

## DN AGRAR GROUP SA

Alba-Iulia, str. Piata Iuliu Maniu, nr. 1, bl. 31DE (imobil)  
Judet Alba, CP: 510094

Reg. Number: 97/12.03.2024

To:  
Bucharest Stock Exchange  
Financial Supervisory Authority

### CURRENT REPORT

In accordance with Law no. 24/2017 regarding issuers of financial instruments and market operations (republished) and ASF Regulation no. 5/2018 on issuers of financial instruments and market operations.

Report date:	12.03.2024
Name of issuer:	DN AGRAR GROUP SA
Headquarters:	Alba-Iulia, Piața Iuliu Maniu, nr. 1, bl. 31DE, Județul Alba
E-mail:	<a href="mailto:investors@dn-agrar.eu">investors@dn-agrar.eu</a>
Telephone / Fax:	0258.818.114, 0258.818.119
Website:	<a href="http://www.dn-agrar.eu">www.dn-agrar.eu</a>
Registration at Trade Register no./date:	J01/730/2008
Tax identification code:	RO24020501
Subscribed and paid-in share capital:	31.818.844,80 lei
Shares no.:	159.094.224
Market symbol:	DN
Trading market:	MTS AeRO Premium

**Important events that need to be reported: The Extraordinary General Meeting of Shareholders from 12.03.2024, at the first convocation; Decisions adopted.**

DN AGRAR Group (DN) informs shareholders about the resolutions adopted during the Extraordinary General Meeting of Shareholders (EGMS) on March 12<sup>th</sup>, 2024.

According to the provisions of article 191 of the Companies Law no. 31/1990 ("CL 31/1990") and of the provisions of art. 12.4 of the Articles of Association of the company DN AGRAR GROUP S.A., an open type joint-stock company, established and operating according to Romanian legislation, with its registered office in Alba Iulia, Alba County, 1 Piața Iuliu Maniu Street, building 31DE, having trade registry number J1/730/2008, EUID ROONRC.J01/730/2008, sole registration code 24020501, fiscal attribute RO, subscribed

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and paid share capital RON 31,818,844.8 (hereinafter referred to as the "Company"), the shareholders met at the first convening within the Extraordinary General Meeting of Shareholders of DN AGRAR GROUP S.A., held on 12.03.2024, at 10:00, at the Company's place of business - Alba Iulia Municipality, Piața Iuliu Maniu, block 31D, Parter (ground floor), Alba County, for all shareholders registered at the end of the day of 28.02.2024, considered the Reference Date, in the Register of Shareholders kept by Depozitarul Central S.A

Following the debates, the EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS, on the items on the agenda, the shareholders approved the following:

1. Approved the guarantee by DN AGRAR GROUP SA, as guarantor, of all financial obligations (existing loans, interest, penalties, other costs) arising from existing loan contracts entered into by DN AGRAR CUT S.R.L. (J01/680/2008, Tax Code 23962357) in relation to Exim Banca Românească S.A., i.e. the guarantee of:

- the credit line amounting to EUR 1.2 million, maturing on 13.03.2025,

- the investment loan of EUR 1.97 million, maturing on 19.03.2029, for the financing of the investment project - Construction of open animal shelters, manure lagoon, milking parlor, concrete platforms and partial fencing, purchase of equipment, and repayment in equal monthly instalments.

2. Approved the guarantee by DN AGRAR GROUP SA, as guarantor, of all financial obligations (existing loans, interest, penalties, other costs) arising from existing loan contracts concluded by DN AGRAR SERVICE S.R.L. (J1/220/2009, Tax Code 25294858), in relation to Exim Banca Românească S.A., i.e. the guarantee of:

-the investment loan of EUR 0.83 million, with final maturity on 27.08.2027, for the financing of the investment project - "construction of silos, storage capacities, agricultural-zootechnical hall and fencing", and repayment in equal monthly instalments,

3. Approved contracting by DN AGRAR APOLD S.R.L. (J1/689/2008, Tax Code 23971851) from Exim Banca Românească S.A. of an investment loan for the refinancing of the balance of the loan granted by ING BANK on the basis of credit contract 1484 / 11.03.2022 (balance of EUR 4,189,900.02 on 16.01.2024) with final maturity on 26.03.2029 and repayment in equal monthly instalments,

Approved of the guarantee by DN AGRAR GROUP SA, as guarantor, of all financial obligations (existing loans, interest, penalties, other costs) arising from the loan contracts that DN AGRAR APOLD S.R.L. (J1/689/2008, Tax Code 23971851) will conclude with Exim Banca Românească S.A.

