

CURRENT REPORT

In accordance with Law No. 24/2017 on issuers of financial instruments and market operations (republished) and Regulation No. 5/2018 of the Financial Supervisory Authority (FSA)

Date of report: **April 29, 2026**

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

Registered office: **Saratel village, Sieu-Magherus commune, 1 Teraplast Way, Bistrita-Nasaud 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: **300.150.044,80 lei**

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

Stock symbol: **TRP**

Significant events to report:

On April 29, 2026, starting with 10:30 AM, respectively 11:15 AM, at Company's headquarters, as well as by participation by electronic means, took place the Ordinary and Extraordinary General Meetings of Shareholders, which were legally and statutory constituted at first convocation.

In order to ensure a complete and correct information of shareholders and potential investors, we reproduce the content of the resolutions of the Ordinary and Extraordinary General Meeting of Shareholders of the Company TERAPLAST S.A:

RESOLUTION no. 1 dated 29.04.2026

of the Ordinary General Meeting of Shareholders of TERAPLAST S.A.

In pursuance of art. 111 and the following of Companies Law 31/1990 as amended to date, of the Articles of Association of TERAPLAST S.A. (the "**Company**"), of Law no. 24/2017, and the ASF Regulation no. 5/2018, the Ordinary General Meeting of Shareholders ("**OGMS**") of the Company, headquartered in village Sărățel, commune Șieu-Magheruș, 1 Teraplast Way, Bistrita-Nasaud County, registered at the Trade Register under no. J06/735/1992, VAT no. 3094980, legally and statutorily held on April 29, 2026, at the Company's headquarters, as well as by participating by electronic means, in the personal presence, by representative as well as by expressing votes by correspondence, in quorum, at the opening of the meeting at 10:30 (Romania time), of **74,180046%** (respectively 2.226.511.785 voting rights) of the total of 3.001.496.925 voting rights corresponding to the 3.001.500.448 shares issued by TERAPLAST S.A.,

DECIDES

On the items of the agenda as follows:

1. Approves the individual financial statements for the financial year 2025, based on the Report of the Company's Board of Directors and the financial auditor's Report.

Structure of the vote: with a number of 2.225.372.172 validly expressed votes for this item of the agenda, corresponding to a number of de 2.225.372.172 shares representing 74,141990% of the Company's share capital, Item 1 of the agenda has been approved as follows: 2.221.029.597 votes for, representing 99,804861% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 4.342.575 votes against, representing 0,195139% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 1.078.900 abstentions.

2. Approves the consolidated financial statements for the financial year 2025, based on the Company's Board of Directors Report and the financial auditor's Report.

Structure of the vote: with a number of 2.225.384.547 validly expressed votes for this item of the agenda, corresponding to a number of 2.225.384.547 shares representing 74,142403% of the Company's share capital, Item 2 of the agenda has been approved as follows: 2.221.029.597 votes for, representing 99,804306% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 4.354.950 votes against, representing 0,195694% of the votes

expressed by the shareholders who were present, represented or who voted by correspondence; 1.066.525 abstentions.

3. Approves the Annual Report for the financial year ending 31 December 2025.

Structure of the vote: with a number of 2.225.422.720 validly expressed votes for this item of the agenda, corresponding to a number of 2.225.422.720 shares representing 74,143674% of the Company's share capital, Item 3 of the agenda has been approved as follows: 2.221.080.145 votes for, representing 99,804865% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 4.342.575 votes against, representing 0,195135% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 1.078.900 abstentions.

