



To,
Board of Directors

We hereby inform you that, on **29.02.2024** S.C. Romcarbon S.A. had the following bank exposure:

- Bank credits in amount of **EUR 14,161,781**;
- Bank guarantee letters with a ceiling of **RON 500,000** contracted with UniCredit Bank SA and a ceiling of bank guarantee letter guaranteed with cash collateral of **RON 50,000** according to the Board decision no.3/17.02.2023
- Guarantees given to Livingjumbo Industry SA for the credits contracted with UniCredit Bank (**EUR 2,450,000**) and Exim Banca Romaneasca SA (**EUR 2,000,000**);
- Guarantees given to RC Energo Install SRL for the credit contracted with Exim Banca Romaneasca SA in amount of **RON 2,000,000**.

Type	Maturity	CCY	Initial amount (euro)	Initial amount (lei)	Total exposure (euro) 29.02.2024	Total exposure (lei) 29.02.2024	Total exposure in RON equivalent 29.02.2024	Balance as at 29.02.2024	
								in euro	in lei
Credit lines/overdraft	detailed	Euro	10,550,000 €		10,550,000 €		52,422,950 lei	5,022,687 €	24,957,732 lei
Investment loan UniCredit VI*	08/06/2026	Euro/Lei	1,000,000 €		566,347 €		2,814,178 lei	207,237 €	1,784,418 lei
Investment loan UniCredit VI**	08/06/2027	Euro/Lei	2,950,000 €		2,745,434 €		13,642,064 lei	1,450,170 €	8,172,414 lei
Bank guarantee letters with cash collateral -UniCredit Bank SA				50,000 lei		50,000 lei	50,000 lei	- €	- lei
Bank guarantee letters -UniCredit Bank SA	03/07/2025	Lei		500,000 lei	- €	500,000 lei	500,000 lei	- €	118,338 lei
Un-engagement credit for guaranteeing the interest rate hedge - UniCredit Bank	08/06/2027	Euro	300,000 €		300,000 €	- lei	1,490,700 lei	- €	- lei
Total exposure as of 29.02.2024			14,800,000 €	550,000 lei	14,161,781 €	550,000 lei	70,869,892 lei	6,680,094 €	35,032,901 lei

* The withdrawals were made in both EUR and RON.

1. Detailed situation of working capital credits(overdrafts):

Bank	Type	Ceiling	Balance as of 29.02.2024		Maturity
			in euro	in lei	
UniCredit Bank SA	Credit lines/overdraft /credit for general expenses	8,000,000 €			
	- sublimit 1 - overdraft*		2,516,710 €	12,505,534 lei	19/12/2024
	- sublimit 2 – issuance of Bank LG and LC		- €	- lei	19/12/2027
Exim Banca Romaneasca SA	Credit lines/overdraft	2,550,000 €	2,505,977 €	12,452,198 lei	24/05/2024
TOTAL		10,550,000 €	5,022,687 €	12,452,198 lei	

Note: of the ceiling of EUR 8,000,000 the amount of EUR 2,550,000 is drawn by Livingjumbo Industry SA.

2.Situatia detaliata a creditelor de investitii :

Bank	Type	CCy	Initial amount	Balance as of 29.02.2024		Maturity
				in euro	in lei and lei equivalent	
UniCredit Bank	Investment loan VI (withdrawals in EUR)	EUR	1,000,000	207,237 €	1,029,760 lei	08/06/2026
UniCredit Bank	Investment loan VI (withdrawals in RON)	RON		754,658 lei		
UniCredit Bank	Investment loan VII (withdrawals in EUR)	EUR	2,950,000	1,450,170 €	7,205,897 lei	08/06/2027
UniCredit Bank	Investment loan VII (withdrawals in RON)	RON		966,517 lei		
Total Credits in euro				207,237 €	8,235,657 lei	
Total Credits in lei					1,721,175 lei	

