

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

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

DECISION No. 4 of 20 August 2024, 10.30 a.m.

I. Convening

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

- Convening notice published in:
 - o Romanian Official Gazette Part IV no. _____;
 - o 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 Extraordinary Shareholders' General Assembly of company IMPACT DEVELOPER& CONTRACTOR S.A. (hereinafter referred to as "The Company"), were present the shareholders representing 89.1378% of the total voting rights and 89.1100% 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 Extraordinary Shareholders' General Assembly of the Company is statutory in accordance with the provisions of 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 implementation of the "Stock Option Plan 2024-2025" program

Approval of the implementation of a "Stock Option Plan" type program that aims at granting option rights for the acquisition of shares free of charge by the employees, members of the Company's management, namely the members of the Board of Directors and the managers of the Company, in order to maintain and motivate them, as well as for rewarding them for the activity carried out within the Company. The program shall be carried out under the following conditions:

Under the "Stock Option Plan 2024-2025" program, option rights shall be granted for a maximum number of **2,280,000** shares, distributed as follows: to the employees – a maximum number of **480,000** shares, to the representative managers – a maximum

number of **750,000** shares and to the members of the Board of Directors – a maximum number of **1,050,000** shares.

- (a) In the case of the option rights granted to employees and managers of the Company, the option right may be exercised after a period established by the decision of the Board of Directors for the implementation of the “Stock Option Plan 2024-2025” program, without the period being shorter than 12 months.
- (b) The “Stock Option Plan 2024-2025” program shall be open to the Company’s employees and managers, in observance of the non-discrimination principle.
- (c) The “Stock Option Plan 2024-2025” program shall be open to members of the Board of Directors, subject to the approval of the Ordinary General Meeting of Shareholders.
- (d) The Board of Directors shall be empowered to take all necessary measures and to fulfill all of the formalities required for the approval and implementation of the “Stock Option Plan 2024-2025” program, such as, but not limited to (i) determining the criteria based on which the option rights shall be granted to the Company’s managers and personnel; (ii) determining the positions in the organizational chart for which the “stock option plan” type program shall be applicable; (iii) the period between the date of granting the option right and the date of exercise of the option right, without the period being shorter than 12 months; (iv) the conditions for exercising the option right and, implicitly, for acquiring shares; (v) the term within which the holder of the option right has to exercise his option right; (vi) drafting and publishing information documents according to law, etc.
- (e) The implementation shall be made by the Company’s Board of Directors, in observance of the Resolution of the Extraordinary General Meeting of Shareholders, the Resolution of the Ordinary General Meeting of Shareholders and/or with the aid of a specialized consultant.
- (f) The programs shall be implemented in compliance with the legal obligations of drafting and publishing the information documents according to law and according to FSA’s applicable regulations.

2. 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 GMS (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.

3. 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 EGMS convened by means of this Calling Notice are reflected.

4. 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 xxxxxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxx votes "in favor", representing xxxxxxxxxxx of the total number of votes held by the shareholders attending the Assembly, it was approved* the implementation of the "Stock Option Plan 2024-2025" program

Approval of the implementation of a "Stock Option Plan" type program that aims at granting option rights for the acquisition of shares free of charge by the employees, members of the Company's management, namely the members of the Board of Directors and the managers of the Company, in order to maintain and motivate them, as well as for rewarding them for the activity carried out within the Company. The program shall be carried out under the following conditions:

Under the "Stock Option Plan 2024-2025" program, option rights shall be granted for a maximum number of **2,280,000** shares, distributed as follows: to the employees – a maximum number of **480,000** shares, to the representative managers – a maximum number of **750,000** shares and to the members of the Board of Directors – a maximum number of **1,050,000** shares.

- (a) In the case of the option rights granted to employees and managers of the Company, the option right may be exercised after a period established by the decision of the Board of Directors for the implementation of the "Stock Option Plan 2024-2025" program, without the period being shorter than 12 months.
- (b) The "Stock Option Plan 2024-2025" program shall be open to the Company's employees and managers, in observance of the non-discrimination principle.
- (c) The "Stock Option Plan 2024-2025" program shall be open to members of the Board of Directors, subject to the approval of the Ordinary General Meeting of Shareholders.
- (d) The Board of Directors shall be empowered to take all necessary measures and to fulfill all of the formalities required for the approval and implementation of the "Stock Option Plan 2024-2025" program, such as, but not limited to (i) determining the criteria based on which the option rights shall be granted to the Company's managers and personnel; (ii) determining the positions in the organizational chart for which the "stock option plan" type program shall be applicable; (iii) the period between the date of granting the option right and the date of exercise of the option right, without the period being shorter than 12 months; (iv) the conditions for exercising the option right and, implicitly, for acquiring shares; (v) the term

- within which the holder of the option right has to exercise his option right; (vi) drafting and publishing information documents according to law, etc.
- (e) The implementation shall be made by the Company's Board of Directors, in observance of the Resolution of the Extraordinary General Meeting of Shareholders, the Resolution of the Ordinary General Meeting of Shareholders and/or with the aid of a specialized consultant.
- (f) The programs shall be implemented in compliance with the legal obligations of drafting and publishing the information documents according to law and according to FSA's applicable regulations.
2. *With a total number of xxxxxxxxxxx valid votes, representing xxxxxxxxxxx shares and xxxxxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxx votes "in favor", representing xxxxxxxxxxx of the total number of votes held by the shareholders attending the Assembly, it was approved* 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 GMS (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.
3. *With a total number of xxxxxxxxxxx valid votes, representing xxxxxxxxxxx shares and xxxxxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxx votes "in favor", representing xxxxxxxxxxx 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 EGMS.
4. *With a total number of xxxxxxxxxxx valid votes, representing xxxxxxxxxxx shares and xxxxxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxx votes "in favor", representing xxxxxxxxxxx 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