4. Approves the proposed allocation of the net profit for the 2025 financial year, in the amount of 29,678,161.04 lei, as follows:

- **Legal reserves: 1,774,694.60 lei;**
- **Dividend distribution, in the amount of 5,102,544.78 lei, with the proposed gross dividend being 0.0017 lei/share*, to be paid on June 5, 2026 (Payment Date);**
- **Retained earnings: 22,800,921.66 lei.**

** In calculating the gross dividend per share, the number of shares issued by the Company was taken into account, from which 3,523 shares were deducted as they entered into the Company's account (following the application of the algorithm and rounding of the results down to the nearest whole number as a result of processing the share capital increase, carried out pursuant to EGMS Resolution No. 1/April 29, 2025) and which the Company holds as of the date hereof, taking into account that treasury shares do not entitle the holder to dividends or other rights.*

Structure of the vote: with a number of 2.225.478.069 validly expressed votes for this item of the agenda, corresponding to a number of 2.225.478.069 shares representing 74,145518% of the Company's share capital, Item 4 of the agenda has been approved as follows: 2.220.195.147 votes for, representing 99,762616% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 5.282.922 votes against, representing 0,237384% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 46.194 abstentions.

5. Approves the updated Remuneration Policy.

Structure of the vote: with a number of 2.224.292.694 validly expressed votes for this item of the agenda, corresponding to a number of 2.224.292.694 shares representing 74,106026% of the Company's share capital, Item 5 of the agenda has been approved as follows: 2.092.011.707 votes for, representing 94,052897% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 132.280.987 votes against, representing 5,947103% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 1.231.569 abstentions.

6. Approves the Remuneration Report of the Board of Directors members and executive managers of the Company for the year 2025, subject to the consultative vote of the OGMS.

Structure of the vote: with a number of 2.224.189.780 validly expressed votes for this item of the agenda, corresponding to a number of 2.224.189.780 shares representing 74,102597% of the Company's share capital, Item 6 of the agenda has been approved as follows: 2.030.336.488 votes for, representing 91,284319% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 193.853.292 votes against, representing 8,715681% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 1.305.229 abstentions.

7. Approves the discharge of the directors for the financial year 2025.

Structure of the vote: with a number of 813.010.422 validly expressed votes for this item of the agenda, corresponding to a number of 813.010.422 shares representing 27,086800% of the Company's share capital, Item 7 of the agenda has been approved as follows: 808.657.641 votes for, representing 99,464609% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 4.352.781 votes against, representing 0,535391% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 1.412.218.906 abstentions.

Of the 1.412.218.906 abstentions, 1.411.577.928 are given by the company's directors who also have the quality of shareholders.

8. Approves the Income and Expenses Budget for the financial year 2026.

Structure of the vote: with a number of 2.196.991.169 validly expressed votes for this item of the agenda, corresponding to a number of 2.196.991.169 shares representing 73,196430% of the

Company's share capital, Item 8 of the agenda has been approved as follows: 2.192.651.169 votes for, representing 99,802457% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 4.340.000 votes against, representing 0,197543% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 28.533.094 abstentions.

9. Approves the Investment Programme for the financial year 2026.

Structure of the vote: with a number of 2.225.165.522 validly expressed votes for this item of the agenda, corresponding to a number of 2.225.165.522 shares representing 74,135105% of the Company's share capital, Item 8 of the agenda has been approved as follows: 2.220.813.147 votes for, representing 99,804402% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 4.352.375 votes against, representing 0,195598% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 292.947 abstentions.

10. Approves the proposal regarding the level of compensation for members of the Board of Directors for the current year and the overall limit on additional compensation for members of the Board of Directors, as follows:

- 1. Net compensation of 3,000 euros/month;**
- 2. Remuneration for participation in the Consultative Committees of the Board of Directors:**
 - Chairman of the Consultative Committee: 800 euros net/month;**
 - Members of the Consultative Committees: 400 euros net/month.**

The total monthly compensation for a member of the Board of Directors may not exceed 5,000 euros and may not be paid in the form of shares.

Structure of the vote: with a number of 2.224.218.796 validly expressed votes for this item of the agenda, corresponding to a number of 2.224.218.796 shares representing 74,103564% of the Company's share capital, Item 10 of the agenda has been approved as follows: 2.108.388.374 votes for, representing 94,792310% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 115.830.422 votes against, representing 5,207690% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 1.233.058 abstentions.

11. Approves the appointment of DELOITTE AUDIT S.R.L. as the Company's financial auditor for the audit of its financial statements, for a term of one year from the date of approval of the OGMS resolution, with a remuneration of 121,200 euros per year.

