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Agroserv Mariuța S.A.
Ferma Zootehnică
Dragoești 927100, Ialomița
www.laptariacucaimac.ro

To: *Bursa de Valori București S.A.*

Autoritatea de Supraveghere Financiară

CURRENT REPORT 04/2025

According to Law nr. 24/2017 regarding issuers of financial instruments and market operations, ASF regulation nr. 5/2018 regarding the issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Rulebook for Multilateral Trading System.

Date of report	19.03.2025
Name of the Company	Agroserv Mariuța S.A.
Registered Office	Ferma Zootehnică, Str. Primăriei nr.42, Dragoești, Ialomița, Romania
Phone	+40 754 908 742
Email	ir@milkfarm.eu
Website	www.laptariacucaimac.ro
Registration nr. with Trade Registry	J2008000195212
Fiscal Code	RO 6363609
Subscribed and paid share capital	1,038,612 lei
Total number of shares	10,386,120
Market where securities are traded	Shares: MTS AeRO Premium, Symbol MILK Bonds: Bonds-MTS, Symbol MILK25E

Important events to be reported: Decision of the Board of Directors to convene the Ordinary General Meeting of Shareholders of the Company for 23/24.04.2025

The management of Agroserv Mariuța S.A. (hereinafter referred to as the “Company”) informs the market that on 19.03.2025, the Board of Directors of the Company decided to convene the Ordinary General Meeting of Shareholders (OGMS) of the Company for 23.04.2025 (first calling), respectively for 24.04.2025 (second calling) should the attendance quorum for the first meeting not be met, having the agenda stipulated in the convening notice attached to this current report.

Serban Nicusor

Chairman of the Board of Directors



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CONVENING NOTICE

THE ORDINARY GENERAL MEETINGS OF SHAREHOLDERS

AGROSERV MĂRIUȚA S.A.

The company AGROSERV MĂRIUȚA S.A. registered in the Trade Register under no. J2008000195212, Tax Identification Number RO 6363609, with registered office in Ferma Zootehnică, Str. Primăriei nr.42, Drăgoești, Ialomița, Romania, having a share capital subscribed and paid-up amounting to RON 1,038,612 (hereinafter referred to as the "**Company**"), by ȘERBAN NICUȘOR, as Chairman of the Board of Directors,

According to the Companies Law no. 31/1990, republished, as further amended and supplemented, (the "**Companies Law**"), to Law no. 24/2017 on issuers of financial instruments and market operations, as further amended and supplemented ("**Law no. 24/2017**"), to Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented ("**Regulation no. 5/2018**") and to the Company's Articles of Incorporation (the "**Articles of Incorporation**"),

HEREBY CONVENES

The Ordinary General Meeting of Shareholders ("OGMS") for the date 23.04.2025, at 11:00 am at the work place situated in Str. Primăriei nr 59, Drăgoești, Ialomița – meeting room, 1st floor, which will be attended by all shareholders of the Company entered in the register of shareholders (kept by Depozitarul Central S.A.) by the end of the day **11.04.2025**, determined as reference date ("**Reference Date**"). If the quorum required at the first call is not met, a second meeting of the OGMS shall be held on 24.04.2025, at 11:00 AM, at the same venue, with the same agenda, and with the same Reference Date;

AGENDA OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS:

1. Approval of the financial statements prepared for the financial year ended on 31.12.2024, accompanied by the report of the Board of Directors and the report of the Independent Auditor.
2. Approval of the discharge of duties of the Board of Directors, for the financial year ended on 31.12.2024.
3. Approval of the income and expenditure budget for the 2025 financial year, in accordance with the presentation materials
4. Approval of the report on the remuneration of the Company's management, in accordance with the presentation materials for the OGMS.
5. Approval of the remuneration of the members of the Board of Directors for the financial year 2025, amounting to RON 4,000 (net)/month, and to RON 4,500 (net)/month for the Chairman of the Board of Directors and approval of the updated remuneration policy of the Company as per the supporting OGMS documents.



