



Arctic S.A.
210, 13 Decembrie St., 135200
Gaesti, Dambovita, Romania

Trade office no: J15/253/1991
Unique registration no: RO933930
Share capital: 48,039,066,6 Lei

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**DECISION OF THE
EXTRAORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS
OF ARCTIC S.A.
No. 2/07.09.2023**

The Extraordinary General Assembly of the Shareholders of ARCTIC S.A., a Romanian joint stock company, registered with the Trade Registry under no. J15/253/1991, EUID: ROONRC. J15/253/1991, sole registration no. RO933930, having a subscribed and paid-up share capital of RON 48,039,066.6 (the "**Company**") gathered today, 7th of September, 2023, starting with 11:00 p.m., in Gara Herastrau Street, no. 4D, 6th Floor, District 2, Bucharest.

The shareholder BEKO B.V. (formerly having the corporate name ARDUTCH B.V.), owner of 464,648,010 nominative shares, representing 96,7229471523% of the total number of shares and of the voting right, is represented in the Assembly by Mrs. Ungureanu Simona, according to the special power of attorney no. 3707/04.09.2023.

The shareholders who attended the meeting, representing 96,7229471523% of the total number of shares and voting rights, decided unanimously upon the matters on the agenda, as follows:

1. It is noted that the majority shareholder, ARDUTCH B.V., with headquarters in Gustav Mahlerplein 2, office number 113, 1082 MA Amsterdam, the Netherlands, has changed its name and headquarters, becoming: Beko B.V., with headquarters in Nieuwe Herengracht 119, 1011 SB, Amsterdam, Netherlands.
2. It is noted the correction of the clerical error in the Article of Incorporation, regarding the share capital undersigned and entirely paid-in of 48,039,067 lei, the correct value being 48,039,066.6 lei.
3. It is noted the correction of the clerical error in the Article of Incorporation, regarding the shareholding structure, the correct values being:
 - Beko B.V., owns a number of 464.648.010 nominal shares, with a value of 0,10 RON each, representing 96,7229471523 % of the share capital;
 - The rest of 3,2770528477 % % of the share capital, represented by a number of 15.742.656 nominal shares with a value of 0,10 lei each, is owned by other shareholders."
4. It is approved the amendment of art.7.1. and art.8.1 of Company's Articles of Incorporation, by updating the data, according to points 1-3 above, as follows:

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„7.1. The share capital undersigned and entirely paid-in is 48.039.066,6 lei, split into a number of 480.390.666 nominal shares, with a nominal value of 0,10 lei each.”

„8.1. The shareholders' structure is as follows:

- BEKO B.V., with its headquarter in Nieuwe Herengracht 119, 1011 SB Amsterdam, Netherlands, owns a number of 464.648.010 nominal shares, with a value of 0,10 RON each, representing 96,7229471523 % of the share capital;
- The rest of 3,2770528477 % % of the share capital, represented by a number of 15.742.656 nominal shares with a value of 0,10 lei each, is owned by other shareholders.”

5. Based on the proposal made during the meeting, it is approved that Mr. Murat Buyukerk, a Turkish citizen, born on 12th of September, 1964, in Turkey, domiciled in district of Göktürk Merkez Mah., 10.Gül Sokağı street, residential complex Gökyüzü Residence, block E-BI, no. 4E, Apartment 7, Eyüpsultan, Istanbul, Turkey, identified by passport type P, no. U13776093, issued by authorities from Turkey on 12.12.2016 with validity till 12.12.2026, personal identify number 38893569854, to sign the updated of Articles of Incorporation of the Company.

Drafted and executed in 2 original counterparts in English language and 3 original counterparts in Romanian language, today, 7th of September, 2023, in Bucharest, on the basis of the minutes of the meeting drafted during the meeting of the Extraordinary General Assembly of the Shareholders.

BEKO B.V. (formerly having the corporate name ARDUTCH B.V.)

Represented by Mrs. Ungureanu Simona

In capacity of: representative