Structure of the vote: with a number of 2.220.596.855 validly expressed votes for this item of the agenda, corresponding to a number of 2.220.596.855 shares representing 73,982893% of the Company's share capital, Item 11 of the agenda has been approved as follows: 2.138.434.007 votes for, representing 96,299966% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 82.162.848 votes against, representing 3,700034% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 4.854.999 abstentions.

12. Approves the appointment of DELOITTE AUDIT S.R.L. as the Company's auditor for the purpose of providing assurance services regarding the sustainability report/sustainability statement, for a term of one year from the date of approval of the OGMS resolution, with a fee of 32,000 euros per year.

Structure of the vote: with a number of 2.220.597.080 validly expressed votes for this item of the agenda, corresponding to a number of 2.220.597.080 shares representing 73,982900% of the Company's share capital, Item 12 of the agenda has been approved as follows: 2.138.434.232 votes for, representing 96,299966% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 82.162.848 votes against, representing 3,700034% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 4.854.774 abstentions.

13. Approves May 18, 2026 as Record Date (the date used to identify the shareholders on whom the effects of the resolutions adopted by the Ordinary General Meeting of Shareholders will be reflected) and May 15, 2026 as "ex date" (the date prior to the record date on which the financial instruments subject to the resolutions of the company bodies are traded without the rights deriving from the resolution).

Structure of the vote: with a number of 2.221.044.931 validly expressed votes for this item of the agenda, corresponding to a number of 2.221.044.931 shares representing 73,997821% of the Company's share capital, Item 13 of the agenda has been approved as follows: 2.221.017.715 votes for, representing 99,998775% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 27.216 votes against, representing 0,001225% of the votes

expressed by the shareholders who were present, represented or who voted by correspondence; 4.406.923 abstentions.

14. Appointing the Board of Directors to implement the resolutions adopted by the Ordinary General Meeting of Shareholders.

Structure of the vote: with a number of 2.225.384.525 validly expressed votes for this item of the agenda, corresponding to a number of 2.225.384.525 shares representing 74,142402% of the Company's share capital, Item 14 of the agenda has been approved as follows: 2.221.029.575 votes for, representing 99,804306% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 4.354.950 votes against, representing 0,195694% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 67.329 abstentions.

15. Appointing the Chairman of the Ordinary General Meeting of the Shareholders of Teraplast S.A. to sign, in the name and on behalf of all the shareholders present at the meeting, the OGMS Resolution.

Structure of the vote: with a number of 2.225.384.931 validly expressed votes for this item of the agenda, corresponding to a number of 2.225.384.931 shares representing 74,142415% of the Company's share capital, Item 15 of the agenda has been approved as follows: 2.221.029.575 votes for, representing 99,804288% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 4.355.356 votes against, representing 0,195712% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 66.923 abstentions.

16. Appointing the company's legal advisor, Mrs Kinga Vaida, to carry out all formalities regarding the registration of the OGMS Resolution at the Trade Register Office attached to Bistrița-Năsăud Court and its publication in the Official Journal of Romania, Part IV.

Structure of the vote: with a number of 2.220.970.880 validly expressed votes for this item of the agenda, corresponding to a number of 2.220.970.880 shares representing 73,995354% of the Company's share capital, Item 16 of the agenda has been approved as follows: 2.220.952.866 votes for, representing 99,999189% of the votes expressed by the shareholders who were present, represented or who voted by correspondence; 18.014 votes against, representing 0,000811% of the

votes expressed by the shareholders who were present, represented or who voted by correspondence; 4.478.173 abstentions.



RESOLUTION no. 1 dated 29.04.2026
of the Extraordinary General Meeting of Shareholders of TERAPLAST S.A.

