

## CURRENT REPORT

In accordance with Law No. 24/2017 republished and Regulation No. 5/2018 of the Financial Supervisory Authority (ASF)

Date of the Report: **30.05.2025**

Name of issuing company: **TERAPLAST S.A.**

Registered office: **Sărățel village, Șieu-Măgheruș commune, 1 Teraplast Way, Bistrița-Năsăud county**

Telephone/Fax: **0263/238.202; 0263/231.221**

Trade Register Office Number: **J06/735/1992**

Tax Identification Number: **3094980**

Subscribed and paid-up share capital: **RON 240.120.035,80**

Regulated market for shares admitted to trading: **Bucharest Stock Exchange, standard category**

Stock symbol: **TRP**

**Significant events to report: Informative document on free share award to employees, management team members of Teraplast Group companies and executive directors of the Company**

TeraPlast SA informs the capital market that on the basis of the Extraordinary General Meeting No. 1 of 29.04.2025, a number of 2.868.497 TRP shares will be allocated to the personnel of the Teraplast Group, free of charge, within a stock option plan program.

Granting of free shares (within a *Stock Option Plan* program) is part of the remuneration scheme for employees, management team members of Teraplast Group companies and executive directors of the Company, as well as part of the loyalty strategy.

We note that the allocated shares, which are the subject of this report, are based on the 2023 performance.

The most important projects in 2023 implied significant involvement from the TeraPlast team and have influenced both the Group's performance and the variable component of the remuneration package.

Please find attached the Information Document prepared in accordance with the legislation in force.



**Information document on free share award to employees, management team members of Teraplast Group companies and executive directors of the Company amounting to 2.868.497 shares**

(Informative document according to Regulation (EU) 2017/1129 and

ASF Regulation no. 5/2018)

## **1. Responsible persons**

### **1.1. Name and position of the natural persons and name and registered office of the legal entities responsible for the information included in the presentation document:**

TERAPLAST S.A. – with the head office in Sărațel village, Șieu-Măgheruș commune, 1 Teraplast Way, Bistrița-Năsăud county, postal code 427301, tel/fax. 0374/461.529, 0263/231.221, registered with the Trade Register Office attached to Bistrita-Nasaud Court under no. J06/735/1992, VAT number 3094980, represented by Mr. Alexandru STÂNEAN – its CEO;

### **1.2. Statements of responsible persons mentioned in 1.1. from which it should result that the information included in the presentation document is, to the best of their knowledge, in accordance with reality:**

Having checked the content of this informative document, Teraplast SA represented by Alexandru Stănean – its CEO – accepts responsibility for the content thereof and confirms that, to the best of their knowledge, the information provided herein is in accordance with reality and does not contain any omission or false statement liable to significantly affect the content of the informative document.

## **2. Information on the issuer**

### **2.1. Name, registered office, VAT number and registration number in the Trade Register Office:**

*Name of issuer:* TERAPLAST S.A.;

*Issuer's address:* Sărațel village, Șieu-Măgheruș commune, 1 Teraplast Way, Bistrița-Năsăud county, postal code 427301;

*Company registration:* registered at the Trade Register Office attached to Bistrița-Năsăud Court under number J06/735/1992, with Tax Identification Number (VAT No.) RO 3094980;

### **2.2. Share capital:**

- subscribed and paid-up share capital: RON 240.120.035,80;

- number of issued shares: 2.401.200.358 shares;

- par value of one share: RON 0,10;

## **3. Information on offering or allotting shares to employees, management team members of Teraplast Group companies, directors and executives of the Company**

### **3.1. Decisional documents by which the offering or allotting shares to employees, management team members of Teraplast Group companies, directors and executive directors of the Company was decided:**



By the Board's Decision No. 15 of 31 May 2024, it was decided that a maximum number of 2.868.497 shares to be purchased under the Stock Option Plan to be offered for free to employees, management team members of Teraplast Group companies and executive directors of the Company, and the list of people who will benefit from the Stock Option Plan program was approved, as well as the eligibility criteria that must be met by them;