4. Approved contracting by DN AGRAR STRAJA SRL (J01/53/2012, Tax Code 29591860) from Exim Banca Românească S.A., of:

- an investment loan in the amount of EUR 9.27 million for a period of 120 months for the establishment of DN Agrar Straja S.R.L. dairy farm in Berghin

- a liquidity loan in the amount of EUR 1.00 million for a period of 24 months

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Approved of the guarantee by the Company, as guarantor, of all financial obligations (existing loans, interest, penalties, other costs) arising from the loan contracts that DN AGRAR STRAJA SRL (J01/53/2012, Tax Code 29591860) will conclude with Exim Banca Românească S.A. respectively of:

- the investment loan in the amount of EUR 9.27 million for a period of 120 months for the establishment of DN Agrar Straja S.R.L. dairy farm in Berghin

- the liquidity loan in the amount of EUR 1.00 million for a period of 24 months

The co-payers for the loans to be granted to DN AGRAR STRAJA S.R.L. are DN Agrar Cut S.R.L., DN Agrar Service S.R.L. and DN Agrar Apold S.R.L.

All credit facilities referred to in points 1-4 shall be referred to as "Exim Banca Romaneasca SA Contracts".

5. Approved of the joint guarantee structure established under the intercreditor agreement to be signed between ING BANK, Exim Banca Romanesca SA, DN AGRAR GROUP SA, DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, LACTO AGRAR SRL, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL to guarantee the facilities granted by Exim Banca Romaneasca SA

a. Real estate mortgage on:

Real estate mortgage on land:

1. land within the built-up area registered in land book: 74673, 74674, 74676 Calnic, owned by DN AGRAR CUT SRL and 74687 Calnic, owned by DN AGRAR SERVICE

2. land outside the built-up area registered in land book: 74675, 74688, 77854, 77855 Calnic, owned by DN AGRAR CUT, as it will be provided for in the intercreditor agreement entered into by ING BANK, Exim Banca Romanesca SA, DN AGRAR GROUP SA, DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, LACTO AGRAR SRL, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL

- buildings registered according to Land book 74676 Calnic, owned by DN AGRAR CUT and Land book 74687 Calnic, owned by DN AGRAR SERVICE. The buildings are built both on Land book no. 74676 Calnic, owned by DN AGRAR CUT and on Land book no. 74687 Calnic, owned by DN AGRAR SERVICE:

-74676-C1 opened shelters LB 74676,

-74676-C2 opened shelters LB 74676,

-74676-C3 opened shelters LB 74676,

-74676-C4 manure lagoon LB 74676,

-74687-C6 opened shelters LB 74687,

-74687- C7 opened shelters LB 74687,

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-74687-C8 opened shelters LB 74687, as it will be provided for in the intercreditor agreement entered into by ING BANK, Exim Banca Romanesca SA, DN AGRAR GROUP SA, DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, LACTO AGRAR SRL, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL

### b. Movable mortgage

Movable mortgage constituted by DN AGRAR CUT on the present and future fixed productive biological assets consisting of dairy cows, owned by DN AGRAR CUT SRL, recorded in the accounting account 217, currently located at the headquarter (headquarters) or location (locations) where the Borrower conducts its business activity or its activities related to its business activity or elsewhere under the condition that such location or headquarters are acceptable to the Bank; assignment, in the favor of the Bank, of insurance indemnities due under insurance policies on the above-mentioned productive biological assets, mortgaged to the Bank

### c. Movable mortgage:

milking parlor installations - Milking stable - Dairy master / Europe Dairy Systems Inventory no. 3096 and Chiller / Muller C210/P19105-1 Inventory no. 2407, 3 New Holland T6.180 tractors Inventory no. 1990, 1991, 1992, 2 New Holland TL760 loaders Inventory no. 1993,1994, fodder trailer Inventory no. 2069, owned by DN AGRAR CUT SRL

d. Movable mortgage on: stable equipment purchased from Leuteritz Anlagenbau GmbH according to final invoices number 17-RE00598/26.07.2017 and 17-RE00597/26.07.2017, -stable equipment and installations for heating and water storage on the farm, incorporated in the building owned by DN Agrar Cut SRL

