

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

DATED 15.09.2025

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 15.09.2025, at 12:00, 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. Ioan-Adrian Bindea, as Chairman of the Board of Directors, having as secretary of the meeting elected Ms. Oana Maria Berbece and as technical secretary Ms. Alexandra Gabriela Țițan,

according to the list of present shareholders, Annex 1 to the Minutes of the Ordinary General Meeting of Shareholders dated 15.09.2025, the Ordinary General Meeting of Shareholders (“**OGMS**”) was attended by shareholders representing 72.87081% of the share capital and 72.87081% of the number of existing voting rights, thus meeting the quorum required for the adoption of this OGMS Decision,

Considering:

- 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**”);

- The fact that, in accordance with the Articles of Incorporation of the Company, the OGMS was convened through the convening notice of August 13, 2025 by the Board of Directors, through the convening notice published in the Official Gazette Part IV, no. 3802 dated August 14, 2025, in the newspaper Jurnalul Național dated August 14, 2025, and on the Company’s website at www.rocaindustry.ro, section Investors > General Meeting of Shareholders, on August 13, 2025;
- The fact that, at the OGMS meeting of 15.09.2025 were present/represented only the shareholders of the Company registered in the shareholders register (kept by Depozitarul Central S.A.) until the end of September 4, 2025, marked as Reference Date;
- 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;
- The fact that all the conditions provided by the Articles of Incorporation have been met,

And also that on September 17, 2025, the mandates of all members of the Company’s Board of Directors shall expire,

As well as the agenda for the OGMS meeting of 15.09.2025, described below:

1. **Election** of the new members of the Board of Directors, starting from September 17, 2025, with the mandate expiring on September 17, 2029.
2. **Approval** of the power of attorney granted to the General Manager, Camelia Ene, to sign the mandate agreements to be concluded with the new members of the Board of Directors, in accordance with the form of mandate agreement already approved by the Ordinary General Meeting of Shareholders on October 14, 2024.
3. **Approval** of the power of attorney granted to the General Manager, Camelia Ene, to sign on behalf of the shareholders the OGMS resolution, as well as all documents to be adopted by the OGMS, and to fulfill all legal formalities for the execution and registration of the adopted resolutions and decisions, with the possibility of sub-delegation to third parties.

Within the mandate granted, Camelia Ene and any of his sub-delegates will be able, without limitation, to fulfill all necessary formalities for signing on behalf of the shareholders all documents required for the implementation of the OGMS resolution, including the Company's Articles of Association, and to undertake any actions 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 181,209,472 voting rights, representing 72.87081% of the share capital, and 72.87081% of the total voting rights,

A number of 181,179,772 votes representing 181,179,772 shares, 72.85887% of the share capital, 99.98361% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 72.85887% of the total voting rights, having been validly expressed;

With 181,174,772 valid votes cast "for" shareholders representing 99.98085% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 72.85686% of the total voting rights,

With 5,000 valid votes cast "against" the shareholders representing 0.00276% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0.00201% of the total voting rights;

Having been 12,700 abstentions and 17,000 unspoken votes:

The shareholders approved the appointment of ROCA MANAGEMENT S.R.L., through permanent representative Mr. Rudolf-Paul Vizental, Romanian citizen, [confidential], director with full powers, as a member of the Board of Directors, starting from September 17, 2025, with the mandate expiring on September 17, 2029. The form of the mandate agreement was approved by the Resolution of the Ordinary General Meeting of Shareholders dated October 14, 2024.

Validly present or represented or voting validly by correspondence, shareholders holding 181,209,472 voting rights, representing 72.87081% of the share capital, and 72.87081% of the total voting rights,

A number of 180,527,162 votes representing 180,527,162 shares, 72.59643% of the share capital, 99.62346% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 72.59643% of the total voting rights, having been validly expressed;

With 180,527,162 valid votes cast "for" shareholders representing 99.62346% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 72.59643% 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 682,210 abstentions and 100 unspoken votes:

The shareholders approved the appointment of Ms. Adela Smaranda Smeu, Romanian citizen, [confidential], director with full powers, as a member of the Board of Directors, starting from September 17, 2025, with the mandate expiring on September 17, 2029. The form of the mandate agreement was approved by the Resolution of the Ordinary General Meeting of Shareholders dated October 14, 2024.

Validly present or represented or voting validly by correspondence, shareholders holding 181,209,472 voting rights, representing 72.87081% of the share capital, and 72.87081% of the total voting rights,

A number of 179,507,057 votes representing 179,507,057 shares, 72.18621% of the share capital, 99.06053% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 72.18621% of the total voting rights, having been validly expressed;

With 179,088,357 valid votes cast "for" shareholders representing 98.82947% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 72.01784% of the total voting rights,

With 418,700 valid votes cast "against" the shareholders representing 0.23106% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0.16837 % of the total voting rights;

Having been 396,210 abstentions and 1,306,205 unspoken votes:

The shareholders approved the appointment of Ms. Victorița Șter-Chelba, Romanian citizen, [confidential], director with full powers, as a member of the Board of Directors, starting from September 17, 2025, with the mandate expiring on September 17, 2029. The form of the mandate agreement was approved by the Resolution of the Ordinary General Meeting of Shareholders dated October 14, 2024.