In pursuance of art. 113 and the following of Companies Law 31/1990 as amended to date, of the Articles of Association of TERAPLAST S.A. (the "**Company**"), of Law no. 24/2017, and the ASF Regulation no. 5/2018, the Extraordinary General Meeting of Shareholders ("**EGMS**") of the Company, headquartered in village Sărățel, commune Șieu-Măgheruș, 1 Teraplast Way, registered at the Trade Register under no. J06/735/1992, VAT no. 3094980, legally and statutorily held on April 29, 2026, at the Company's headquarters, as well as by participating by electronic means, in the personal presence, by representative as well as by expressing votes by correspondence, in quorum, at the opening of the meeting at 11:15 (Romania time), of **74,085692%** (respectively 2.223.679.772 voting rights) of the total 3.001.496.925 voting rights corresponding to the 3.001.500.448 shares issued by TERAPLAST S.A.,

DECIDES

On the items of the agenda as follows:

1. Approves the maximum limit of indebtedness the company may contract during the period 29.04.2026 – 29.04.2027, in the amount of max. 350,000,000 lei and approves the guarantee for the credit and/or lease agreements to be accessed within the set limit, by real estate collaterals/securities, assignment of present and future debt rights, assignments related to current and future availabilities resulting from current accounts, and assignments of rights resulting from insurance policies.

Voting structure: With a participation of 2.223.679.772 voting rights for this item on the agenda, corresponding to a number of 2.223.679.772 shares representing 74,085605% of the Company's share capital, Item 1 of the agenda has been approved as follows: 1.776.182.688 votes for, representing 79,875831% of the votes held by the shareholders who were present or represented or who voted by correspondence; 442.834.785 votes against, representing 19,914503% of the votes held by the

shareholders who were present or represented or who voted by correspondence; 4.662.299 abstentions; 0 unexpressed votes.

2. Approves to increase the maximum limit of indebtedness, set out at item 1 above, which the Company may contract during the period 29.04.2026 – 29.04.2027 by 200,000,000 lei, to be used (if that should be the case) only to secure the loans of subsidiaries and approves the guarantee for the credit and/or lease agreements to be accessed by the subsidiaries, within the set limit, by real estate collaterals/securities, assignment of present and future debt rights, assignments related to current and future cash availabilities arising from current accounts and assignments of rights arising from insurance policies.

Voting structure: With a participation of 2.223.679.772 voting rights for this item on the agenda, corresponding to a number of 2.223.679.772 shares representing 74,085605% of the Company's share capital, Item 2 of the agenda has been approved as follows: 2.107.900.463 votes for, representing 94,793346% of the votes held by the shareholders who were present or represented or who voted by correspondence; 115.455.987 votes against, representing 5,192114% of the votes held by the shareholders who were present or represented or who voted by correspondence; 323.248 abstentions; 74 unexpressed votes.

3. Appointing the Board of Directors to carry out, up to the maximum approved limit of indebtedness, for and on behalf of the Company, all actions and steps required or useful in order to fulfil what has been approved according to items 1 and 2 above. In this respect, the Board of Directors shall issue decisions on:

- access to bank loans, signing loan/lease agreements, extending the accessed bank credit/leasing agreements, establishing the structure of guarantees related to loan/lease agreements accessed or extended, restructuring/new maturity dates for the granted loans, changing the structure of guarantees of outstanding loans, authorising the persons who will sign for and on behalf of TERAPLAST S.A. the loan/lease agreements/guarantee agreements/addenda to the loan/lease agreements, as well as any other documents or instruments that are ancillary, related or referred to in the loan/lease agreements, guarantee agreements or any other documents, and to sign any other forms, applications that may be necessary or useful in connection with such bank transactions.
- guaranteeing the access by company's subsidiaries to bank loans and/or loan/lease agreements, establishing/changing the structure of the related guarantees, authorising the persons who will sign for and on behalf of TERAPLAST S.A. the guarantee contracts/ addenda, as well as any

other documents or instruments that are ancillary, related to or referred to in the guarantee agreements, and to sign any other forms, applications that may be necessary or useful in connection with such transactions.

Voting structure: With a participation of 2.223.679.772 voting rights for this item on the agenda, corresponding to a number of 2.223.679.772 shares representing 74,085605% of the Company's share capital, Item 3 of the agenda has been approved as follows: 2.136.508.975 votes for, representing 96,079885% of the votes held by the shareholders who were present or represented or who voted by correspondence; 86.912.832 votes against, representing 3,908514% of the votes held by the shareholders who were present or represented or who voted by correspondence; 257.891 abstentions; 74 unexpressed votes.