e. Surety concluded with DN Agrar Group SA, DN Agrar Service, DN Agrar Prodlact, DN Agrar Straja, DN Agrar Cut

f. Movable mortgage on receivables arising from milk production sales contracts to be concluded by DN AGRAR CUT SRL in the course of business, as and when they are concluded

g. Movable mortgage on all receivables arising from contracts concluded by DN AGRAR CUT SRL in the course of business, as and when they are concluded

h. Movable mortgage on present and future current accounts, in RON and foreign currency, opened by DN Agrar Cut at Exim Banca Romanesca SA

i. Real estate mortgage on land with an area of 60,900 sqm registered in LB 74687 Calnic, Alba County and buildings: silos C1, gate house C2, grain warehouse C3 registered in LB 74687 Calnic, Alba County, owned by DN Agrar Service SRL, as provided for in the intercreditor agreement to be signed between ING BANK, EXIM BANCA ROMANESCA SA, DN AGRAR GROUP SA, DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, LACTO AGRAR SRL, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL

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j. Movable mortgage on equipment: -Vehicle weighing system Inventory no. 242 (electronic vehicle weighing system);

- Grain sampling probe (Rakoraf) Inventory No. 218;

- 8 monocoque trailers 16T Inventory no. 200, 201, 203, 204,205, 206, 207 208;

- 10 silos Inventory no. 263, 264, 265, 266, 267, 268, 269, 270, 271, 272 and accessories owned by DN AGRAR SERVICE

k. Future receivables of DN Agrar Service - receivables / benefits obtained from lease / storage contracts related to silos financed by the investment loan

l. Movable mortgage on present and future current accounts, in RON and foreign currency, opened by DN Agrar Service at Exim Banca Romaneasca SA

m. Real estate mortgage constituted on the building registered in LB 60037 Romos - land within the built-up area of 92,880 sqm and LB 60965 Romos - land outside the built-up area owned by LACTO AGRAR and buildings representing the farm Vaidei - Lacto Agrar (buildings) registered in LB 60037 Romos - C1 - manure tanks; C2 - automated milking parlor and extension; C3 - stable 1; 60037 Romos - C4 - stable 2; C5 - stable 3;- C6 - stable 4; C8 - vehicle platform; C14 - garage; C16 - hayloft; C17 - hayloft; C18 - mill and mill annex; C19 - stable 5; C20 - awning; C21 - stable 6; C22 - stable 7; C23 - awning; C24 - stable 8; C25 - hayloft; C26 - foundations; C27 - silos; C28 - transformer; C29 - water supply well; C30 - water supply well; C31 - water supply well; C32 - concrete platform; C33 - shelter for 500 heads; C34 - automated manure system; C35 - administrative premises P+M and cow milking parlor; C36 - cow shelter; C37 - cow shelter; C38 - cow shelter; C39 - cow shelter, as will be provided for in the Intercreditor Agreement to be concluded between ING BANK, EXIM BANCA ROMANESCA SA, DN AGRAR GROUP SA, DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, LACTO AGRAR SRL, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL

n. Mortgage on real estate registered in: LB no. 79062, 79063, 79064, 79065 Garbova - land within the built-up area, 79067 Garbova - land outside the built-up area of DN Agrar Apold + real estate representing DN Agrar Apold farm (buildings): 79062-C1 - dairy farm 1.000 heads, 79063-C1 - stable no. 3, 79064-C1 - related building, 79064-C2 - related building, 79064-C3 - related building, 79065-C1 - stable no.4 as will be provided for in the Intercreditor Agreement to be concluded between ING BANK, EXIM BANCA ROMANESCA SA, DN AGRAR GROUP SA, DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, LACTO AGRAR SRL, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL

o. Real estate mortgage on the agricultural land outside the built-up area (346 LB with a total area of 174 hectares, identified according to Annex 1) owned by DN Agrar Apold and Lacto Agrar, as will be provided for in the Intercreditor Agreement to be concluded between ING BANK, EXIM BANCA ROMANESCA SA, DN AGRAR GROUP SA, DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, LACTO AGRAR SRL, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL

p. Movable mortgage on fixed productive biological assets consisting of dairy cows registered in the accounting account 217 owned by DN Agrar Apold SRL