Validly present or represented or voting validly by correspondence, shareholders holding 181,209,472 voting rights, representing 72.87081% of the share capital, and 72.87081% of the total voting rights,

A number of 179,599,117 votes representing 179,599,117 shares, 72.22323% of the share capital, 99.11133% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 72.22323% of the total voting rights, having been validly expressed;

With 178,863,117 valid votes cast "for" shareholders representing 98.70517% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 71.92726% of the total voting rights,

With 736,000 valid votes cast "against" the shareholders representing 0.40616% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0.29597% of the total voting rights;

Having been 411,510 abstentions and 1,198,845 unspoken votes:

The shareholders approved the appointment of Mr. Iuliu Ciprian Pătrașcu, Romanian citizen, [confidential], director with full powers, as a member of the Board of Directors, starting from September 17, 2025, with the mandate expiring on September 17, 2029. The form of the mandate agreement was approved by the Resolution of the Ordinary General Meeting of Shareholders dated October 14, 2024.

Validly present or represented or voting validly by correspondence, shareholders holding 181,209,472 voting rights, representing 72.87081% of the share capital, and 72.87081% of the total voting rights,

A number of 166,838,112 votes representing 166,838,112 shares, 67.09158% of the share capital, 92.06920% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 67.09158% of the total voting rights, having been validly expressed;

With 166,194,412 valid votes cast "for" shareholders representing 91.71398% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 66.83272% of the total voting rights,

With 643,700 valid votes cast "against" the shareholders representing 0.35522% of the total number of votes expressed by the shareholders present, represented or who cast their vote by correspondence and 0.25885% of the total voting rights;

Having been 553,700 abstentions and 13,817,660 unspoken votes:

The shareholders approved the appointment of Mr. Dan Liviu Moruțan, Romanian citizen, [confidential], director with full powers, as a member of the Board of Directors, starting from September 17, 2025, with the mandate expiring on September 17, 2029. The form of the mandate agreement was approved by the Resolution of the Ordinary General Meeting of Shareholders dated October 14, 2024.

Decision no. 2

Validly present or represented or voting validly by correspondence, shareholders holding 181,209,472 voting rights, representing 72.87081% of the share capital, and 72.87081% of the total voting rights,

A number of 181,195,972 votes representing 181,195,972 shares, 72.86539% of the share capital, 99.99255% of the total voting rights held by the shareholders present or validly represented or who have validly voted by mail, and 72.86539% of the total voting rights, having been validly expressed;

With 181,195,972 valid votes cast "for" shareholders representing 99.99255% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 72.86539% 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 and 13,500 unspoken votes:

The shareholders approved the power of attorney granted to the General Manager, Camelia Ene, to sign the mandate agreements to be concluded with the new members of the Board of Directors, in accordance with the form of mandate agreement already approved by the Ordinary General Meeting of Shareholders on October 14, 2024.

Decision no. 3

Validly present or represented or voting validly by correspondence, shareholders holding 181,209,472 voting rights, representing 72.87081% of the share capital, and 72.87081% of the total voting rights,

A number of 181,195,972 votes representing 181,195,972 shares, 72.86539% of the share capital, 99.99255% of the total voting rights held by the shareholders present or validly represented or who

have validly voted by mail, and 72.86539% of the total voting rights, having been validly expressed;

With 181,195,972 valid votes cast "for" shareholders representing 99.99255% of the total number of votes expressed by shareholders present, represented or who cast their vote by mail and 72.86539% 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 and 13,500 unspoken votes:

The shareholders approved the power of attorney granted to the General Manager, Camelia Ene, to sign on behalf of the shareholders the OGMS resolution, as well as all documents to be adopted by the OGMS, and to fulfill all legal formalities for the execution and registration of the adopted resolutions and decisions, with the possibility of sub-delegation to third parties. Within the mandate granted, Camelia Ene and any of his sub-delegates will be able, without limitation, to fulfill all necessary formalities for signing on behalf of the shareholders all documents required for the implementation of the OGMS resolution, including the Company's Articles of Association, and to undertake any actions 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 15.09.2025.

Written and signed today, 15.09.2025, in 4 (four) originals.

Chairman of the OGMS
Mr. Ioan-Adrian Bindea

Meeting secretary
Ms. Oana Maria Berbece

Technical secretary
Ms. Alexandra Țițan