3. Detailed situation of the bank guarantee letters as at 29.02.2024

Beneficiary	Number	Value in lei	Issuance date	Maturity	Bank
SOCIETATEA NATIONALA A SARI SA	00888-02-0956063	108,847.50	10/07/2023	19/07/2024	UniCredit
SOCIETATEA NATIONALA A SARI SA	00888-02-0965375	1,846.00	18/08/2023	01/03/2024	UniCredit
SOCIETATEA NATIONALA A SARI SA	00888-02-0968185	7,644.00	31/08/2023	16/03/2024	UniCredit
Total		118,337.50			

Letters issued from the Credit Line/Credit contract with UniCredit Bank SA with a ceiling of EUR 8,000,000.

Beneficiary	Number	Value in lei	Issuance date	Maturity	Bank
Nova Power & Gas	00888-02-0994263	2,251,142.41	21/12/2023	31/01/2025	UniCredit
Total		2,251,142.41			

We present below the information regarding the guarantees for the credits signed by SC Romcarbon SA

I. Short term credits (overdraft)

a) Credit line contracted with UniCredit Bank SA in amount of EUR 8,000,000 (ctr. BUZA/014/2012)

- Balance as of 29.02.2024: RON 12,505,534 (equivalent of EUR 2,516,710)
- Maturity:
 - Sub-limit 1 : Overdraft/General expenses, maturity : 19.12.2024
 - Sub-limit 2: Issuance by the bank of one or more commitments (letters of guarantee/guarantee and/or letters of credit), maturity : 19.12.2027
- Note : from this credit line the amount of EUR 2,550,000 will be drawn by Livingjumbo Industry SA.
- Guarantees:
 1. Mortgage right together with the interdictions to alienate, encumbrance, allot, rent, demolish, build, arrange, reorganize and merge, and also the lender's privilege over the real estate (land and present and future buildings) in total area of **81,621 sq m** located in Buzau, 132 Transilvaniei street identified by the following cadastral numbers **67264** (in total area of **10,037 sq m**), and constructions 67264 C1-C10, having the Land Book registration no. 67264, **73295** (in total area of **17,198 sq m**), and constructions 73295 C1-C7, having the Land Book registration no. 73295, **67301** (in total area of **3,348 sq m**), having the Land Book registration no.67301, **64371** (in total area of **22,830 sq m**) and constructions 64371 C1, having the Land Book registration no. 64371, **52784** (in total area of **7,659 sq m**), and constructions 52784 C6-C7 and C12-C16, having the Land Book registration no. 52784, **52768** (in total area of **10,191 sq m**), and constructions 52768 C1-C6, C8-C11, C14-C18 and C20, having the Land Book registration no. 52767 and the cadastral number **72441** (in total area of **10,358 sq m**), and constructions 72441 C1-C14, having the Land Book registration no. 72441, and also over the current and future rental incomes generated by the real estate, the indemnity payable under any guarantee/ insurance agreement of any type in respect of and related to the payment of these rental incomes.
 2. Security mortgage on the present and future current accounts opened by Romcarbon SA in lei and currency at UniCredit Bank SA;
 3. Security mortgage on the present and future current accounts opened by Livingjumbo Industry SA in lei and currency at UniCredit Bank SA;
 4. Assignment of receivables from present and future contracts/orders and/or invoices concluded by Romcarbon SA with its clients, with the possibility of sending notifications to the assigned clients according to the negotiations with the bank. At this date are notified the following clients: LivingJumbo Industry SA ,P.H. Bratpol Polonia, Yugosac D.O.O.Serbia, KASAKROM Chemicals SRL Bucuresti, Arpa SA Logistics Grecia, Metro Cash & Carry Romania SRL, Comandor Impex SRL Focsani, Auchan Romania SA, Snick Ambalaje si Consumabile Magura BZ, Carrefour Romania SA, Horeca Distribution SRL Bucuresti, V&T Trade Ltd Sofia Bulgaria;
The list could be updated by including or excluding new/existing clients;
 5. Security mortgage on stocks having a value of EUR 4,600,000;
 6. Mortgage over 4 equipment having a market value of EUR 291,203 according to the evaluation report from 16.01.2024 and a net book value as at 29.02.2024 of RON 144,272;
 7. Mortgage over the equipment purchased within the project „Development of Romcarbon SA” having a market value as at 12.05.2023 of EUR 2,945,190 and a net book value as at 29.02.2024 of RON 11,749,831;

