

CURRENT REPORT 3/2021

According to	Law nr. 24/2017 regarding issuers of financial instruments and market operations, ASF regulation nr. 5/2018 regarding the issuers of financial instruments and market operations and/or the jud. Cluj Stock Exchange Rulebook for Multilateral Trading System
Report date	18.06.2021
Name of the Company	RAIKO TRANSILVANIA S.A.
Registered Office	Strada Clujului 81, Turda, județul Cluj. 407145
Phone/Email	Telefon/fax: 0040364711210, Email: cristian.span@raiko.com
Fiscal Code	RO 33125302
Registration nr. with Trade Registry	RC J12/1527/2014
Subscribed and paid share capital	4 112 520 RON and 4 112 520 shares
Market where securities are traded	Bursa de Valori Bucuresti – ATS, AeRO - Premium
LEI Code	9845007AF8843E35CU20

Important events to be reported:

In accordance with the regulations regarding issuers and securities operations, Raiko Transilvania SA. informs the shareholders that the Administrator of the company, Mr. Tomasz KURCIN, convenes:

- **Extraordinary General Meeting of Shareholders of the company for the date of 26.07.2021, 11:00**
- **Ordinary General Meeting of Shareholders of the company for the date of 26.07.2021, at 12:30**

CONVENING NOTICE
of the Extraordinary and Ordinary General Meeting of Shareholders
RAIKO TRANSILVANIA S.A.

The Sole Administrator of RAIKO TRANSILVANIA S.A. ("The Company"), based in Capusu Mare, str. Principala no. 310, Cluj County, Romania, having the fiscal registration code RO 33125302 and serial number in the trade register: J12 / 1527 / 06.02.2014, based on the provisions of Law no. 31/1990, regarding the companies and the Articles of Incorporation, convenes

1. **The Extraordinary General Meeting of Shareholders (EGMS) for the date of 26.07.2021 at 11.00**, which will take place at the address from Str. Cluj no. 81, Turda, Cluj County, in which the shareholders registered at the end of 01.07.2021, considered the Reference Date and are entitled to participate and vote,
2. **The Ordinary General Meeting of Shareholders (OGMS) for the date of 26.07.2021 at 12.30**, which will take place at the address from Str. Cluj no. 81, Turda, Cluj County, in which the shareholders registered at the end of 01.07.2021, considered the Reference Date, are entitled to participate and vote.

If at the first convocation the legal and statutory quorum of presence is not achieved, The EGMS will take place on 27.07.2021 at 11.00, at the same address, in Str. Cluj no. 81, Turda, Cluj County, with the same agenda for all shareholders registered in the Register of Shareholders on the same Reference Date 01.07.2021 and

The OGMS will take place on 27.07.2021 at 12.30, at the same address, in Str. Cluj no. 81, Turda, Cluj County, with the same agenda for all shareholders registered in the Register of Shareholders on the same Reference Date 01.07.2021.

CONVENING NOTICE FOR THE EXTRAORDINARY SHAREHOLDERS MEETINGS OF THE SHAREHOLDERS OF RAIKO TRANSILVANIA S.A.

1. Relocation of the headquarters to Strada Clujului 81, Turda, judetul Cluj.
2. Purchase of equipment: complete line for downpipes production GASPARINI type I.T.A 500X0, 6 model PRO 65, for 260.354 euro from RRS Sp. Zoo Reymonta 2 77-400 Zlotów VAT nr 7671698540 and complete line for gutter production in system 125 , model 80-300 pentru 81.000 euro from RRS Sp. Zoo SKA, Radarowa 165 80-298 Gdańsk VAT nr 7671698617.
3. Modification of art. 6.2 of the Articles of Incorporation, which shall have the following content: „The share capital is divided into 4122520 registered shares, with a value of 1 RON each”
4. Modification of art. 6.3 of the Articles of Incorporation, which shall have the following content: „The list of shareholders of the Company is kept by Depozitarul Central S.A.,

in accordance with the legislation applicable to the capital market and the Code of the Central Depository”.