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6. Setting 20.05.2025 as the registration date for identification of the shareholders falling under the scope of the resolutions passed by the OGMS, in accordance with the provisions of Article 87(1) of Law no. 24/2017, and 19.05.2024 as the “ex-date”, determined in accordance with the provisions of Article 2(2)(1) of the Regulation no. 5/2018. The payment date is not applicable.
7. Approval of the empowerment of Chairman of the Board of Directors and/or the Company’s Directors, with the possibility of further delegation, to sign, for and on behalf of the Company, with full powers and authority, any documents, including the OGMS Resolution and the Company’s Articles of Incorporation to submit to, and apply for, publication of the resolution in the Official Gazette of Romania, Part IV, to pick up any documents, to carry out any necessary formalities before the Trade Register Office, as well as before any other authority, public institution, legal entities or natural persons, as well as to perform any operations with a view to implementing, and rendering the resolutions due to be passed the OGMS enforceable.

GENERAL INFORMATION ABOUT TO THE OGMS

I. Participation in the OGMS

The OGMS is only open for participation of the shareholders entered in the Company’s Register of Shareholders on the Reference Date, according to the legal provisions applicable to joint-stock companies listed on the Multilateral Trading System STM-AeRo, and to the Article of Incorporation, in person (through legal representatives), by attorney-in-fact (based on a special or general power of attorney) in observance of the applicable legal provisions, or by post (based on postal vote ballots).

The access to, and/or the postal vote of the shareholders entitled to participate in, the OGMS is allowed subject to simply proving their identity by their identity document (for natural person), the identity document of the legal representative and a copy of the certificate of status issued by the Trade Register or any equivalent document issued by a competent authority of the state where the corporate shareholder is duly incorporated, submitted in original or as copy true to the original (the documents attesting to their capacity of legal representatives of the corporate shareholder will be issued not earlier than 30 days before the Reference Date). The representatives of individual/corporate shareholders will be identified based on their identity documents, based on the special or general power of attorney signed by the individual shareholder/legal representative of the corporate shareholder, as applicable, as well as on the proof of identity of the individual shareholder/legal representative of the corporate shareholder, and a copy of the certificate of status issued by the Trade Register or any equivalent document issued by a competent authority of the state where the corporate shareholder is duly incorporated, submitted in original or as copy true to the original (the documents attesting to their capacity of legal representatives of the corporate shareholder will be issued not earlier than 30 days before the Reference Date).

The capacity of shareholder and, for corporate or non-incorporated shareholders, the capacity of legal representative will be found based on the list of shareholders on the Reference Date, as this is received from Depozitarul Central S.A.



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II. Documents related to, and in connection with, the OGMS's Agenda

Effective 21.03.2025, all presentation materials concerning the matters put on the agenda of the OGMS will be available on the Company's website, at <https://laptariacucaimac.ro/investitori/>. The Company's shareholders may obtain, at request, a copy of the documents concerning the matters put on the OGMS's agenda.

III. General powers of attorney

The general power of attorney can be granted by shareholders for a period not longer than 3 years, and allows their representatives to vote on all the matters debated on in the General Meetings of Shareholders, including disposal acts.

The general powers of attorney, together with the proof of identity of the individual shareholder/legal representative of the corporate shareholder, and a copy of the certificate of status issued by the Trade Register or any equivalent document issued by a competent authority of the state where the corporate shareholder is duly incorporated, submitted in original or as copy true to the original (the documents attesting to their capacity of legal representatives of the corporate shareholder will be issued not earlier than 30 days before the Reference Date), before their first use, will be submitted/shipped to the registry service of the Company: Drăgoești, 59 Primăriei St. (milk processing plant), postal code 927100, County of Ialomița, Romania, as copy marked true to the original and signed by the respective representative (or by email having affixed the extended electronic signature, according to the FSA regulation, at ir@milkfarm.eu), so that these can be registered as received to the registry service of the Company before 17.04.2024, at 09:00 AM.

In order for the powers to take effect, the attorney-in-fact must be either intermediary (according to the provisions of Article 2(1)(19) of Law no. 24/2017), or attorney-at-law, and the shareholder must be a client thereof. The attorney-in-fact must further be free of any conflicts of interest, pursuant to the provisions of Article 105(15) of Law no. 24/2017. The attorney-in-fact may not be replaced by another person. Where the attorney-in-fact is a legal entity, they must be able to carry out their mandate through any person who sits in their governance or management bodies, or through their employees.