8. Mortgage over the equipment purchased within the project „Development of Livingjumbo Industry SA”, property of Livingjumbo Industry SA”, having a market value as at 23.11.2023 of EUR 4,726,300 and a net book value as at 29.02.2024 of RON 13,926,767;
9. „No claims” blank promissory note.
10. Movable mortgage on the money receivables of the company born from the policy (s) and the insurance contract (s) concluded for the insurance of the mortgaged goods, having the Bank as the sole beneficiary of the compensations that will be paid based on them.
11. Livingjumbo Industry SA having the quality of co-borrower.

b) Credit line contracted with Exim Banca Romaneasca SA in amount of EUR 2,550,000 (ctr. 8 - ABZ/28.05.2020)

- Balance as at 29.02.2024: RON 12,452,198 (equivalent of EUR 2,505,977)
- Maturity: 24.05.2024
- Guarantees:
 1. Mortgages on land and buildings in total area of **40,141 sq m** owned by Romcarbon SA located in Buzau, 132 Transilvaniei street, identified by the following cadastral numbers: 61094(344/1/6) in total surface of 8,922 sq m , 52789(344/1/8) in total surface of 17,922 sq m, 65873(344/1/9) in total surface of 6,505 sq m, 52808(344/1/11/1) in total surface of 4,561 sq m, 54430 in total surface of 1,320 sq m ;60631 in total surface of 911 sq m;
 2. Mortgage over an equipment (PE washing, sorting and mincing line), having a market value as at 03.04.2023 of EUR 404,000 and a net book value as at 29.02.2024 of RON 1,464,957;
 3. Security mortgage on the current accounts opened by Romcarbon SA in lei and currency at EximBank SA;
 4. Assignments of the present and future receivables resulted from the commercial tranzactions with, including but not limited to: Ductil SA, Dedeman SRL, Nenea SRL, Agrana Romania SRL, Romania Hypermarcete SRL, Hitexim SRL, Magic Serv SRL, Sapte Spice SA, Roca Obiecte Sanitare, GD Agro Com SRL, M&V SRL, Autonet Import SRL, Subansamble Auto SA, Fabryo Corporation SRL;
 5. Assignments of the present and future receivables resulted from the commercial tranzactions with Toro Manufacturing and Sales SRL, Leroy Merlin Romania SRL, Moara Cibin SA, Pambac SA and other clients agreed with the bank;
 6. Movable mortgage on the money receivables of the company born from the policy (s) and the insurance contract (s) concluded for the insurance of real estate and equipment;
 7. No claims” blank promissory note.

II. Investment loans

a) Investment loan in amount of Eur 1,000,000 to finance and re-finance objectives included in the 2021 investment plan contracted from UniCredit Bank SA Buzau Branch, (ctr. BUZA/005/2021)

- Currency : EUR and RON
- Withdrawals in EURO as at 29.02.2024: RON 1,029,760 (equivalent of EUR 207,237)
- Withdrawals in RON as at 29.02.2024: RON 754,658
- Maturity: 08.06.2026
- Guarantees:
 1. Mortgage right together with the interdictions to alienate, encumbrance, allot, rent, demolish, build, arrange, reorganize and merge, and also the lender's privilege over the real estate (land and buildings) located in Buzau, 132 Transilvaniei street, identified by the cadastral number 67264 (in total area of 10,037 sq m), land and present and future constructions C1-C10, having the Land Book registration no. 67264, and 73295 (in total area of 17,198 sq m), land and present and future constructions C1-C7, having the Land Book registration no. 73295;

