, considering the provisions of Article 107, paragraph (6) of Law No. 24/2017 on issuers of financial instruments and market operations, republished.

Decision no. 9

Validly present or represented or voting validly by correspondence, shareholders holding 168,547,608 voting rights, representing 67.7790% of the share capital, and 67.7790% of the total voting rights,

A number of 168,547,608 votes representing 168,547,608 shares, 67.7790% of the share capital, 100% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 67.7790% of the total voting rights, having been validly expressed;

With 168,547,608 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 67.7790% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0% of the total voting rights;

Having been 0 abstentions or unspoken votes:

The shareholders approved for the above operations, the Reference Date (proposal: 28.05.2025) and the ex-date (proposal: 27.05.2025).

Decision no. 10

Validly present or represented or voting validly by correspondence, shareholders holding 168,547,608 voting rights, representing 67.7790% of the share capital, and 67.7790% of the total voting rights,

A number of 168,547,608 votes representing 168,547,608 shares, 67.7790% of the share capital, 100% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 67.7790% of the total voting rights, having been validly expressed;

With 168,547,608 valid votes cast "for" shareholders representing 100% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 67.7790% of the total voting rights,

With 0 valid votes cast "against" the shareholders representing 0% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0% of the total voting rights;

Having been 0 abstentions or unspoken votes:

The shareholders approved the empowerment of the Chief Executive Officer, Camelia Ene, to sign on behalf of the shareholders the resolution of the OGMS, as well as all documents to be adopted by the OGMS and to carry out all legal formalities for the execution and registration of the resolutions and decisions adopted, with the possibility of sub-mandating to third parties. Within the framework of the mandate granted, Camelia Ene, as well as any of his sub-mandates, shall be entitled, without limitation, to carry out all formalities necessary for the signing in the name and on behalf of the shareholders of all documents required for the implementation of the resolution of the OGMS, as well as to carry out any steps and formalities necessary for the implementation and registration of the resolutions adopted by the shareholders.

This Decision was adopted, in accordance with the legal provisions in force, as well as with the provisions of the Articles of Incorporation of the Company and with the minutes of the OGMS of 29.04.2025.

Written and signed today, 29.04.2025, in 4 (four) originals.

Chairman of the OGMS
Mr. Rudolf Paul Vizental

Meeting secretary
Ms. Oana Maria Berbece

Technical secretary
Mr. Valentin Albu