5. Modification of art. 6.5 of the Articles of Incorporation, which shall have the following content: „The participation in the profits and losses of the Company's shareholders is proportional to their share in the share capital”.
6. Modification of art. 7.2 of the Articles of Incorporation, which shall have the following content: „The Company's shares are issued in dematerialized form and are traded on the Bucharest Stock Exchange”.
7. Modification of Articles of Incorporation, adding the following CANE Codes: „4719 - Retail sale in non-specialized stores with food, beverages or tobacco predominating and 4322 - Sanitary, heating and air conditioning works”.
8. Approval of the opening of a Raiko Transilvania branch in Poland, which will gradually take over the activity of the affiliated company, Raiko Polska.
9. Approval of the Registration Date, defined as the date that serves to identify the shareholders to whom the decisions of the OGMS are imposed. The identification of the shareholders will be done by consulting the Shareholders' Registry held by the Central Depository. The proposal for the Registration Date is: 10.08.2021, and the Date for the Ex-date 09.08.2021.
10. Approval of empowerment, with substitutability, of the company's administrator, Mr. Tomasz KURCIN to sign the shareholders 'resolutions and any other documents related to them and to perform all the procedures and formalities provided by the law for the implementation of the resolutions of the shareholders, including the formalities for their publication and registration with the Trade Registry or any other public institution.

**CONVENING NOTICE FOR THE ORDINARY GENERAL SHAREHOLDERS MEETINGS
OF THE SHAREHOLDERS OF RAIKO TRANSILVANIA S.A.**

1. Approval of the financial statements for the financial year 2020, accompanied by the Administrator's Report and the Financial Auditor's Report.
2. Discharge of the Administrator for any liability for his administration during the 2020 financial year.
3. Approval of the revenues and expenditure budget for 2021.
4. Approval of the manner distribution of the net profit pertain to the financial year 2020, in the amount of 373.737 lei, as follows:
 - a) legal reserves: 22.257 lei
 - b) profit left undistributed: 351.480 lei
5. Approval of the Registration Date, defined as the date that serves to identify the shareholders to whom the decisions of the OGMS are imposed. The identification of the shareholders will be done by consulting the Shareholders' Registry held by the Central Depository. The proposal for the Registration Date is: 10.08.2021, and the Date for the Ex-date 09.08.2021.
6. Approval of empowerment, with substitutability, of the company's administrator, Mr. Tomasz KURCIN to sign the shareholders' resolutions and any other documents related to them and to perform all the procedures and formalities provided by the law for the implementation of the resolutions of the shareholders, including the formalities for their publication and registration with the Trade Registry or any other public institution.

INSTRUCTIONS REGARDING THE EGMS & OGMS from the 26 of July 2021

Participation at the OGMS The reference date for the OGMS 1.07.2021. Only shareholders registered at this date in the Shareholders' Registry held by the Central Depository will be able to participate and vote at the present general meeting. The share capital of Raiko Transilvania S.A. consists of 4112520 nominative, ordinary and dematerialized shares, each share held giving the right to a vote in the general meetings.

Shareholders may participate in the OGMS directly or may be represented by other persons, under the terms of the law and according to the Articles of Incorporation, or may vote by correspondence. In all these situations, the documents listed below are required, with the mention that in case of correspondence voting (e-mail or printed correspondence), the identity documents will be sent in copy according to the original, under the handwritten signature of the shareholder.

All documents submitted in the name of the shareholders, as well as copies of the original documents, will be kept by Raiko Transilvania S.A. Note: Should any difference be noted between the contents of the documents published in English and the documents published in Romanian related to the OGMS, the Romanian language documents contents will prevail.

The necessary documents for participation in the EGMS & OGMS for natural persons are:

If he/she participates directly:

- a) a simple proof of the identity, made with the identity document, in the original;

If another natural person is represented:

- a) a copy of the identity document of the represented person,
- b) the identity document of the authorized person, in original,
- c) notarial authorization signed by the represented person as well as
- d) the special power of attorney by Raiko Transilvania SA, in original www.raiko.com

If a legal person is representing the natural person:

- a) a copy of the identity document of the represented person,
- b) an official document attesting the quality of the legal representative (certificate issued by the Trade Register within the validity term or other proof issued by a competent authority, in the original),
- c) the identity document of the representative of the authorized representative, in the original, and
- d) the special power of attorney document provided by Raiko Transilvania SA, in original.

