

FORMA

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CONVENING NOTICE COMPLETED of the Extraordinary General Meeting of Shareholders FORMA S.A. Botosani

The Board of Directors of FORMA S.A. (the Company), with headquarters in Botoșani, Calea Națională No. 32, Floor-1, Room-3, Botoșani county, registered at the Register of the Trade Office next to the Botoșani Court under no. J07/75/1991, Unique registration code: 611977, tax attribute RO, subscribed and fully paid-up capital: 1,075,511.4 lei, met at the meeting of **26.09.2022**

Given that:

A. On 16.09.2022 it was published in the Official Gazette no. 3928, Part IV, the convener for the Extraordinary General Meeting of the Company's Shareholders, meeting convened for October 19, 2022 (first convocation), respectively October 20, 2022 (second convocation); and

B. ACTION CONSTRUCTION EQUIPMENT LIMITED, as a shareholder holding 829,982 shares representing 89.5183% of the subscribed share capital of the Company, *requested the Board of Directors to complete the AGEA agenda (as this term is defined below) with a new item ;*

Pursuant to art. 117¹ of Law no. 31/1990 regarding companies, republished, with subsequent amendments and additions ("Companies Law"), Law no. 24/2017 regarding issuers of financial instruments and market operations, with subsequent amendments and additions ("Law no. 24/2017"), Regulation no. 5/2018 regarding issuers of financial instruments and market operations, with subsequent amendments and additions ("Regulation no. 5/2018") and the Company's articles of incorporation ("Article of Incorporation"), decided,

COMPLETE THE AGENDA AS

Extraordinary General Meeting of the Company's Shareholders ("EGMS") for 19.10.2022, 10:00 a.m., at the address Botoșani, Calea Națională No. 32, Floor-1, Room-3, Botoșani county, to which they will have the right to participate and vote only persons registered as shareholders in the shareholder register (held by Depozitarul Central S.A.) at the end of **10.10.2022**, established as the reference date ("Reference Date"). **In case of failure to meet the valid quorum at the first convocation, a second meeting of the AGEA will take place on 20.10.2022, at 10:00, in the same place and with the same agenda and having the same Reference Date.**

The completion concerns the introduction of the following point in the agenda:

"Establishing the date of 11.11.2022 as the registration date (10.11.2022 as ex-date) for the identification of the shareholders on whom the effects of the decisions adopted by the AGEA will be

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reflected, in accordance with the provisions of art. 87 para. (1) from Law no. 24/2017 regarding issuers of financial instruments and market operations, republished."

The point mentioned above will be inserted after point 6 on the initial agenda of the AGEA and will have number 7 on the completed agenda, resulting in the following

AGENDA

1. Approval of the voluntary dissolution and liquidation of S.C. S.A. form, in accordance with the provisions of ar. 227 para. 1 lit. (d) from Law 31/1990 republished, with subsequent amendments and additions. with the appointment of a liquidator.
2. Approval of the appointment of the liquidator - **Individual Insolvency Cabinet IONICEANU MIHAELA**, with headquarters in Hiliseu-Horia commune, loc. Iezer, no. 45, Botosani county, registered in the Registry of Organizational Forms of the National Union of Insolvency Practitioners in Romania, under registration number RFOI - 3640 dated 24.09.2015, with fiscal registration code 35148787. The firm is represented through Ioniceanu Mihaela - insolvency practitioner, this will ensure the realization of all services/stages of dissolution/liquidation, with the application and observance of the provisions provided by Law 31/1990 republished, with subsequent amendments and additions, in accordance with Financial Offer number 238 dated 12.09.2022, registered in the records of the S.C. FORMA S.A. with number 070 dated 12.09.2022, the fee that will be paid to the liquidator - Individual Insolvency Cabinet IONICEANU MIHAELA will be in the amount of 4000 Euros - without VAT.

