

**COMPLETION OF THE AGENDA OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS  
GREEN TECH INTERNATIONAL S.A  
CONVENED FOR 29.04.2025 (FIRST CALL) AND  
FOR 30.04.2025 (SECOND CALL)**

The President of the Board of Directors of GREEN TECH INTERNATIONAL S.A (hereinafter referred to as the "**Company**" or "**GREEN**") is a company managed in a unitary system, established and operating in accordance with Romanian legislation, with its registered office in Bucharest, str. Sofia no.5, 2nd floor, sector 1, registered at the Trade Register Office attached to the Bucharest Tribunal under no. J40/1110/2012, tax identification code 29647812, having the subscribed and paid-up capital in the amount of RON 7,992,112.8, pursuant to art.117<sup>1</sup> (21) of Law 31/1990 on companies, republished, ("**Law no. 31/1990**"), the Articles of Association of GREEN TECH INTERNATIONAL S.A., in force from 03.01.2025, (the Articles of Association), Law no. 24/2017 on issuers of financial instruments and market operations, republished ("**Law no. 24/2017**"), ASF Regulation no. 5/2018 on issuers of financial instruments and market operations ("**Regulation no. 5/2018**")

**completes the agenda of the Ordinary General Meeting of Shareholders of GREEN TECH INTERNATIONAL S.A. (OGMS) convened on 29.04.2025, at 11:00 a.m.,** for all shareholders registered in the Register of Shareholders of the Company, kept by the company Depozitarul Central S.A. Bucharest, at the end of **17.04.2025**, considered **the Reference Date** for this meeting (**first call**), and, in case of non-meeting of the quorum on **30.04.2025**, from **11:00 a.m. (second call)**, at the same address, with the same agenda and Reference Date.

**ORDINARY GENERAL MEETING OF SHAREHOLDERS**

It will have the following agenda:

- 1.** Presentation, review and approval of the Company's individual and consolidated annual financial statements for the financial year 2024 and prepared in accordance with the International Financial Reporting Standards, based on the Directors' Report and the Financial Auditor's Report of the Company.
- 2.** Approval of the distribution of **the Company's** statutory net profit achieved in 2024 in the amount of RON 770,544.72, as follows: allocation of RON 44,441.54 for the legal reserve and the amount of RON 726,103.18 for the distribution of Deferred Income.
- 3.** Approval **of the discharge of** the Company's directors for the activity carried out in the financial year 2024, based on the reports submitted.
- 4.** Presentation, review and approval **the Income and Expenditure Budget** for 2025.
- 5.** Approval **of the Remuneration Policy of** Green Tech International S.A., in accordance with the provisions of art. 106 of Law no. 24/2017.
- 6.** Approval of the date of **21.05.2025** as **the Registration Date**, according to art. 87 para. (1) of Law no. 24/2017.
- 7.** Approval of the date of **20.05.2025** as **the "ex date"**, according to art. 2 para. 2 letter l) of Regulation no. 5/2018.
- 8. Mandate** of the General Manager of the Company, Mr. Pitulea Horia, with the possibility of substitution, to: (i) conclude and/or sign, on behalf of the Company and/or the Company's shareholders: the resolutions of this Ordinary General

Meeting of Shareholders, any and all decisions, documents, applications, forms and applications adopted/prepared for the purpose or execution of the resolutions of this Ordinary General Meeting of Shareholders in relation to any natural or legal person, private or public and (ii) to carry out all legal formalities for the implementation, registration, publicity, enforceability, execution and publication of the adopted decisions.

#### **a) The right of shareholders to participate in the Ordinary General Meeting of Shareholders**

Only shareholders registered in the Register of Shareholders of the Company on the Reference Date, according to the legal provisions and the Articles of Association, **personally** (through the legal representatives) or **through a representative** (based on a special/general power of attorney or Declaration on own responsibility given by the custodian), with the legal restrictions or, before the OGMS, **by correspondence** (based on the Postal Ballot).

**The access and/or voting by correspondence** of the shareholders entitled to participate in the OGMS is allowed by simply proving their identity made, in the case of individual shareholders, with the identity document (identity card/ID card for Romanian citizens or, as the case may be, Passport/residence permit for foreign citizens) and, in the case of legal entities, with the identity document of the legal representative (identity card/identity card for Romanian citizens or, as the case may be, Passport/residence permit for foreign citizens).