The documents required for participation in the EGMS & OGMS for legal entities are:

If it is represented by the legal representative:

- a) an official document attesting to such a quality (certificate issued by the Trade Register during the term of validity or other proof issued by a competent authority in original) and
- b) the identity document of the legal representative , in original;

If he/she is represented by a person other than the legal representative:

a) an official document attesting to the quality of the legal representative (certificate of attestation issued by the Trade Registry within its validity period or other proof issued by a competent authority, in original);
b) the identity document of the legal representative,
c) the representative's identity document, in original, and d) the special power of attorney document provided by Raiko Transilvania S.A. Voting through OGMS representatives For voting through representatives, Raiko Transilvania S.A. makes special powers of attorney (documents) available to shareholders starting from 11.06.2021 In order to be considered valid, the special power of attorney filled in by the shareholders will include the information provided in the special power of attorney form provided by the company, specifying the vote for each item on the agenda. After completing and signing the special power of attorney (in 3 original copies - one copy of the power of attorney will be forwarded to Raiko Transilvania S.A., one will be handed to the representative and the third copy will remain with the shareholder.), under penalty of losing the right to vote, the documents will be forwarded to Raiko Transilvania S.A. to be verified and to also check if all legal conditions are met, before the OGMS.

The deadline for receiving the documents at Raiko Transilvania S.A. is 26.07.2021, 11:00 (Romanian time), following the procedure described below:

a) If sending of printed form is chosen, a copy of the power of attorney, together with the documents mentioned as required for participation in the OGMS and specified in the power of attorney, will be delivered / sent to Strada Clujului 81, Turda, judetul Cluj

b) If opting to send by e-mail, the power of attorney will be transmitted as a signed document with electronic signature, according to Law no. 455/2001 regarding the electronic signature, to the email address: investors@raiko.com.

In the case of the electronic transmission of the power of attorney, electronic counter-signed (scanned and then signed with certified digital signature) will also be required for the documents mentioned as needed for participation in the OGMS, which will also be sent. Also, the representation of the shareholders in the general meeting can also be done on the basis of a general mandate letter. Through this general mandate, the represented shareholder gives his / her representative the opportunity to vote on all aspects of the debate of one or more general meetings, including the documents under review, without specific voting instructions from the shareholder.

In order to be considered valid, the general mandate letter must include at least the following information:

1. name / name of the shareholder;
2. the name / name of the representative (the person empowered);
3. the date of empowerment, as well as the period of its validity, in compliance with the legal provisions; the powers given with a later date have the effect of revoking the previously dated given powers;
4. specifying that the shareholder empowers the representative to participate and vote on its behalf by giving general authorization to the general meeting of shareholders for the full ownership of stocks the shareholder holds at the reference date, with the express specification of the company (s) for which that general authorization is used; either individually or through a generic wording relating to a particular category of issuers. At the same time, general empowerment will only be valid if granted by the shareholder as a client to

an intermediary (financial investment services companies authorized by ASF, credit institutions authorized by BVB in accordance with the applicable banking legislation, as well as entities of their nature authorized in the Member States or non-member to provide investment services and activities) or to a lawyer, for a period of maximum 3 (three) years, according to the provisions of art. 92 para. (13) of Law no. 24/2017.

The shareholders may not be represented in the general meeting of shareholders on the basis of a general mandate letter by a person that is in a situation of conflict of interest, in particular in one of the following cases:

a) is a majority shareholder of Raiko Transilvania S.A. or another person controlled by that shareholder;

b) is a member of a management, management or supervisory body of Raiko Transilvania S.A., a majority shareholder or a controlled person, in accordance with the provisions of let. a).

c) is an employee or auditor of Raiko Transilvania S.A. or of a majority shareholder or a controlled entity, in accordance with the provisions of let. a); d) is the spouse, relative or affinal to the fourth degree of one of the natural persons referred to in let. a)-c).

The empowered person may not be substituted by any other person unless that right has been expressly conferred on the shareholder by the power of attorney. Where the person empowered is a legal person, www.raiko.com he may exercise his mandate through any person who is part of his or her management or management body or its employees.

The deadline for receiving the general mandate letter at Raiko Transilvania S.A., subject to the penalty of losing the voting right, is 26.07.2021, 11:00 (Romanian time), following the procedure described below:

a) If sending of a printed copy is chosen, a copy of the power of attorney including the mention of compliance with the original under the signature of the representative, accompanied by the documents set as necessary for participation in the OGMS and specified within the mandate, if any, shall be deposited / sent to the offices of the company from 1. Strada Clujului 81, Turda, judetul Cluj

b) If opting to send by e-mail, the general mandate letter will be transmitted as a signed document with electronic signature, according to Law no. 455/2001 regarding the electronic signature, to the email address: investors@raiko.com. In the case of the electronic transmission of the general mandate letter, electronic counter-signed (scanned and then signed with digital certified signature) will also be required for the documents mentioned as needed for participation in the OGMS, which will also be sent.

