

MATERIALS FOR THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS AS OF 18/19 JULY 2023

3 a) Approval of the amendment of the company's ARTICLES OF INCORPORATION, CHAPTER II "SCOPE OF ACTIVITY OF THE COMPANY" will be supplemented with : , "Production of electricity" - NACE CODE 3511.

b) Authorisation of the activity of production of electricity.

In view of the Investment Programme approved by the Extraordinary General Meeting of Shareholders as of 07 April 2023 for the period 2023 - 2025 (inclusive) comprising, "Implementation of measures to improve energy efficiency including investments in renewable sources for self-consumption", the management of the company has decided to start a project for the construction of a Photovoltaic Power Plant for the partial supply of electricity for self-consumption.

Self-consumption refers to the energy produced, delivered and used locally by the company and representing at least 70% of the production of the photovoltaic plant in one year.

The installed capacity will be determined on the basis of the available surface area established by the designer, which will allow the installation of a capacity of up to 1 MW or more.

For the construction of the photovoltaic plant, the necessary steps are to be completed, i.e. design, implementation, commissioning until authorisation, maintenance and preventive monitoring.

As far as financing is concerned, the company could partially benefit from the State aid scheme according to the Order of the Ministry of Agriculture and Rural Development No. 70/12.05.2023.

If the company does not receive funding from European sources, it will use its own or attracted sources within the limit of the amounts provided for in the investment programme approved by the Extraordinary General Meeting of Shareholders as of 7 April 2023.

The State aid scheme to support investment in new capacity for the production of electricity from renewable sources for self-consumption by enterprises in the agricultural sector and the food industry provides that, at the time of contracting, the applicant must have registered and authorised in its articles of association, as its main or secondary scope of activity, the activity of producing electricity in Division 35; "Production and supply of electricity, gas, heat, hot water and air conditioning", NACE Class 3511 - Production of electricity.

If the project meets the eligibility conditions in the competitive bidding procedure, the amount of State aid is 100% of the eligible costs but the scoring grid favours applicants requesting the lowest value/MW installed given the ceilings:

- 1.000.000 EURO/MW - for capacities up to 1MW (inclusive)
- 500.000 EURO/MW - for installed capacities above 1 MW.

BERMAS must demonstrate the technical and financial capacity to support the project activities in this variant.

As mentioned above, if the company will not benefit from financing from European sources, it will secure financing from its own or attracted sources within the limit of the amounts provided for in the investment programme.

Therefore, we request the shareholders of the company to approve the supplementation of the Scope of Activity with “Production of electricity in the NACE class 3511” and the authorisation of this activity.

4 Authorisation of activities under NACE code 4399 Other special construction works n.e.c. included in the company’s scope of activity.

In view of the fact that the general activity of the company also includes ancillary activities for the maintenance of machinery, installations, protection and maintenance of buildings and premises of the company, for carrying out routine maintenance and repair work, routine and major overhauls of production departments machinery, etc., authorisation is required for the works covered by NACE code 4399 Other special construction works n.e.c. as follows:

- specialised construction activities in a field common to different types of structures, requiring specialised skills or equipment:
- construction of foundations, including fixing of piles
- insulation work against damp and waterproofing
- removal of damp from buildings
- drilling water wells
- elevation of structural steel elements manufactured by third parties
- shaping of steel
- brick and stone laying
- lifting and dismantling of scaffolding and work platforms, excluding the hiring out of scaffolding and work platforms
- erection of chimneys and industrial furnaces
- work with special requirements requiring climbing skills and use of special equipment, for example working at height on tall structures
- underground work
- construction of above-ground swimming pools
- cleaning buildings outside with steam, sandblasting and similar methods
- rental of general-purpose construction cranes and equipment with operators.

It is therefore submitted for shareholders’ approval to authorise these works.

*CHAIRMAN OF THE BOARD OF DIRECTORS,
Ec. ANISOI ELENA*