4. Authorise the acquisition by Teraplast S.A., through a buyback programme carried out through transactions on the BVB regulated market, in accordance with the applicable legal provisions, of a maximum number of 2,111,908 own shares with a nominal value of RON 0.1/share at a minimum price equal to the market price on the BVB 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 RON 1,00/share, for a period of maximum 18 months from the date of registration of the EGMS resolution in the Trade Register. The own shares thus acquired will be offered under the stock option plan ("SOP") programme, based on the remuneration scheme for employees, members of the management of Teraplast Group companies and executive managers of the Company, which reinforces compliance with the principle of long-term performance and promotes employee loyalty.

The nominal value of the own shares thus repurchased may not, together with any other own shares held by Teraplast S.A., exceed the threshold of 10% of the subscribed share capital of Teraplast S.A.

The payment of the repurchased shares shall be made out of the distributable profit or available company reserves, as entered in the last approved annual financial statement, with the exception of legal reserves, as provided in Art. 103 (1) of Law 31/1990, updated.

Voting structure: With a participation of 2.223.679.772 voting rights for this item on the agenda, corresponding to a number of 2.223.679.772 shares representing 74,085605% of the Company's share capital, Item 4 of the agenda has been approved as follows: 2.155.533.069 votes for, representing 96,935408% of the votes held by the shareholders who were present or represented or who voted

by correspondence; 67.946.492 votes against, representing 3,055588% of the votes held by the shareholders who were present or represented or who voted by correspondence; 200.211 abstentions; 0 unexpressed votes.

5. Appointing the Company's Board of Directors to put into practice and carry out the resolution to repurchase shares in accordance with item 4 on the EGMS agenda, as well as to implement the SOP programme.

Voting structure: With a participation of 2.223.679.772 voting rights for this item on the agenda, corresponding to a number of 2.223.679.772 shares representing 74,085605% of the Company's share capital, Item 5 of the agenda has been approved as follows: 2.156.763.287 votes for, representing 96,990732% of the votes held by the shareholders who were present or represented or who voted by correspondence; 66.716.274 votes against, representing 3,000264% of the votes held by the shareholders who were present or represented or who voted by correspondence; 200.211 abstentions; 0 unexpressed votes.

6. Appointing the Chairman of the Extraordinary General Meeting of Shareholders to sign the EGMS Resolution for and on behalf of all attending shareholders.

Voting structure: With a participation of 2.223.679.772 voting rights for this item on the agenda, corresponding to a number of 2.223.679.772 shares representing 74,085605% of the Company's share capital, Item 6 of the agenda has been approved as follows: 2.219.247.778 votes for, representing 99,800691% of the votes held by the shareholders who were present or represented or who voted by correspondence; 4.364.591 votes against, representing 0,196278% of the votes held by the shareholders who were present or represented or who voted by correspondence; 67.329 abstentions; 74 unexpressed votes.

7. Appointing the Company's legal counsel, Mrs Kinga Vaida, to carry out all formalities concerning the EGMS Resolution recording with the Trade Register Office of the Bistrița-Năsăud Court and its publication in the Official Gazette of Romania, Part IV.

Voting structure: With a participation of 2.223.679.772 voting rights for this item on the agenda, corresponding to a number of 2.223.679.772 shares representing 74,085605% of the Company's share capital, Item 7 of the agenda has been approved as follows: 2.218.105.419 votes for, representing 99,749319% of the votes held by the shareholders who were present or represented or who voted by

correspondence; 4.355.356 votes against, representing 0,195863% of the votes held by the shareholders who were present or represented or who voted by correspondence; 66.923 abstentions; 1.152.074 unexpressed votes.

**Chairman of the meeting,
Alexandru Stănean**

For further information please contact us at

e-mail: investor.relations@teraplast.ro or by phone at +40 741 270 439 – Contact person: Alexandra Herișanu.