The general mandate letter will cease by:

a) revocation written by its principal shareholder forwarded to Raiko Transilvania SA in printed form or by e-mail in accordance with the aforementioned procedure no later than 26.07.2021 at 11:00 – Romanian time (deadline for depositing the mandates) drafted in Romanian or in English; or

b) the loss of the shareholder's title to the reference date applicable to the general meeting (26.07.2021); or

c) the loss of the status of intermediary or attorney of the trustee (empowered person).

The Vote by Correspondence Shareholders registered at the reference date have the option to vote by email before the OGMS until the deadline of 26.07.2021, 11:00 (Romanian time) -

the date of receipt by Raiko Transilvania S.A. of their vote, by using the correspondence voting form made available to the shareholders starting from 26.06.2021

For voting by correspondence, the following system will be used:

a) If sending of printed form is chosen, the voting forms will be submitted / sent to the company headquarters in Strada Clujului 81, Turda, judetul Cluj by the mentioned deadline. The correspondence voting form shall be considered valid only if it is accompanied by the documents required for participation in the OGMS.

b) If opting to send by e-mail, the correspondence voting forms may be sent, by means of signed documents with electronic signature, according to Law no. 455/2001 regarding the electronic signature, at the e-mail address investors@raiko.com, till the mentioned deadline. In the case of the electronic submission of the voting form, in order to be considered valid, also the digital www.raiko.com counter-signing will be required (scanned than digitally signed) for the documents mentioned as needed for participation in the OGMS. Starting with 26.06.2021, the special power of attorney forms for OGMS, respectively those for exercising the right to vote by correspondence, can be obtained from Raiko Transilvania S.A. - Strada Clujului 81, Turda, judetul Cluj or can be downloaded from the company's website (www.raiko.com), from the Investors section (the section developed for the Romanian language).

Statutory conditions regarding the shareholders' proposals regarding the OGMS

According to the legal provisions and the Articles of Incorporation, one or more shareholders, who hold individually or together at least 5% of the share capital, have the right within 15 days from the date of publication of the convocation:

a) to add new items on the agenda, provided that each item is accompanied by a justification or a draft resolution proposed for approval to the ordinary or extraordinary general meeting, to be transmitted at the company's registered office - Strada Clujului 81, Turda, judetul Cluj;

b) to submit draft decisions for the items included or proposed to be included on the agenda, proposals that will be made in writing and sent to the company's headquarters -1. Strada Clujului 81, Turda, judetul Cluj

Shareholders' proposals and documents attesting to the fulfillment of the conditions for the exercise of these rights shall be transmitted by the specified dates using one of the following forms of transmission:

a) as original document (handwritten), by post or courier services, in a closed envelope marked "Proposal of new items on the agenda for the OGMS " at Raiko Transilvania S.A. - s Strada Clujului 81, Turda, judetul Cluj;

b) as a signed document with extended electronic signature, according to the Law no. 455/2001 regarding the electronic signature, by e-mail having as topic "Proposal of new items on the agenda for the OGMS " at: investors@raiko.com.

Resources available to shareholders and questions about the OGMS The Convening Notice and the resources to be discussed will be available for consultation starting with 25.06.2021 at the working point of the company from Strada Clujului 81, Turda, judetul Cluj, Romania and on the company website (www.raiko.com), at the Investors section in Romanian.

The Company's shareholders may submit written questions on agenda items, together with identification documents of the shareholder, no later than the day before the OGMS. The

company can also respond by posting the answer on the company's website (www.raiko.com), for questions with the same content, a general answer by the company may be offered. Shareholders' questions will be sent in writing, either by post or courier services at the above-mentioned offices, or by electronic means (at: investors@raiko.com). Additional information can be obtained directly at Raiko Transilvania S.A. from Strada Clujului 81, Turda, județul Cluj. Romania or tel +40364711210, Monday to Friday, between 11:00 - 17:00, until 21.07.2021

Sole administrator,

Tomasz KURCIN