Movable mortgage on fixed, present and future productive biological assets consisting of dairy cows recorded in the accounting account 217 owned by Lacto Agrar SRL

q. Movable mortgage on equipment owned by: DN Agrar Apold SRL and Lacto Agrar SRL according to annex

r. Movable mortgage on present and future stocks of young cattle, calves, owned by Lacto Agrar, recorded in the accounting account 361 currently located at the headquarter (headquarters) or at the location (locations) where LACTO AGRAR SRL carries out its business activity or activities related to its business activity or elsewhere provided that such location or headquarters are acceptable to the Bank

s. Movable mortgage constituted by DN AGRAR APOLD on all present and future stocks of cereals and fodder from account 302.06/ 3026.00 of the balance sheet, currently located at the headquarter (headquarters) or at the location (locations) where DN AGRAR APOLD SRL carries out its business activity or activities related to its business activity or elsewhere provided that such location or headquarters are acceptable to the Bank; assignment, in favor of the Bank, of insurance indemnities due under insurance policies on stocks of products mortgaged in favor of the Bank

Movable mortgage constituted by DN AGRAR HOLDING on all present and future stocks of cereals and fodder from account 347, 354, 361 of the balance sheet, currently located at the headquarter (headquarters) or at the location (locations) where DN AGRAR HOLDING SRL carries out its business activity or activities related to its business activity or elsewhere provided that such location or headquarters are acceptable to the Bank; assignment, in favor of the Bank, of insurance indemnities due under insurance policies on stocks of products mortgaged in favor of the Bank

t. Movable mortgage on current accounts opened at Exim Banca Romaneasca SA by DN Agrar Apold SRL, DN Agrar Straja SRL

u. Real estate mortgage on land registered in LB 70687, 70725, 70819 Berghin - DN Agrar Straja SRL, as will be provided for in the Intercreditor Agreement to be concluded between ING BANK, EXIM BANCA ROMANESCA SA, DN AGRAR GROUP SA, DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, LACTO AGRAR SRL, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL

v. Real estate mortgage Future constructions - DN Agrar Straja SRL farm, as will be provided for in the Intercreditor Agreement to be concluded between ING BANK, EXIM BANCA ROMANESCA, DN AGRAR GROUP SA, DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, LACTO AGRAR SRL, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL

w. Movable mortgage on future equipment of DN Agrar Straja SRL

x. Movable mortgage Fixed assets - cows to be purchased within the investment project - DN Agrar Straja SRL

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### y. Movable mortgage

- over 636,268 shares held by DN AGRAR GROUP SA in DN AGRAR APOLD SRL, representing 90% of the share capital of DN AGRAR APOLD SRL, with a total nominal value of RON 6,362,680

(six million three hundred and sixty two thousand six hundred and eighty lei) and on the rights and receivables/dividends assignable to all acquired shares

- over 460,100 shares held by DN AGRAR GROUP SA in DN AGRAR HOLDING SRL, representing 100% of the share capital of DN AGRAR HOLDING SRL, with a total nominal value of RON 4,601,000 (four million six hundred and one thousand lei) and on the rights and receivables/dividends assignable to all acquired shares

z. Movable mortgage on all receivables held or potentially to be held by DN Agrar Group, owed by DN Agrar Garbova CV (registration no. 01129709), or by any other third party as a result of the non-conclusion of the contract for the sale and purchase of shares and/or in connection with the share transfer transaction which has not been completed or has been cancelled for any reason whatsoever

aa. Joint suretyship constituted by DN Agrar Apold SRL, DN Agrar Holding SRL, Lacto Agrar SRL, DN Agrar Prodact SRL, DN Agrar Group SA, DN AGRAR STRAJA, DN AGRAR CUT, DN AGRAR SERVICE

Promissory notes issued by the Borrowers and Guarantors DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, DN AGRAR GROUP SA, LACTO AGRAR SRL, DN AGRAR STRAJA, DN AGRAR CUT, DN AGRAR SERVICE., in favor of the Bank, endorsed by Jan Gijsbertus De Boer in his capacity of administrator

bb. Movable mortgage constituted by LACTO AGRAR SRL, DN AGRAR APOLD, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL on all receivables arising from:

- all contracts that have been or will be concluded with its assigned debtors-partners
- all commercial orders, invoices and any other documents of similar value recognized by law and commercial practice issued by the borrower and payable by its assigned debtors;

The Borrower also creates a movable mortgage over:

(3) any other present and future receivables

cc. Movable mortgage constituted by Lacto Agrar SRL, DN Agrar Apold SRL and DN Agrar Holding SRL on all receivables resulting from payment claims submitted to APIA.

