

**IMPACT DEVELOPER & CONTRACTOR SA**

Registered office: Willbrook Platinum Business & Convention Center, 172-176 Bucharest – Ploiesti Road, Building A, 1<sup>st</sup> Floor, Bucharest, 1<sup>st</sup> District, Phone: +40.21.230.75.70/71/72, Fax: +40.21.230.75.81/82/83

**Subscribed and paid up share capital: RON 393.750.000**

Registered with the Trade Registry Office within Bucharest Court under No. J40/7228/2018, S.R.C. RO 1553483

**To: Bucharest Stock Exchange**

Financial Supervisory Authority,

**CURRENT REPORT**

According to the provisions of Law No.24/2017 on issuers of financial instruments and market operations and Regulation No. 5/2018 of FSA on Issuers of Financial Instruments and Market Operations, and also the provisions the Code of the Bucharest Stock Exchange

Report date:	20.08.2021
Name of Issuer Company:	IMPACT DEVELOPER & CONTRACTOR SA
Registered office:	Willbrook Platinum Business & Convention Center, 172-176 Bucharest – Ploiesti Road, Building A, 1 <sup>st</sup> Fl, Bucharest, 1 <sup>st</sup> District
Phone number/fax:	Tel.:021–230.75.70/71/72, Fax: 021–230.75.81/82/83
Sole Registration Code ORC:	1553483
Trade Registry Office number:	J40/7228/2018
Subscribed and paid up capital:	RON 393,750,000
Regulated market:	BVB
LEI CODE	315700KVJ0DVH5IBI827

**Important event to be reported:**

**THE EXTRAORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS OF  
IMPACT DEVELOPER & CONTRACTOR S.A.**

Headquarter Impact, Building A, from Willbrook Platinum Business & Convention Center, 172-176 Bucuresti-Ploiesti Road, 1<sup>st</sup> District, Bucharest,

DECISION No.3

20.08.2021, 10.00 o'clock

***I. Convening***

The Extraordinary Shareholders' General Assembly of the Company (hereinafter referred to as "AGEA") has been duly convened by:

- Convening notice published in:
  - o Romanian Official Gazette Part IV no.2947/20.07.2021
  - o „Romania Libera” newspaper of 20.07.2021
- Notification to the Bucharest Stock Exchange on 19.07.2021 and to FSA on 19.07.2021
- Display at the Company's headquarters and on Company's website [www.impactsa.ro](http://www.impactsa.ro).

## ***II. The quorum***

At the Extraordinary Shareholders' General Assembly of the Company IMPACT DEVELOPER& CONTRACTOR S.A. (hereinafter referred to as "The Company"), were present the shareholders representing 93.081% of the total voting rights and 92.848% of the subscribed and paid up share capital, namely:

- 1,462,366,584 shares of the total number of 1,575,000,000 shares,
- 1,462,366,584 votes of the total number of 1,571,057,080 voting rights.

Of which a number of shareholders representing 92.609% of the total number of votes, and 92.377% of the subscribed and paid-in share capital, voted by correspondence.

the Extraordinary Shareholders' General Assembly of the Company is statutory in accordance with the provisions of the Section III, art. 13 of the Articles of Incorporation of the company and legal in accordance with the provisions of the Law no. 31 of 1990, republished, as amended.

According to Art. 88 Para. (1) of Law no. 24/2017 regarding the issuers of financial instruments and market operations states in case of increase of share capital by cash contribution lifting of the preferential right of shareholders to subscribe for the new shares must be approved by the Extraordinary General Meeting of Shareholders, attended by shareholders representing at least 85% of the subscribed share capital and voting shareholders representing at least 3/4 of the voting rights.

Regarding the items on the agenda, the following decisions were adopted:

1. With a total number of 1,462,366,584 valid votes, representing 1,462,366,584 shares and 92.848% of the subscribed and paid up share capital of the Company and 93.081% of the total voting rights out of which 1,462,366,584 votes "in favour", representing 100% of the total number of votes held by the shareholders attending the Assembly, was approved the delegation and authorizing the Board of Directors that, for a period of 1 (one) year starting with the registration date with the Trade Register of the revised articles of incorporation in accordance with Item 3 below, it shall decide and implement the increase of the Company's share capital, by contribution in cash, by one or more issuances of new ordinary shares, with a value not exceeding RON 193,750,000.
2. With a total number of 1,462,366,584 valid votes, representing 1,462,366,584 shares and 92.848% of the subscribed and paid up share capital of the Company and 93.081% of the total voting rights out of which 1,462,366,584 votes "in favour", representing 100% of the total number of votes held by the shareholders attending the Assembly, was approved the authorization of the Board of Directors that, for each of the increases made up to the level of the authorized capital, it may decide to restrict or remove the preferential right of the existing shareholders to subscribe the new shares.
3. With a total number of 1,462,366,584 valid votes, representing 1,462,366,584 shares and 92.848% of the subscribed and paid up share capital of the Company and 93.081% of the total voting rights out of which 1,462,366,584 votes "in favour", representing 100% of the total number of votes held by the shareholders attending the Assembly, was approved the amendment of the Company's articles of incorporation, as follows:

**Art. 7 – Increase and decrease of the share capital** is supplemented, by adding a new paragraph:

*“The Board of Directors is delegated and authorized that, for a period of one (1) year from the registration date of this revised articles of incorporation with the Trade Register, it shall decide and implement the increase of the share capital, by one or more issuances of ordinary shares, with a nominal value not exceeding RON 193,750,000 (authorized capital). Exclusively in order to increase the share capital under the previously mentioned conditions, the Board of Directors is granted, for each of the capital increases made up to level of the authorized capital, the competence to decide to restrict or remove the preference right of the shareholders existing on the date of the respective increase of the share capital.”*

4. With a total number of 1,462,366,584 valid votes, representing 1,462,366,584 shares and 92.848% of the subscribed and paid up share capital of the Company and 93.081% of the total voting rights out of which 1,462,366,584 votes "in favour", representing 100% of the total number of votes held by the shareholders attending the Assembly, was approved the authorizing and empowering the Board of Directors of the Company, with the authority to sub-delegate this authorization and power-of-attorney, to any person, as deemed necessary and/or opportune: to issue any decision and to carry out any acts and deeds which are necessary, useful and/or desirable for implementing the resolutions which will be adopted by the Company's EGMS in accordance with Items 1 and 2 above, including, without limitation (a) approval of any documents and the taking of any measures deemed necessary for the fulfillment of the operation(s) to increase the share capital; (b) following up the operations for the registration of the increase of the share capital, until the mentioning of the new shares by the registry company Central Depository; (c) conclusion of any agreements with service providers related to the implementation of the resolutions, selection of the intermediary for preparing the offer prospectus, approval of the prospectus and the offer announcement of the increase of the share capital; (d) making any necessary commitments, issuing any documents necessary for the implementation of the resolutions and submitting any documents to any relevant authority; (e) establishment and approval of the subscription procedure, the payment modalities, the payment date, the place where the operations are performed, the establishment and validation of the subscriptions made, the cancellation of the unsubscribed shares, the establishment of the exact value by which the share capital is increased, the closing of the subscriptions, the registration and operation of the increase of the share capital; (f) approval of the amendment and updating of the provisions of the Company's articles of incorporation regarding the share capital further to the fulfillment of the operation(s) to increase the share capital.
  
5. With a total number of 1,462,366,584 valid votes, representing 1,462,366,584 shares and 92.848% of the subscribed and paid up share capital of the Company and 93.081% of the total voting rights out of which 1,462,366,584 votes "in favour", representing 100% of the total number of votes held by the shareholders attending the Assembly, was approved the authorization and empowerment, with the possibility of sub-delegation of this authorization and power of attorney, of Mrs. Iuliana Mihaela Urda, in order to sign in the name of the shareholders the EGMS resolution, as well as any other documents related thereto, including, but not limited to, the revised version of the articles of incorporation that shall reflect the amendments approved by the EGMS (as well as to conform the translation into English of the articles of incorporation with its Romanian version, as amended by the EGMS, as well as to remedy any clerical error, inappropriate translation or inaccuracy from the English translation), to request the publication of the resolution in Part IV of the Official Gazette of Romania, to file and receive any documents, as well as to fulfill the necessary formalities before the Trade Registry Office, as well as before any other authority, public institution, legal entities and

natural persons, as well as to carry out any acts for registering and ensuring the opposability of the resolutions to be adopted by the EGMS.

6. With a total number of 1,462,366,584 valid votes, representing 1,462,366,584 shares and 92.848% of the subscribed and paid up share capital of the Company and 93.081% of the total voting rights out of which 1,462,366,584 votes "in favor", representing 100% of the total number of votes held by the shareholders attending the Assembly, was approved the date of 7 September 2021 as a registration date that serves for the identification of the Company's shareholders upon which the effects of the decisions passed within the EGMS.
7. With a total number of 1,462,366,584 valid votes, representing 1,462,366,584 shares and 92.848% of the subscribed and paid up share capital of the Company and 93.081% of the total voting rights out of which 1,462,366,584 votes "in favour", representing 100% of the total number of votes held by the shareholders attending the Assembly, was approved the date of 6 September 2021 as *Ex - Date*.

Chairperson of the Board of Directors

Iuliana Mihaela Urda