THE ORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS OF

IMPACT DEVELOPER & CONTRACTOR S.A.

headquarters of Impact Developer & Contractor SA, Bucharest, District 1, 31-41 Padurea Mogosoaia Road, floor 2, Zip Code 014043

PROJECT

DECISION No.3 of 20 August 2024, 10.00 a.m.

I. Convening

The Ordinary Shareholders' General Assembly of the Company (hereinafter reffered to as "EGMS") has been duly convened by:

- Convening notice published in:
    - Romanian Official Gazette Part IV no.______________;
    - Bursa newspaper of 19.07.2024;
- Notification to the Bucharest Stock Exchange on 18.07.2024 and to FSA on 18.07.2024;
- Display at the Company's headquarters and on Company's website www.impactsa.ro.

II. The quorum

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

- ____________ shares of the total number of 2.365.679.951 shares,
- ____________ votes of the total number of 2,364,941,410 voting rights

the Ordinary Shareholders' General Assembly of the Company is statutory in accordance with the provisions of the 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.

III. THE MEETING

1. Approval of the activity program and approval of the income and expense budget for the fiscal year 2024, in accordance with the information materials.
2. Election of the external financial auditor, for the fiscal year 2024, following the expiry of the current financial auditor’s mandate.

3. Approval of the participation of the members of the Board of Directors in the "Stock Option Plan 2024-2025" type program implemented by the Company under the following conditions:

(a) The members of the Board of Directors having specific positions within the Board of Directors, according to the regulation on its activity, have the right to participate in the "Stock Option Plan 2024-2025" type program, which represents additional remuneration according to Art. 153^18 (2) of Company Law No. 31/1990, being distributed a total maximum number of **1,050,000** shares.

(b) The Board of Directors shall determine the amount of the additional remuneration for each member of the Board of Directors, based on the Remuneration Committee's recommendations, according to Art. 153^18 (2) and (4) of Company Law No. 31/1990.

(c) For the members of the Board of Directors, the option right may be exercised after a period of 12 months from the date of granting the option right.

(d) The option rights shall be granted until 30.09.2024.

(e) After the lapse of the 12 month-period from the date of granting the option right, the members of the Board of Directors shall have to exercise this option right within one month.

4. Empowerment, with the possibility of substitution, of Mrs. Iuliana-Mihaela Urda to sign in the name of the shareholders the Meeting resolution, as well as any other documents in relation thereto and to fulfill any and all the formalities stipulated by law in order to obtain the registration and to ensure the opposability of the Meeting resolution towards third parties.

5. Approval of the date of **06.09.2024** as a registration date that serves for the identification of the Company's shareholders upon which the effects of the decisions passed within the Meeting convened by means of this Calling Notice are reflected (the "**Registration Date**").

6. Approval of the date of **05.09.2024** as *Ex - Date*.

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

1. *With a total number of xxxxxxxxxxx valid votes, representing xxxxxxxxxxx shares and xxxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxx votes "in favor", representing xxxxxxxxx of the total number of votes held by the shareholders attending the Assembly, it was approved* the activity program and approval of the income and expense budget for the fiscal year 2024, in accordance with the information materials

2. *With a total number of xxxxxxxxxxx valid votes, representing xxxxxxxxxxx shares and xxxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxx votes "in favor", representing xxxxxxxxx of the total number of votes held by the shareholders attending the Assembly, it was approved* election of the external financial auditor, for the fiscal year 2024, following the expiry of the current financial auditor's mandate.

3. *With a total number of xxxxxxxxxxx valid votes, representing xxxxxxxxxxx shares and xxxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxx votes "in favor", representing xxxxxxxxx of the total number of votes held by the shareholders attending the Assembly, it was approved* the participation of the members of the Board of Directors in the "Stock Option Plan 2024-2025" type program implemented by the Company under the following conditions:
   (a) The members of the Board of Directors having specific positions within the Board of Directors, according to the regulation on its activity, have the right to participate in the "Stock Option Plan 2024-2025" type program, which represents additional remuneration according to Art. 153^18 (2) of Company Law No. 31/1990, being distributed a total maximum number of **1,050,000** shares.
   (b) The Board of Directors shall determine the amount of the additional remuneration for each member of the Board of Directors, based on the Remuneration Committee's recommendations, according to Art. 153^18 (2) and (4) of Company Law No. 31/1990.
   (c) For the members of the Board of Directors, the option right may be exercised after a period of 12 months from the date of granting the option right.
   (d) The option rights shall be granted until 30.09.2024.
   (e) After the lapse of the 12 month-period from the date of granting the option right, the members of the Board of Directors shall have to exercise this option right within one month.

4. *With a total number of xxxxxxxxxxx valid votes, representing xxxxxxxxxxx shares and xxxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxx votes "in favor", representing xxxxxxxxx of the total number of votes held by the shareholders attending the Assembly, it was approved* empowerment, with the possibility of substitution, of Mrs. Iuliana-Mihaela Urda to sign in the name of the shareholders the Meeting resolution, as well as any other documents in relation thereto and to fulfill any and all the formalities stipulated by law in order to obtain the registration and to ensure the opposability of the Meeting resolution towards third parties.

5. *With a total number of xxxxxxxxxxx valid votes, representing xxxxxxxxxxx shares and xxxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxx votes "in favor", representing xxxxxxxxx of the total number of votes held by the shareholders attending the Assembly, it was approved* the date of **06.09.2024** as a registration date that serves for the identification of the Company's shareholders upon which the effects of the decisions passed within the Meeting.

6. *With a total number of xxxxxxxxxxx valid votes, representing xxxxxxxxxxx shares and xxxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxx votes "in favor", representing xxxxxxxxx of the total number of votes held by the shareholders attending the Assembly, it was approved* the date of **05.09.2024** as *Ex – Date.*

Chairperson of the Board of Directors
Iuliana Mihaela Urda