TERAPLAST
SINCE 1896

Annual report on gender representation within governing bodies, in accordance with Article 109^6 of Law No. 24/2017

TeraPlast S.A. hereby provides the following information regarding the composition of the company's Board of Directors as at 15 July 2026, in accordance with the provisions of Chapter V^1 of Law No. 24/2017 on strengthening gender balance amongst directors of companies traded on a regulated market.

The Board of Directors of TeraPlast S.A. consists of seven members, as follows:

- **Dorel Goia – Chairman, non-executive director**
- **Lucian Claudiu Anghel – Non-executive director**
- **Iulia Daniela Mihăilă-Moldovan – Non-executive director**
- **George Toma Mucibabici – Non-executive director**
- **Vlad Nicolae Neacșu – Non-executive director**
- **Vasile Pușcaș – Non-executive director**
- **Alexandru Stânean – Executive Director**

The Board of Directors therefore consists of six non-executive directors – one woman and five men – as well as one male executive director. The under-represented gender among non-executive directors accounts for 16.67 per cent of all non-executive directors. At the same time, of the seven members of the Board of Directors, one member belongs to the under-represented gender, accounting for 14.29 per cent. The current composition of the Board of Directors was determined prior to the entry into force of the provisions of Article 109^3 of Law No. 24/2017, via the resolutions of the Company's General Meetings of Shareholders:

(a) on 14 September 2023, by appointment of Mr Dorel Goia, Mr Lucian Claudiu Anghel, Mr Vasile Pușcaș, Mr Vlad Nicolae Neacșu and Mr Alexandru Stânean, respectively

(b) on 27 December 2024, by appointment of Ms Iulia Daniela Mihăilă-Moldovan and Mr George Toma Mucibabici.

The selection and appointment of directors were carried out in compliance with the legal provisions applicable at the time, the Company's Memorandum of Association, and in accordance with the principles of equal opportunities and non-discrimination. The nomination process was therefore open, transparent and fair, giving all shareholders the opportunity to freely propose and vote for candidates, and all eligible individuals the opportunity to stand as candidates, in accordance with the law. The term of office of the current members of the Board runs until 14 September 2027.

For future appointments, the Company will take all possible measures to ensure compliance with the principle set out in Article 109^4 (2), which provides that *"when choosing between candidates who are equally qualified in terms of suitability, competence and professional achievements, priority shall be given to the candidate belonging to the under-represented sex, save in exceptional cases where grounds of greater legal weight, such as the application of other diversity policies, invoked in the context of an objective assessment which takes into account the specific circumstances of a candidate of the opposite sex and is based on non-discriminatory criteria, tip the balance in favour of the candidate of the opposite sex."*

TeraPlast consistently upholds and promotes the principles of diversity, gender balance and equal opportunities across all organisational structures, including at executive and director level. The company has incorporated these principles into key documents such as the Code of Conduct, the Internal Regulations, the Collective Labour Agreement and the Regulations of the Nomination and Remuneration Committee of TeraPlast S.A., which reflect the company's firm commitment to a fair, inclusive and merit-based organisational culture.

In light of the entry into force of the legal provisions aimed at promoting gender balance within the governing bodies of companies listed on a regulated market, TeraPlast has incorporated into the Regulations of the TeraPlast Nomination and Remuneration Committee the principles and criteria for the selection of candidates for management positions from the perspective of gender balance, in accordance with the requirements of Chapter V^1 of Law No. 24/2017. Thus, the Regulations govern the formal selection and nomination process, including principles relating to diversity in terms of gender, age, experience and professional perspectives, eligibility criteria, independence and non-discrimination, as well as the Committee's obligation to define the Board's profile and to draw up, during each selection process, a candidate profile that contribute to strengthening the Board's balance and effectiveness.

In light of the need to fill Board vacancies, arising from the expiry of terms of office, creation of vacancies or other relevant circumstances, the Committee will review the existing structure of the Board and draw up a candidate profile designed to help strengthen its effectiveness and balance. The selection process will comply with the criteria set out in Article 109^4 of Law No. 24/2017, including the principle of giving priority to candidates from the under-represented gender where qualifications are equal, and will seek to achieve the quantitative targets set out in Article 109^3 (1).

TeraPlast reaffirms its commitment to promoting diversity and gender balance in its management structures, continuously seeking to develop and implement corporate governance tools that adhere to best practice and support fair representation, based on competence, integrity and performance.

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