**The representatives of the individual shareholders** will be identified on the basis of the identity document (identity card/ID card for Romanian citizens or, as the case may be, Passport/residence permit for foreign citizens), accompanied by the Special/General Power of Attorney signed by the individual shareholder or the Affidavit given by the custodian and signed by his legal representative.

**The representatives of the shareholders of legal entities** will prove their capacity based on the identity document (identity card/ID card for Romanian citizens or, as the case may be, Passport/residence permit for foreign citizens), accompanied by the special/general Power of Attorney signed by the legal representative of the respective legal entity or the Affidavit given by the custodian and signed by his legal representative.

**The quality of shareholder**, as well as, in the case of shareholders who are legal persons or entities without legal personality, the **quality of legal representative** is ascertained based on the list of **GREEN shareholders** from the Reference Date, received from Depozitarul Central S.A.

In the event that: a) the shareholders who are natural persons have not registered their valid and updated identification data in the system of the Central Depository S.A., then they will also present a copy of the updated identity document (identity card/passport/residence permit); b) the legal representative of the legal entity shareholders is not mentioned in the list of GREEN shareholders from the Reference Date received from Depozitarul Central S.A., then they will also present an official document attesting the quality of legal representative (proof issued by a competent authority, in original or true copy of the original, not older than 3 months before the date of publication of the OGMS convening notice).

Documents submitted in a foreign language other than English (except for identity documents valid on the territory of Romania) will be accompanied by a translation by an authorized translator, into Romanian or English.

Information regarding the General Powers of Attorney, Special Powers of Attorney, Postal Ballots and Affidavits are presented in item 1. c) - e) below.

#### **b) Documents related to and related to the agenda of the OGMS**

Starting with **28.03.2025**, the following documents can be downloaded from the Company's website [www.green-tech.energy](http://www.green-tech.energy), Investor Relations Section, or can be obtained, upon request, every working day, between 09:00 – 16:00, from the Company's headquarters or by mail:

- **OGMS convening notice** (available in Romanian and English);
- **Annual financial statements, Annual Report** of the Board of Directors, Proposal for the 2025 Income and Expenditure Budget, as well as the Proposal on profit **distribution**.
- **The Special Powers of Attorney forms** for the representation of shareholders in the OGMS, forms that will be updated if new items or proposals for resolutions are added to the agenda (available in Romanian and English);
- **The forms of Postal Ballots** for the participation and expression of the shareholders' vote in the OGMS, which will be updated if new items or proposals for resolutions are added to the agenda (available in Romanian and English);
- **Draft resolutions** for the items on the agenda of the OGMS.

Starting with **16.04.2025**, the following documents can be downloaded from the Company's website [www.green-tech.energy](http://www.green-tech.energy), Investor Relations Section, or can be obtained, upon request, from Monday to Friday, between 09:00 – 16:00, from the Company's headquarters, or by mail:

- **The updated Special Powers of Attorney forms** for the representation of shareholders in the OGMS, forms that will be updated if new items or proposals for resolutions are added to the agenda (available in Romanian and English);
- **The updated Postal Ballot forms** for the participation and voting of shareholders in the OGMS, which will be updated if new items or proposals for resolutions are added to the agenda (available in Romanian and English);
- **The remuneration policy** of Green Tech International S.A., in accordance with the provisions of art. 106 of Law no. 24/2017.

The revised agenda will be published according to the legal provisions by 16.04.2025.

#### **c) General powers of attorney**

For the validity of the mandate, the agent must have the quality of either intermediary (in accordance with the provisions of art. 2 para. (1) item (19) of Law no. 24/2017), or by a lawyer, and the shareholder is their client. Also, the representative must not be in a conflict of interest, such as:

- a) is the majority shareholder of GREEN or in another person controlled by that shareholder;
- b) is a member of an administrative or management body of GREEN, of a majority shareholder or of a person controlled by the respective shareholder;
- c) is an employee or auditor of the Company or of a majority shareholder or of a person controlled by that shareholder;
- d) is the spouse, relative or relative up to the fourth degree, including one of the natural persons provided above.

The representative cannot be replaced by another person. If the representative is a legal person, it may exercise its mandate through any person who is part of the administrative or management body or among its employees.