2. Mortgage right together with the interdictions to alienate, encumbrance, allot, rent, demolish, build, arrange, reorganize and merge, and also the lender's privilege over the real estate (land and buildings) located in Bulevardul Unirii, Bl.E3-E4, Buzau, identified by the cadastral number 61039-C1-U12 (Land Book no. 61039-C1-U12), 61099-C1-U2 (Land Book no. 61099-C1-U12), 6777 (Land Book no. 52765), 6778 (Land Book no. 52788) si 6779 (Land Book no. 52861);
3. Mortgage over the credit balance of the accounts in lei or foreign currency opened by S.C. Romcarbon S.A. with UniCredit Bank – Buzău Branch;
4. Mortgage right over the current and future rental incomes generated by the real estate, the indemnity payable under any guarantee/ insurance agreement of any type in respect of and related to the payment of these rental incomes;
5. Movable mortgage on the money receivables of the company born from the policy (s) and the insurance contract (s) concluded for the insurance of real estate and equipment;
6. Mortgage over 11 equipment having a market value of EUR 2257,208 according to the evaluation from March 2023 and August 2023 and a net book value as at 29.02.2024 of RON 1,588,442;

b) Investment loan in amount of Eur 2,950,000 to finance and re-finance objectives included in the 2022 investment plan contracted from UniCredit Bank SA Buzau Branch (ctr. BUZA/74706/CSC)

- Currency : EUR and RON
- Withdrawals in EURO as at 28.02.2023: RON 7,205,897 (equivalent of EUR 1,450,170)
- Withdrawals in RON as at 29.02.2024: RON 966,517
- Maturity: 08.06.2027
- Guarantees:
 1. Mortgage right together with the interdictions to alienate, encumbrance, allot, rent, demolish, build, arrange, reorganize and merge, and also the lender's privilege over the real estate located in Buzau, 132 Transilvaniei street, identified by the cadastral number 64815 (in total area of 13,678 sq m), land and present and future buildings 64815 C10-C21, having the Land Book registration no. 64815;
 2. Movable mortgage on the money receivables of the company born from the policy (s) and the insurance contract (s) concluded for the insurance of real estate and equipment;
 3. Mortgage right over the current and future rental incomes generated by the real estate, the indemnity payable under any guarantee/ insurance agreement of any type in respect of and related to the payment of these rental incomes;
 4. Mortgage over the credit balance of the accounts in lei or foreign currency opened by S.C. Romcarbon S.A. with UniCredit Bank – Buzău Branch;
 5. The movable mortgage on the machinery that will be purchased with financing from the present facility.

III. Bank guarantee letters facility

Bank guarantee letter facility contracted with UniCredit Bank SA with a ceiling of RON 500,000 (ctr. BUZA/002/2009).

- Maturity: 03.07.2026
- Guarantees:
 1. Mortgage over 4 equipment having a market value of EUR 291,203 according to the evaluation report dated 16.01.2024 and a net book value as at 29.02.2024 of RON 144,272;
 2. Security mortgage on the present and future current accounts opened by Romcarbon SA in lei and currency at UniCredit Bank SA.

IV. Tresury line

Unengagement credit – treasury line- in amount of EUR 300,000, contracted with UniCredit Bank SA

- Maturity: 08.06.2027
- Guarantees:
 1. Security mortgage on stocks having a value of EUR 4,600,000;
 2. Security mortgage on the present and future current accounts opened by Romcarbon SA in lei and currency at UniCredit Bank SA.