dd. Movable mortgage on current accounts opened or to be opened by DN Agrar Group S.A, DN Agrar Holding SRL, Lacto Agrar SRL with Exim Banka Romaneasca SA

6. Approved the takeover by Exim Banca Românească S.A. of the credit facility granted by ING Bank N.V. Amsterdam - Bucharest Branch, with registered office in Expo Business Park, str. Aviator Popișteanu, nr. 54A, Clădirea nr. 3, sector 1, Bucharest, postal code 012095, registered in the Trade Register with no. J40/16100/30.08.1994, EUID ROONRC.J40/16100/1994, registered in the Register of Credit Institutions with no. RB-PJS-40-024, having the sole registration code 6151100, account 371160600101 opened at the National Bank of Romania ("ING BANK") on the basis of the investment loan agreement for the refinancing of the loan balance granted by ING BANK on the basis of loan agreement 1484 / 11.03.2022 with a balance of EUR 4,189,900.02 on 16.01.2024 with final maturity on 26.03.2029 and repayment in monthly instalments

7. Approved the increase of the existing overdraft facility from EUR 416,000 to EUR 825,000 for LACTO AGRAR SRL (J1/683/2010, Tax Code 27773270), according to Contract 16455 dated 30.06.2016.

8. Approved the increase of the existing overdraft facility from EUR 1,041,000 to EUR 1,450,000, granted by ING BANK to DN AGRAR HOLDING SRL (J01/483/2008, Tax Code 23668743), according to Contract 1484/02 dated 11.03.2022

9. Approved the extension of the existing facilities that the following borrowers have with ING BANK, as follows:

- DN AGRAR APOLD - credit facility agreement No 1484/01 dated 11 March 2022, with any subsequent amendments and additions;

- DN AGRAR HOLDING S.R.L. - credit facility agreement No. 1484/02 dated 11 March 2022, with any subsequent amendments and additions and credit facility agreement No. 1484/03 dated 11 March 2022, with any subsequent amendments and additions;

- DN AGRAR GROUP S.A. - credit facility agreement No. 1484/04 dated 11 March 2022, with any subsequent amendments and additions and credit facility agreement No. 1484/05 dated 11 March 2022, with any subsequent amendments and additions;

- LACTO AGRAR S.R.L. - credit facility agreement No. 16455 dated 30 June 2016; credit facility agreement No. 16455/02 dated 30 June 2016, with any subsequent amendments and additions and credit facility agreement No. 16455/05 dated 21 September 2017, with any subsequent amendments and additions

10. Approved of the guarantee structure, established according to the Intercreditor Agreement to be concluded between ING BANK, EXIM BANCA ROMANESCA, DN AGRAR GROUP S.A., DN AGRAR APOLD S.R.L., DN AGRAR HOLDING S.R.L., LACTO AGRAR S.R.L., DN AGRAR CUT S.R.L., DN AGRAR SERVICE S.R.L., DN AGRAR STRAJA S.R.L. to guarantee all loans granted by ING BANK as follows:

1) real estate mortgage - having the rank mentioned in the real estate mortgage contract and duly reflected in the Land Book - constituted by the Borrower in favor of ING BANK, on the real estate belonging to the Borrower LACTO AGRAR SRL, consisting of land and buildings located at the dairy farm in Vaidei, real estate located in Romos - Vaidei FN, registered in the Land Book no. 60037 and 60965; assignment, in favor of ING BANK, of the



insurance indemnities due under the insurance policies on the mortgaged building in favor of ING BANK.

2) movable mortgage constituted by LACTO AGRAR SRL on the present and future fixed productive assets, consisting of milk cows, owned by the Borrower, recorded in the accounting account 217.

3) movable mortgage constituted by LACTO AGRAR SRL on all present and future stocks of young cattle, calves, owned by the Borrower, registered in the account 361, currently located at the headquarter (headquarters) or at the location (locations) where the Borrower carries out its business activity or activities related to its business activity or elsewhere under the condition that such location or headquarters are acceptable to ING BANK;

4) movable mortgage constituted by LACTO AGRAR SRL on the equipment, owned by the Borrower, mentioned in the Movable Mortgage Contract no. 16455/G1 and 1484/G6, with subsequent amendments and additions; the assignment, in favor of ING BANK, of the insurance indemnities due under the insurance policies on the mortgaged equipment in favor of ING BANK. The positions of the equipment are as set out in Annex 1, which is not published in the Official Gazette and is not detailed either in the convening notice nor in the resolution.