The Company does not impose a specific format for the General Power of Attorney.

Together with the General Power of Attorney, the shareholders shall submit to the Company the affidavit given by the legal representative of the intermediary or by the lawyer who received the power of attorney, signed in original and, as the case may be, stamped, which shall 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 lawyer;
- ii) the general power of attorney is signed by the shareholder, including by attaching an advanced electronic signature, if applicable.

The quality of shareholder, as well as, in the case of shareholders who are legal persons or entities without legal personality, the quality of legal representative is ascertained on the basis of the following documents submitted to the Company by the shareholder, issued by Depozitarul Central S.A. or by the participants defined in art. 2 para. (1) item 19 of Regulation (EU) no. 909/2014 of the European Parliament and of the Council of 23 July 2014 on improving securities settlement in the European Union and on central securities depositories and amending Directives 98/26/EC and 2014/65/EU and Regulation (EU) no. 236/2012, which provides custody services:

- the statement of account showing the quality of shareholder and the number of shares held;
- documents attesting the registration of the information regarding the legal representative at the Central Depository S.A. / the respective participants.

Documents submitted in a foreign language other than English (except for identity documents valid on the territory of Romania) will be accompanied by a translation by an authorized translator, into Romanian or English.

Before their first use, the General Powers of Attorney, accompanied by the related documents, will be submitted/sent, in copy, including the mention of compliance with the original under the signature of the representative, so that they will be registered as received at the Company's **registry until 27.04.2025, 11:00 a.m.** for OGMS, mentioning on the envelope in clear "*For the Ordinary General Meeting of Shareholders on 29/30.04.2025*". The general powers of attorney in certified copy will be retained by the Company, mentioning them in the minutes of the meeting. The general powers of attorney are valid for a period that may not exceed 3 years, if the parties have not expressly provided for a longer term.

The general powers of attorney, accompanied by the related documents, can also be sent by e-mail with an advanced electronic signature, according to Law no. 214/2024 on the use of the electronic signature, the time stamp and the provision of trust services based on them, as well as the ASF regulations, to the address [investors@green-tech.energy](mailto:investors@green-tech.energy) so that they are registered as received at the Company's registry **until 27.04.2025, 11:00 a.m.**, mentioning in the subject "*For the Ordinary General Meeting of Shareholders on 29/30.04.2025*".

The verification and validation of the General Powers of Attorney submitted to the Company will be done by the technical secretaries designated according to the law, who will keep the documents safe.

#### d) Special powers of attorney and postal ballots

The special powers of attorney and the Postal Ballots must have the updated format provided by the Company and contain specific instructions for each item on the agenda (i.e. "For" vote, "Against" vote, respectively "Abstention").

Voting by correspondence may be expressed by the Postal Ballot Paper and by the shareholder's representative, only if he/she:

- has received from the shareholder he represents a special/general power of attorney, which is submitted to the Company in the form provided by the legal regulations and the term specified in the convening notice or
- the representative is a credit institution that provides custody services, it may vote exclusively in accordance with and within the limits of the instructions received from its customers having the quality of shareholders on the Reference Date.

The quality of shareholder, as well as, in the case of shareholders who are legal persons or entities without legal personality, the quality of legal representative of the shareholders who are legal persons is ascertained based on the list of GREEN shareholders as of the Reference Date, received from Depozitarul Central S.A.

In the event that: a) the shareholders who are natural persons have not registered their valid and updated identification data in the system of the Central Depository S.A., then they will also present a copy of the updated identity document (identity card/identity card/passport/residence permit); b) the legal representative of the legal entity shareholders is not mentioned in the list of GREEN shareholders from the Reference Date received from Depozitarul Central S.A., then they will also present an official document attesting the quality of legal representative of the signatory of the Special Power of Attorney/Postal Ballot (proof issued by a competent authority, in original or true copy of the original, not older than 3 months before the date of publication of the OGMS convening notice).

Documents submitted in a foreign language other than English (except for identity documents valid on the territory of Romania) will be accompanied by a translation by an authorized translator, into Romanian or English.

For the items on the agenda of the OGMS, the Special Power of Attorney/Correspondence Ballot forms dedicated to these items, made available by the Company, will be used.