V. Guarantees granted for the loans contracted by the companies in the Group

Guarantees given to LivingJumbo Industry SA for the following credits contracted with UniCredit Bank SA

- Unengagement credit – treasury line – in amount of EUR 450,000 Eur (maturity February 2024), ,ctr. BUZA/044/2016, guaranteed by a pledge over a stock having an amount of EUR 4,600,000.
- Credit line having a ceiling of EUR 2,000,000 (Maturity 13.12.2024), ctr. BUZA/152021/CSC, guaranteed by a movable mortgage over 15 equipment having a market value of EUR 918,591 according to the evaluation dated 09.01.2023 and a net book value as at 29.02.2024 of RON 1,904,728.

Guarantees given to LivingJumbo Industry SA for the following credit contracted with Exim Banca Romaneasca SA

- Credit line having a ceiling of EUR 2,000,000 (Maturity 24.05.2024),ctr. 9 - ABZ/28.05.2020, guaranteed by a fidejussion contract concluded between the bank and Romcarbon SA.

Guarantees given to RC Energo Install SRL for the following credits contracted with Exim Banca Romaneasca SA

- Credit line in amount of RON 2,000,000 for financing the current activity (Maturity 24.05.2024), guaranteed by a subsequent rank mortgage over the equipment Coperion line (filtering and regranulating line ZSK 70 mc 18) having the inventory no. 24781 and a market value of EUR 1,003,400 according to the evaluation report dated 23.08.2023 and a net book value as at 29.02.2024 of RON 573,397;

	Summarization (net book value in lei)	
For the loans and bank guarantee letters presented above, SC Romcarbon S.A. had on 29.02.2024 guarantees in the form of mortgages and pledges as follows:	Land	26,229,507
	Buildings	18,352,698
	Equipment	18,352,698
	Inventories	22,857,400
	Total	85,792,303

We kindly ask you to submit for approving in EGSA the following:

- Bank exposure of Romcarbon S.A for the years 2024-2025, in a limit of **EUR 14,161,781** and **RON 550,000**, according to the above information as well as increasing this exposure with a maximum ceiling of **EUR 2,000,000** or equivalent in lei for unforeseen financing needs;
- The possibility to contract if it is needed a factoring facility with the ceiling of EUR 500,000 for a period of 36 months;

- the extension at maturity or, if necessary, before the maturity of the ceiling of bank letters contracted with UniCredit Bank SA in the amount of RON 500,000 for a period of 36 months and/or the modification of guarantees, as well as, if necessary, to increase it to RON 600,000;
- contracting a ceiling of letters of bank guarantee in the amount of RON 100,000 lei Exim Banca Romaneasca SA for a period of 36 months which will be guaranteed with guarantees consisting of cash collateral;
- extending by a period of 12 months the validity of the credit line contracted with Exim Banca Romaneasca (in the amount of EUR 2,550,000) and UniCredit Bank SA (in the amount of EUR 8,000,000) maintaining the guarantees;
- **contracting a multicurrency loan to finance the investment plan for the year 2024 for the amount of EUR 7,400,000, for a period of 60 months;**
- **contracting a bridge loan for the project with European funds from the NPRR program with a value of EUR 5,040,000;**
- Empower the Board of Directors to negotiate and decide regarding :
 - a) changing the credit conditions of the existing contracts/ prolongation of the short term credit facilities with a period of maximum 12 months in addition to the above approval;
 - b) changing the guarantees and/or approving new guarantees for the existing credits and approving guarantees for the new investment credits which will be signed within the approved bank exposure;
 - c) contracting new credits within the approved bank exposure.
 - d) contracting new loans by increasing the current exposure, within the limit of a maximum ceiling of 2,000,000 euros or equivalent in lei mentioned.
- Empower the General Manager – Huang Ling Neng and the Financial Manager – Zainescu Viorica Ioana to sign all and any document (credit contract, guarantee contract, s.o.) in connection with carrying out the decision of the Extraordinary General Meeting of Shareholders.

Thank you!

General Manager,

Huang Liang Neng

Financial Manager,

Ec.Zainescu Viorica Ioana