By the EGM [Romanian A.G.E.A.] Decision No. 1 of 29 April 2025 (filed and mentioned in the Trade Register pursuant to Resolution No. 387946 din 06.05.2025), the acquisition by Teraplast S.A., through a repurchase program carried out through transactions on the BVB regulated market was approved, in accordance with the applicable legal provisions, of a maximum of 2.868.497 own shares with a nominal value of 0,1 lei/share at a minimum price equal to the BVB market price at the time of the acquisition and a maximum price equal to the higher of the price of the last independent transaction and the highest price at the respective time of the independent purchase offer on the BVB, which shall not exceed 1 leu/share, for a period of maximum 18 months from the date of registration of the EGM Decision in the Trade Register, the own shares thus acquired to be offered within the framework of a stock option plan program, in order to implement a remuneration system for employees, management team members of Teraplast Group companies and executive directors of the Company, which should ensure compliance with the principle of long-term performance and an Employee Loyalty program ("*SOP*"), and granting a mandate to the Board of Directors to implement this decision;

Within the Stock Option Plan, the Company has bought back until the date of this document a number of 2.868.497 shares, which will be distributed in accordance with the Board's Decision no. 16 dated 30 May 2025 for free to employees, management team members of Teraplast Group companies and executive directors of the Company ("*SOP beneficiaries*") who meet the eligibility conditions for the Stock Option Plan program, in the amount determined by applying the eligibility criteria.

The transfer of the ownership over the shares from the Company to the SOP beneficiaries shall happen after this document and the transfer-related documents are sent to the Central Depository according to the applicable laws.

*In case we deal with a share capital increase – **Not applicable***

### **3.2. Describing the share capital increase:**

- reason for the share capital increase;
- the amount the share capital increase was decided for;
- number of shares issued for the share capital increase;
- number of shares offered to the current of former executive team member or employees.

***Not applicable***



### ***3.3. Describing the operation: the reason for offering the shares, total number of offered shares, number of securities offered individually by types of investors***

The operation consists in the acquisition by the company of its own shares, with the aim of allocating a number of 2.868.497 shares (symbol TRP) in order to implement a remuneration system for employees, management team members of Teraplast Group companies and executive directors of the Company, which should ensure the compliance with the principle of long-term performance reward and provide an employee loyalty programme.

Pursuant to the Board's Decision No. 15 of 31 May 2024 and the Board's Decision No. 16 of 30 May 2025, a number of maximum 2.868.497 shares shall be freely distributed to employees, management team members of Teraplast Group companies and executive directors of the Company.

We note that the allocated shares, which are the subject of this report, are based on the 2023 performance.

The most important projects in 2023 implied significant involvement from the TeraPlast team and have influenced both the Group's performance and the variable component of the remuneration package.

### ***3.4. Describing the type and category of securities offered or allotted***

The securities offered are dematerialised nominative shares, traded in the Standard category on the Bucharest Stock Exchange, stock symbol TRP.

### ***3.5. Period for share subscription:***

The transfer of the ownership right over the shares from the company to employees, management team members of Teraplast Group companies and executive directors of the Company shall happen after this document and the transfer-related documents are sent, according to the applicable laws, to the Central Depository.

### ***3.6. Subscription price***

By the Board's Decision No. 15 of 31 May 2024 and the Board's Decision No. 16 of 30 May 2025 it was decided to allocate the 2.868.497 shares for free to the employees, management team members of Teraplast Group companies and executive directors of the Company within the limit determined by the application the eligibility criteria related to the Stock Option Plan.

### ***3.7. Intermediary helping the issuer to draw up the presentation document***

***Not applicable***

### ***3.8. Any other information considered important by the issuer or the A.S.F.***

In accordance with the Regulation (EU) 2017/1129, Article 1 paragraph 4 (i), "the obligation to draw up and publish a prospectus shall not apply to the admission to trading on a regulated market of any of the following: [...] securities offered, allotted or to be allotted to existing or former directors or employees by their employer or by an affiliated undertaking provided that a document is made available containing information on the number and nature of the securities and the reasons for and details of the offer or allotment;"

Issuer:

**TERAPLAST SA**

ALEXANDRU STÂNEAN, CEO



**For further information please contact us at**

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