When filling in the Special Powers of Attorney/Postal Ballots, the shareholders or, as the case may be, the shareholders' representatives, are asked to take into account the possibility of supplementing the agenda of the OGMS with new items or proposals for resolutions, in which case the agenda will be completed and made available **starting with 16.04.2025**. In this case, the Special Powers of Attorney/Postal Ballots will be updated and made available by the methods shown in item b) **starting with 16.04.2025**.

Special powers of attorney and postal ballots can also be sent by e-mail with an advanced electronic signature, according to Law no. 214/2024 on the use of electronic signatures, time stamps and the provision of trust services based on them, as well as ASF regulations, to [investors@green-tech.energy](mailto:investors@green-tech.energy), as follows:

- for OGMS, the Special Power of Attorney / Postal Ballot Paper dedicated **to the items on the agenda**, completed by the shareholders or, as the case may be, by the shareholders' representatives, with their options ("For" vote, "Against"



vote or "Abstention Mention"), signed, with the advanced electronic signature attached, accompanied by the related documents, will be sent by e-mail, mentioning the subject *"For the Ordinary General Meeting of Shareholders on 29/30.04.2025"*, so that they are registered as received at the Company's registry **until 27.04.2025, 11:00 a.m.**;

Special powers of attorney and Postal Ballots that are not registered with the Company's registry by the above-mentioned deadlines will not be taken into account for determining the attendance and voting quorum in the OGMS.

The centralization, verification and keeping of the records of the Postal Ballots, as well as the verification and validation of the Special Powers of Attorney submitted to the Company shall be done by the technical secretaries designated according to the law, who shall keep the documents safe, as well as the confidentiality of the votes thus expressed, until the time of submitting to vote the corresponding topics related to the agenda.

After the OGMS, the shareholder or a third party designated by the shareholder may obtain from the Company, at least upon request, a confirmation that the votes have been validly counted and recorded by the Company. The request for such confirmation can be made within one month from the date of the vote. In this case, the Company will send the shareholder an electronic confirmation of registration and counting of votes, in accordance with the provisions of art. 97 paragraph (3) of Law no. 24/2017 and with those of art. 7 para. (2) of EC Regulation 1212/2018, in the format provided by table 7 of the Annex to EC Regulation 1212/2018.

#### **e) Affidavits**

If a shareholder is represented by a credit institution that provides custody services, it will be able to vote in the OGMS based on the voting instructions received by electronic means of communication, without the need for the shareholder to draw up a special or general Power of Attorney. The Custodian votes in the OGMS exclusively in accordance with and within the limits of the instructions received from its clients having the capacity of shareholders of the Company on the Reference Date.

The credit institution may participate and vote in the OGMS under the conditions in which it submits a Declaration on its own responsibility and which specifies:

- a) in clear, the name/name of the shareholder on whose behalf the credit institution participates and votes in the OGMS;
- b) the credit institution provides custody services for the respective shareholder;
- c) in clarity, the name of the person who is part of the administrative or management body or among the employees of the credit institution that will represent the credit institution in the OGMS.

Documents accompanying the Affidavit:

- an official document attesting the quality of legal representative of the signatory of the Affidavit (proof issued by a competent authority, in original or true copy of the original, not older than 3 months before the date of publication of the OGMS convener);
- a copy of the identity document of the person who is part of the management or management body or of the employees of the credit institution, named in the Affidavit, who will represent the credit institution in the OGMS.

Documents submitted in a foreign language other than English (except for identity documents valid on the territory of Romania) will be accompanied by a translation by an authorized translator, into Romanian or English.

The affidavit, signed by the legal representative of the credit institution, in original, accompanied by the related documents, will be submitted/sent, so that it will be registered as received at the Company's registry **office by 27.04.2025, 11:00 a.m. for the OGMS**, mentioning on the envelope in clear "*For the Ordinary General Meeting of Shareholders on 29/30.04.2025*".

Signed affidavits, accompanied by the related documents, can also be sent by e-mail with an advanced electronic signature, according to Law no. 214/2024 on the use of electronic signatures, timestamps and the provision of trust services based on them, as well as ASF regulations, at the address: [investors@green-tech.energy](mailto:investors@green-tech.energy), mentioning in the subject "*For the Ordinary General Meeting of Shareholders on 29/30.04.2025*", so that they will be registered as received at the Company's registry **until 27.04.2025, 11:00 a.m. for OGMS**.

