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EXPLANATORY NOTES

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS („EGMS")

AGROSERV MARIUTA S.A.

Points 1,2 şi 3

The proposals presented in items 1-3 on the agenda of the Extraordinary General Meeting Shareholders of Agroserv Mariuta S.A. (the "Company") are considering delegating to the Board of Directors, in accordance with the legal provisions in force, the powers of the EGMS to increase the Company's share capital, in order to streamline the way in which such an increase can be decided and to reduce the period of time within which the share capital increase can be completed.

The proposal of the Board of Directors takes into account, on one hand, the duration of the BoD's mandate, as well as the value of the authorized capital. The relevant provisions of Companies Law no. 31/1990 limit, on one hand, the duration of the mandate to 3 years, starting from the date on which it was granted by the general meeting of shareholders, respectively, the value of the authorized capital to 50% of the existing capital at the time of authorization by the GMS.

Considering the long-term plans, more precisely the investments that the Company has in mind for the next period, we consider necessary to establish the mandate of the BoD to operate capital increases within the established limit, up to the maximum period allowed by law, namely 3 years from the date of granting of the mandate by the GMS.

Points 4 and 5

The proposals presented in items 4-5 on the agenda of the Extraordinary General Meeting of Shareholders of Agroserv Măriuța S.A. are considering the introduction of NACE codes in the Articles of Incorporation, in order to prepare future investments in the bio gas production station and the packaging sanitation recovery project, the existence of those NACE codes in the Articles of Incorporation being an essential condition for obtaining financing.

Point 6

In the current market conditions, considering the increase in interest rates and inflation, we consider necessary to reduce the pressure of financial expenses with interests, by moving parts of the loan portfolio to another bank, that offers more advantageous conditions. The Board of Directors will decide on a case-by-case basis, for each credit facility, what are the guarantees and conditions of the refinancing, following the analysis carried out together with a potential new banking partner.

Point 7

In order to prepare the 2 previously mentioned investment projects (bio gas station and the glass packaging recovery and sanitization project), the Company initiated negotiations for the bank financing of these projects within the maximum limit subject to approval. This approval and delegation to the Board of Directors is necessary, in order to be prepared and efficient at the time when the 2 projects will materialize, i.e. when the Company will obtain all the necessary authorizations and the guidelines for accessing non-reimbursable funds will be made public (such calendar is neither known, nor under the control of the Company).