The mandate of the company's administrators will end on the date of registration at the Trade Registry Office of the act appointing the liquidator and the specimen of her signature.
3. Approval of the distribution to all shareholders of a part of the company's social patrimony/assets, in proportional to the share of each of them in the social capital.
4. Establishing the date of 31.10.2022 as the registration date for the identification of the shareholders (30.10.2022 as *ex-date*) to identify the shareholders on whom the effects of the decisions adopted by the AGEA will be reflected, in accordance with the provisions of art. 87 para. (1) from Law no. 24/2017 regarding issuers of financial instruments and market operations, republished.
5. Approval of the mandate of Mr. Raju Kashyap, Indian citizen, having position of Executiv Director, with permanent residence in Romania/Botosani, with the right of substitution, for signing the AGEA decision, in the name and on behalf of all shareholders present at the Meeting, as well as for the fulfillment of all procedures and the necessary formalities in order to submit the AGEA Decision to the Trade Registry Office next to the Botosani Court for its publication in the Official Gazette of Romania, part IV.
6. Approval of the mandate of Mr. Raju Kashyap to sign the contract with the liquidator – Cabinet Individual De Insolventa IONICEANU MIHAELA, under the conditions of point 2 above.

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7. Establishing the date of 11.11.2022 as the registration date (10.11.2022 as ex-date) to identify the shareholders on whom the effects of the decisions adopted by the AGEA will be reflected, in accordance with the provisions of art. 87 para. (1) from Law no. 24/2017 regarding issuers of financial instruments and market operations, republished

General information regarding the General Meeting of Shareholders

On the date of the convocation EGMS of SC FORMA S.A. Botoșani, the Company's share capital is 1,075,511.4 lei divided into 927,165 registered, common, dematerialized shares with a nominal value of 1,1600 lei/share, each share giving the right to 1 (one) vote in the meetings of the General Meeting of Shareholders.

Shareholders' rights regarding the EGMS

Starting from 19.09.2022 and until the date set for the EGMS meeting, shareholders can obtain, at the correspondence and meeting address of the EGMS mentioned in the convenor's preamble or on its website www.forma-romania.ro, the documents regarding the holding meetings of the General Assembly, respectively: the convenor of the General Assembly, the total number of issued shares and voting rights on the date of the convocation, the draft resolutions proposed for the approval of the General Assembly, the documents related to the items on the agenda of the Assembly, the special power of attorney and voting forms correspondence, financial statements.

One or more shareholders registered in the Register of Shareholders on the reference date, representing, individually or together, at least 5% of the share capital, may submit requests to the Company for the introduction of new items on the agenda, provided that each item is accompanied by a justification or a draft decision proposed for adoption, as well as draft decisions for the items included or proposed to be included on the agenda, **by 24:00 on the 15th day at the latest, calculated starting from the first day after the publication of the notice in the Official Gazette.**

Applications can be submitted by courier to the correspondence address and meeting address of the EGMS in Botoșani, Calea Națională No. 32, Floor 1, Room 3, Botoșani county or by e-mail to office@forma-romania.ro, will be accompanied by a copy of the identity document, in the case of natural person shareholders, respectively, a copy of the identity document of the representative/mandate, the ascertaining certificate issued by the commercial register no later than 30 days before the publication of the EGMS convenor, in the case of legal entity shareholders. Requests sent by e-mail will carry the extended electronic signature incorporated according to Law no. 455/2001. Regardless of the delivering method, it will be clearly stated, in capital letters, "PROPOSAL FOR THE EXTRAORDINARY GENERAL MEETING OF SC FORMA S.A. SHAREHOLDERS. FROM THE DATE OF 19/20.10.2022".

If necessary, the agenda of the EGMS completed with the items proposed by the shareholders in accordance with the law and this convocation will be published by 07.10.2022 at the latest.

Each shareholder has the right to ask questions regarding the items on the agenda of the general meetings until 17.10.2022 at 12:00, and the answer will be given by posting the answer on the company's website.

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The question will be accompanied by the copy of the identity document for the natural person shareholder, respectively by the copy of the identity document of the legal representative of the legal person shareholder and the ascertaining certificate issued by the Trade Register no later than 30 days before the publication of the EGMS convenor, as proof of the quality of shareholder. Questions can be sent by email, to the address office@forma-romania.ro, bearing the embedded extended electronic signature, or by courier/postal services with confirmation of receipt, to the correspondence address mentioned in the convenor's preamble.