The verification and validation of the Affidavits submitted to the Company will be done by the technical secretaries appointed according to the law, who will keep the documents safe.

After the OGMS, the credit institution may obtain from the Company, at least upon request, a confirmation that the votes have been validly counted and recorded by the Company. The request for such confirmation can be made within one month from the date of the vote. In this case, the Company shall send to the credit institution an electronic confirmation of registration and counting of votes, in accordance with the provisions of art. 97 para. (3) of Law no. 24/2017 and with those of art. 7 para. (2) of EC Regulation 1212/2018, in the format provided by table 7 of the Annex to EC Regulation 1212/2018.

**f) The right of shareholders to request the introduction of new items on the agenda and to submit draft resolutions for existing or proposed items to be included on the agenda**

The shareholders representing, individually or jointly, at least 5% of the Company's share capital, have the right, under the law, to request the introduction of **new items on the agenda** of the OGMS, as well as to submit draft resolutions for the items included or proposed to be included on their agenda, by registered letter with acknowledgement of receipt/courier, mentioning on the envelope in clear "*For the Ordinary General Meeting of Shareholders on 29/30.04.2025*", or can be sent by e-mail with the advanced electronic signature, according to Law no. 214/2024 on the use of the electronic signature, the time stamp and the provision of trust services based on them, as well as the ASF regulations, at the address: Bucharest, str. Sofia, no.5, 2nd floor, sector 1, mentioning in the subject "*For the Ordinary General Meeting of Shareholders on 29/30.04.2025*", so that they are registered as received at the Company's registry **until 11.04.2025, 18:00**. Each new point proposed must be accompanied by a justification or a draft decision proposed for the approval of the meeting.

**g) Shareholders' right to ask questions regarding the agenda**

Any interested shareholder has the right to ask questions regarding the items on the agenda of the OGMS; the questions will be sent in writing and will be submitted/sent by registered mail/courier, so that they will be registered as received at the Company's registry **until 17.04.2025, 18:00**, mentioning on the envelope in clear "*For the Ordinary General Meeting of Shareholders on 29/30.04.2025*" or can be sent by e-mail with an advanced electronic signature, according to Law no. 214/2024 on the use of the electronic signature, the time stamp and the provision of trust services based on them, as well as the ASF regulations, at the address: [investors@green-tech.energy](mailto:investors@green-tech.energy), mentioning in the subject "*For the Ordinary General Meeting of Shareholders of 29/30.04.2025*".

The answers will be available on the Company's website [www.green-tech.energy](http://www.green-tech.energy), *Investor Relations Section*, **starting with 24.04.2025**.

The right to ask questions and the Company's obligation to answer will be conditioned by the protection of the confidentiality and interests of the Company.

For the valid exercise of the rights mentioned in letters f) and g), the shareholders shall submit to the Company the following documents issued by Depozitarul Central S.A. or the participants defined in art. 2 para. (1) item 19 of Regulation (EU) no. 909/2014 of the European Parliament and of the Council of 23 July 2014 on improving securities settlement in the European Union and on central securities depositories and amending Directives 98/26/EC and 2014/65/EU and Regulation (EU) no. 236/2012, which provides custody services:

- the statement of account showing the quality of shareholder and the number of shares held;
- documents attesting the registration of the information regarding the legal representative at the Central Depository S.A. / the respective participants.

Documents submitted in a foreign language other than English (except for identity documents valid on the territory of Romania) will be accompanied by a translation by an authorized translator, into Romanian or English.

On the date of the convocation, the share capital of the Company is RON 7,992,112.8 and consists of 79,921,128 registered shares, dematerialized, with a nominal value of RON 0.1, each share giving the right to one vote in the General Meeting of Shareholders of the Company, except for those for which the voting right is suspended according to the law.

Additional information can be obtained at the Company's Headquarters every working day, between 9:00-16:00, by phone 0040-374454543 extension 132, as well as from the Company's website [www.green-tech.energy](http://www.green-tech.energy), Investor Relations Section.

**PRESIDENT OF THE BOARD OF DIRECTORS,**  
**Lars Alexander Haussmann**