5) movable mortgage constituted by LACTO AGRAR SRL, DN AGRAR APOLD, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL, over all receivables arising from: (1) all contracts which have been and will be concluded by the Borrower with its partners - assigned debtors, (2) all commercial orders, invoices and any other documents of similar value recognized by law and commercial practice issued by the Borrower and payable by its assigned debtors. The Borrower also creates a movable mortgage over: (3) any other present and future receivables;

6) real estate mortgage - having the rank mentioned in the real estate mortgage contract and duly reflected in the Land Book - constituted by DN AGRAR APOLD SRL in favor of ING BANK, on the real estate belonging to DN AGRAR APOLD SRL, consisting of land and building (dairy cows farm), located in Garbova, DJ 106F, Alba county, with LB no. 79062, LB no. 79063, LB no. 79064, LB no. 79065 and LB no. 79067; assignment, in favor of ING BANK, of the insurance indemnities due under the insurance policies on the building mortgaged in favor of ING BANK.

7) movable mortgage constituted by DN AGRAR APOLD SRL on the present and future fixed productive assets, consisting of milk cows, owned by DN AGRAR APOLD SRL, recorded in the accounting account 217.

8) real estate mortgage - having the rank mentioned in the real estate mortgage contract and duly reflected in the Land Book - constituted by DN AGRAR APOLD SRL and LACTO AGRAR SRL in favor of ING BANK, on the real estate belonging to DN AGRAR APOLD SRL and LACTO AGRAR SRL, consisting of agricultural lands with a surface of 174 hectare, located in Călnic, Gârbova, Apoldu de Jos, Sebeş – Alba County and Romoş, Geoagiu and Orăştie – Hunedoara County and identified according to Annex 1.

9) movable mortgage constituted by DN AGRAR APOLD SRL on the equipment mentioned in the report "Equipment" of the Movable Mortgage Contract no. 1484/G1, owned by DN AGRAR APOLD SRL; assignment, in favor of ING BANK, of the insurance indemnities due under the insurance policies on the mortgaged equipment in favor of ING BANK, according to the list detailed in Annex 1.

10) movable mortgage constituted by DN AGRAR APOLD SRL, over all receivables arising from: (1) all contracts which have been and will be concluded by DN AGRAR APOLD SRL with its partners - assigned debtors, (2) all commercial orders, invoices and any other documents of similar value recognized by law and commercial practice issued by DN AGRAR APOLD SRL and payable by its assigned debtors. DN AGRAR APOLD SRL also creates a movable mortgage over: (3) any other present and future receivables;

11) movable mortgage constituted by DN AGRAR APOLD SRL on all the receivables arising from the payment applications submitted by DN AGRAR APOLD SRL to the Agency for Payments and Intervention for Agriculture (APIA), as described in the Movable Mortgage Contract no. 1484/G1 concluded between DN AGRAR APOLD SRL and ING BANK.

12) movable mortgage constituted by DN AGRAR HOLDING SRL on all the receivables arising from the payment applications submitted by DN AGRAR HOLDING SRL to the Agency for Payments and Intervention for Agriculture (APIA), as described in the Movable Mortgage Contract no. 1484/G2 concluded between DN AGRAR HOLDING SRL and ING BANK.

13) movable mortgage constituted by LACTO AGRAR SRL on all the receivables arising from the payment applications submitted by LACTO AGRAR SRL to the Agency for Payments and Intervention for Agriculture (APIA), as described in the Movable Mortgage Contract no. 1484/G6 and 16455/G1 concluded between LACTO AGRAR SRL and ING BANK.

14) movable mortgage constituted by DN AGRAR APOLD SRL on all present and future stocks of cereals and fodder from account 302.06 / 3026. 00 of the balance sheet, currently located at the headquarters(s) or location(s) where DN AGRAR APOLD SRL carries out its business activity or activities related to its business activity or elsewhere under the condition that such location or headquarters are acceptable to ING BANK; assignment, in favor of ING BANK, of the insurance indemnities due under the insurance policies on the stocks of products mortgaged in favor of ING BANK.