Together with the general power of attorney, shareholders will also submit to the Company an affidavit of the legal representative or the intermediary of attorney-at-law who received the representation power of attorney, and this will be signed in original and stamped (if need be), and will show that:

- (i) the power of attorney is given by the respective shareholder, as client, to the intermediary or, as the case may be, to the attorney-at-law;
- (ii) the general power of attorney is signed by the shareholder, including by affixing the extended electronic signature thereon, as the case may be.

IV. Special powers of attorney and postal ballots



Special powers of attorney and postal ballots must be in the format supplied by the Company and contain specific voting instructions for each item of the agenda (i.e. for votes “for”, votes “against”, and “abstention”).

Special powers of attorney may be granted to any person for representation in one single general meeting, and should contain specific voting instructions from the shareholder issuing it.

The special powers of attorney/postal ballots and related documents (i.e. the proof of identity of the individual shareholder/legal representative of the corporate shareholder, and a copy of the certificate of status issued by the Trade Register or any equivalent document issued by a competent authority of the state where the corporate shareholder is duly incorporated, submitted in original or as copy true to the original (the documents attesting to their capacity of legal representatives of the corporate shareholder will be issued not earlier than 30 days before the Reference Date) will be submitted/shipped to the registry service of the Company of Drăgoești, 59 Primăriei St. (milk processing plant), postal code 927100, County of Ialomița, Romania, as copy marked true to the original and signed by the respective representative (or by email having affixed the extended electronic signature, according to the FSA regulation, at ir@milkfarm.eu), so that these can be registered as received to the registry service of the Company before 17.04.2025, at 09:00 AM, clearly indicating on the envelope or in the email subject “For the Ordinary General Meeting of Shareholders of [23]/[24].04.2025”.

When filling out the special powers of attorney/postal ballots, shareholders are kindly asked to consider the possibility that the OGMS’s agenda is supplemented by new items or resolution proposals. In such a case, the special powers of attorney/postal ballots will be updated and made available by the methods shown at item II.

V. Right of shareholders to ask for introduction of new items on the agenda and to submit present draft resolutions for the items existing or proposed to be included on the agenda

One or more shareholders representing, individually or together, at least 5% of the share capital has/have the right:

- (i) to introduce items on the agenda of the General Meeting, provided that every item be accompanied by a justification or by a draft resolution proposed to be passed by the General Meeting; and
- (ii) to submit draft resolutions for the items included or proposed to be included on the OGMS agenda.

The rights of shareholders above may only be exercised in writing (sent by courier services to the registry service of the Company of Drăgoești, 59 Primăriei St. (milk processing plant), postal code 927100, County of Ialomița, Romania, or by email, according to the FSA regulations, to ir@milkfarm.eu) not later than 07.04.2025.

The identification requirements set out at item I above apply also to the individual shareholder(s) and/or the legal representative of the corporate shareholder who asks for supplementation of the OGMS agenda.



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Where the exercise of the right provided at this item causes changes in the agenda of the General Meeting already served to shareholders, the Company is bound to send them a revised agenda, following the same procedure as that applied also for the previous agenda, before the Reference Date and observing the time-limit set out under the Law of Companies.

VI. Right of shareholders to ask questions about the agenda

Each shareholder has the right to ask questions about the items on the agenda of the General Meeting of Shareholders. Such questions can be emailed to the Company at ir@milkfarm.eu, so that they are received by the Company before 22.04.2025, at 18:00.

The right to ask questions and the duty to answer them may be made conditional upon the measures the Company can take to ensure identification of the shareholders (in accordance with the provisions of Regulation no. 5/2018), smooth conduct and preparation of the general meetings, and protection of the Company's confidentiality and business interest. The Company can prepare one single answer to questions with the same content. An answer will be deemed given when the relevant information is available on the Company's website, in a Question-Answer form.

At the date of convening the meeting, the share capital of the Company consists of **10,386,120** registered shares, each share giving the right to one vote; At the date of convening the meeting, the Company does not hold treasury stocks, therefore the total number of voting rights at the date of convening the meeting is **10,386,120** voting rights.

Further information can be obtained at ir@milkfarm.eu, by calling +40 754 908 742 and from the Company's website www.laptariacucaimac.ro.

Șerban Nicușor

Chairman of the Board of Directors

AGROSERV MĂRIUȚA S.A.