Participation in the EGMS

Entitled shareholders can participate (1) in person, (2) by voting by mail or (3) can be represented at the meeting of the Extraordinary General Meeting of Shareholders through proxies who have been granted a special power of attorney or a general power of attorney.

a) **In the case of personal voting**, natural person shareholders and legal person shareholders are entitled to participate in the EGMS meeting by simple proof of identity made, in the case of natural person shareholders, with the identity document (identity card, identity card, passport, permit of residence) and, in the case of legal entity shareholders, with the identity document of the legal representative (identity card, identity card, passport, residence permit). The quality of legal representative is proven with a finding certificate issued by the Trade Register or another equivalent entity, no later than 30 days before the publication of the AGM convenor.

b) **In the case of voting through proxy**, it may be expressed by general proxy in compliance with the legal provisions in force or by completing and signing the special proxy forms provided by the company. These will be submitted at least 48 hours before the EGMS meeting, under penalty of nullity, on physical support to the correspondence and meeting address of the EGMS, **respectively Botoșani, Calea Națională no. 32, Floor 1, Room 3, Botoșani county**, with the original signature or by e-mail, to the address office@forma-romania.ro with the extended electronic signature incorporated according to Law no. 455/2001 regarding the electronic signature. Regardless of the shipping method, it will be clearly mentioned, in capital letters, "SPECIAL / GENERAL POWER OF ATTORNEY FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF SC FORMA S.A. FROM THE DATE OF 19/20.10.2022".

Shareholders cannot be representatives in the EGMS based on a general power of attorney by a person who is in a conflict of interest situation. The special or general power of attorney will be null and void if the shareholder himself participates in the EGMS meeting or authorizes another proxy through a valid power of attorney, sent within the deadline and dated after the first power of attorney.

c) **In the case of voting by mail/post**, shareholders will complete, sign and submit, at least 48 hours before the EGMS meeting, the voting by mail/post form made available in physical format, at the EGMS correspondence and meeting address in **Botoșani, Calea Națională no. 32, Floor 1, Room 3, Botoșani county**, or on the company's website. The paper forms will be sent in a sealed envelope to the address specified above, stating on the envelope clearly and in capital letters, "VOTE BY CORRESPONDENCE FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF SC FORMA S.A.

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FROM THE DATE OF 19/20.10.2022". Ballots can also be sent by e-mail with an incorporated extended electronic signature according to Law no. 455/2001 regarding the electronic signature, to the address office@forma-romania.ro, with the same mention in the "subject" of the electronic message.

Voting by mail can be expressed by a representative, only if he has received from the shareholder he represents a special/general power of attorney that is submitted to the issuer in accordance with art. 105 paragraph (14) of Law no. 24/2017 on issuers of financial instruments and market operations, republished and with the provisions of this call.

The voting form by mail, respectively the special / general power of attorney will be accompanied by documents proving the quality of the shareholder, respectively:

- copy of the identity document of the natural person shareholder, conforming to the original;
- the registration certificate of the legal entity shareholder, in a copy that conforms to the original;
- the legal entity shareholder's certificate issued by the Trade Register or an equivalent official document attesting to the capacity of the legal representative of the signatory of the power of attorney, issued no later than 30 days before the date of publication of the notice convening the EGMS, in the original or in a copy conforming to the original, as well as the copy of the identity document of the legal representative (in accordance with the original);
- the copy of the identity document of the representative (authorized person), conforming to the original.

Documents presented in a language other than English will be accompanied by the authorized translation in Romanian/English. Decision proposals, requests for the introduction of new items on the agenda of the EGMS as well as proxies and ballots not submitted in time, incomplete, illegible or not accompanied by documents proving the quality of the shareholder will not be taken into account.

This convening letter will be completed with the applicable legal provisions.

For additional information, please contact us at tel. 0231 510189 or 0745599786 or the email address office@forma-romania.ro, the person responsible for the relationship with investors being Mr. Raju Kayshap.

The Chairman of the Board of Directors of FORMA S.A. Botosani,

Vijay Agarwal