15) movable mortgage constituted by DN AGRAR HOLDING SRL on all present and future stocks of cereals and fodder from account 347 / 354 / 361 of the balance sheet, currently located at the headquarters(s) or location(s) where DN AGRAR HOLDING SRL carries out its business activity or activities related to its business activity or elsewhere under the condition that such location or headquarters are acceptable to ING BANK; assignment, in favor of ING BANK, of the insurance indemnities due under the insurance policies on the stocks of products mortgaged in favor of ING BANK.

16) Joint suretyship constituted by DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, DN AGRAR GROUP SA, LACTO AGRAR SRL, DN AGRAR PRODLACT; DN AGRAR STRAJA, DN AGRAR CUT, DN AGRAR SERVICE. Exception to the previous paragraph is the joint suretyship of DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, which does not apply to CREDIT 6, related to the contract 1484/05/11.03.2022.

17) Movable mortgage over 636,268 shares held by DN AGRAR GROUP SA in DN AGRAR APOLD SRL, representing 90% of the share capital of DN AGRAR APOLD SRL, with a total nominal value of RON 6,362,680 (six million three hundred and sixty two thousand six hundred and eighty lei) and on the rights and receivables/dividends assignable to all shares acquired on the basis of Credit Facility Agreement No 1484/05 between DN AGRAR GROUP SA and ING BANK;

18) movable mortgage over 460,100 shares held by DN AGRAR GROUP SA in DN AGRAR HOLDING SRL, representing 100% of the share capital of DN AGRAR HOLDING SRL, with a total nominal value of RON 4,601,000 (four million six hundred and one thousand lei) and on the rights and receivables/dividends assignable to all shares acquired on the basis of Credit Facility Agreement No 1484/05 between DN AGRAR GROUP SA and ING BANK;

19) movable mortgage on all receivables held or potentially to be held by DN AGRAR GROUP SA, owed by DN Agrar Garbova CV (registration no. 01129709), or by any other third party as a result of the non-conclusion of the contract for the sale and purchase of shares and/or in connection with the share transfer transaction which has not been completed or has been cancelled for any reason whatsoever.

20) promissory note in relation to the amount and the maturity date, without protest, issued by the Borrowers and guarantors, namely DN AGRAR GROUP SA, DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, LACTO AGRAR SRL, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL in favor of ING BANK, endorsed by Jan Gijsbertus De Boer, (personal data), as administrator of the Borrower;

21) movable mortgage constituted by DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, DN AGRAR GROUP SA, LACTO AGRAR SRL over all their accounts opened with ING Bank

22) Real estate mortgage on land: 1. land within the built-up area registered in LB: 74673, 74674, 74676 Calnic, owned by DN AGRAR CUT SRL and 74687 Calnic, owned by DN AGRAR SERVICE 2. land outside the built-up area registered in LB: 74675, 74688, 77854, 77855 Calnic, owned by DN AGRAR CUT

23) real estate mortgage - buildings registered according to LB 74676 Calnic, owned by DN AGRAR CUT and LB 74687 Calnic, owned by DN AGRAR SERVICE. The constructions are made both on LB no. 74676 Calnic, owned by DN AGRAR CUT and on LB no. 74687 Calnic, owned by DN AGRAR SERVICE:

74676-C1 opened shelters LB 74676,

74676-C2 opened shelters LB 74676,

74676-C3 opened shelters LB 74676,

## DN AGRAR GROUP SA

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74676-C4 manure lagoon LB 74676,

74687-C6 opened shelters LB 74687,

74687-C7 opened shelters LB 74687,

74687-C8 opened shelters LB 74687

24) movable mortgage constituted by DN AGRAR CUT over the present and future fixed productive assets, consisting of dairy cows, owned by the Borrower, registered in the accounting account 217, currently located at the headquarter (headquarters) or at the location (locations) where the Borrower carries out its business activity or activities related to its business activity or elsewhere under the condition that such location or headquarters are acceptable to ING BANK; the assignment in favor of ING BANK of insurance indemnities due under insurance policies on the above-mentioned productive assets mortgaged in favor of ING BANK

25) movable mortgage constituted by DN AGRAR CUT SRL and DN AGRAR SERVICE SRL on equipment, owned by DN AGRAR CUT SRL and DN AGRAR SERVICE SRL; the assignment in favor of ING BANK of insurance indemnities due under insurance policies on the equipment mortgaged in favor of ING BANK. The equipment positions are those listed in the Annex 1.

26) Movable mortgage on claims arising from contracts for the sale of milk production to be concluded by DN AGRAR CUT SRL in the course of its activities, as and when they are concluded.

27) Movable mortgage on all receivables arising from contracts concluded by DN AGRAR CUT SRL in the course of business, as and when they are concluded

28) DN AGRAR SERVICE SRL will mortgage in favor of EXIM / ING BANK the receivables/profits obtained from the lease/storage contracts related to the silos financed by this investment loan.

29) real estate mortgage - having the rank mentioned in the real estate mortgage contract and duly reflected in the Land Book - constituted by the Borrower in favor of ING BANK, on the real estate belonging to DN AGRAR STRAJA SRL, consisting of land registered in the Land Book no. (LB 70687, LB 70725, LB 70819 as well as the real estate mortgage on the future buildings; assignment, in favor of ING BANK, of the insurance indemnities due under the insurance policies on the mortgaged building in favor of ING BANK.

30) movable mortgage constituted by DN AGRAR STRAJA SRL on the equipment that will be owned by DN AGRAR STRAJA SRL following the completion of the new Straja farm project; assignment, in favor of ING BANK, of the insurance indemnities due under the insurance policies on the equipment mortgaged in favor of ING BANK.

31) movable mortgage constituted by DN AGRAR STRAJA SRL on future fixed productive assets, consisting of milk cows, owned by DN AGRAR STRAJA SRL, to be recorded in the accounts of DN AGRAR STRAJA SRL, assets to be located at the headquarters(s) or location(s) where DN AGRAR STRAJA SRL carries out its business activity or activities related to its business activity or elsewhere under the condition that such location or headquarters are acceptable to ING BANK; assignment in favor of ING BANK of insurance indemnities due under insurance policies on the above-mentioned productive assets mortgaged in favor of ING BANK.

32) Movable mortgage on: stable equipment purchased from Leuteritz Anlagenbau GmbH according to final invoices number 17-RE00598/26.07.2017 and 17-RE00597/26.07.2017, stable equipment and installations for heating and water storage on the farm, incorporated in the construction, owned by DN Agrar Cut.

11. Approved to sign the Intercreditor Agreement to be concluded between ING BANK, Exim Banca Romaneasca S.A. and DN AGRAR GROUP SA, DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, LACTO AGRAR SRL, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL

12. Approved to appoint Mr. Jan Gijsbertus de BOER, as legal representative, for the negotiation of the terms of the Credit Agreements with Exim Banca Romaneasca S.A. and ING BANK, the signing of the Credit Agreements with Exim Banca Romaneasca S.A. and ING BANK, the Intercreditor Agreement to be signed between Exim Banca Romaneasca S.A., ING BANK and DN AGRAR GROUP SA, DN AGRAR APOLD SRL, DN AGRAR HOLDING SRL, LACTO AGRAR SRL, DN AGRAR CUT SRL, DN AGRAR SERVICE SRL, DN AGRAR STRAJA SRL, of the (movable/real estate) guarantee contracts, of any addenda arising from these Contracts listed above (e.g. addenda for the shortening or extension of the credit facility), as well as any other documents, including promissory notes that Exim Banca Romaneasca S.A. and ING BANK will request from the Company in order to grant the loan, his signature being fully binding on the Company.

This mandate shall be valid for a period of one (1) year from the date of granting and shall be automatically renewed for successive periods of one (1) year, unless the mandate granted under this authorization is expressly revoked.

In case of revocation of the mandate, the obligation to notify ING BANK and Exim Banca Romaneasca S.A. about its termination is incumbent on the principal/principals. ING BANK and Exim Banca Romaneasca S.A. shall not be held liable in any way if they have not been duly informed.

13. Approved the date of 28.03.2024 as the Registration Date, which serves to identify the shareholders on whom the effects of the resolutions adopted by the EGMS will be passed and of the date of 27.03.2024 as the "ex-date" of the EGMS resolution.

The signatures of the present shareholders will be mentioned in the annexed table of the minute.

## DN AGRAR GROUP SA

Alba-Iulia, str. Piata Iuliu Maniu, nr. 1, bl. 31DE (imobil)  
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DN AGRAR Group (DN) states that the items on the agenda of the Minutes have been renumbered, from 1 to 13, due to a material error detected in the numbering of item 5 on the agenda in the Convening Notice.

**Jan Gijsbertus de Boer**  
Chairman of the Board of Directors

