



To: The Romanian Financial Supervisory Authority
Financial Instruments and Investments Sector

The Bucharest Stock Exchange
Regulated Spot Market, Category Standard (Shares)

From: ZENTIVA S.A.

CURRENT REPORT

pursuant to the provisions of Law no. 24/2017 on issuers of financial instruments and market operations, as amended, as well as pursuant to the provisions of Financial Supervisory Authority Regulation no. 5/2018 on issuers of financial instruments and market operations

Report date: 20 MARCH 2023

Name of the issuing entity: ZENTIVA S.A. (the “Company”)

Registered office: 50 Theodor Pallady Blvd.
3rd District, Bucharest
Romania

Phone/Fax number: +4021.304.72.00/ +4021.345.40.04

Webpage: www.zentiva.ro

Registration number with the Bucharest Trade Register and sole registration code: J40/363/1991
336206

Share Capital: RON 69,701,704

Number of shares: 697,017,040 shares

Regulated market on which the issued securities are traded: Bucharest Stock Exchange, Main Segment, Category Standard (Shares)

Important events to be reported:

Resolutions of the ordinary and the extraordinary general meetings of the shareholders of the Company, dated 20 March 2023

The Company would like to inform its shareholders and investors that (i) the ordinary general meeting of the shareholders of the Company (“OGMS”) convened for 20 March 2023 (first convening) at the Company’s headquarters starting with 09:00 a.m. and, respectively, (ii) the extraordinary general meeting of the shareholders of the Company (“EGMS”) convened for 20 March 2023 (first convening) at the Company’s headquarters starting with 10:00 a.m., took place, both being chaired by Mrs. Margareta Tănase, member of the Board of Directors, empowered by the Chairman of the Board of Directors of the Company as per the power of attorney dated 9 March 2023.

A. Following the OGMS, the shareholders of the Company have decided to:



1. Approve the appointment of the following members of the Board of Directors:
 - i. Mr. Kenneth Lynard;
 - ii. Mrs. Simona Cocoş;
 - iii. Mrs. Margareta Tănase;
 - iv. Mr. Alin Briciu;
 - v. Mr. Francois-Noel Marchand.

The mandate of each of the new members shall be valid for a period of four (4) years, starting with the date of 21 March 2023, until 21 March 2027.

2. Approve the date of 10 April 2023 as registration date, identifying the shareholders which will benefit from the effects of the resolutions adopted by the OGMS, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017 and the date of 7 April 2023 as “ex-date”, computed in accordance with the provisions of art. 2 (2) letter (l) of Regulation 5/2018.
3. Authorise the Board of Directors and/or any member of the Board of Directors and/or the Company’s General Manager, with the right to sub-delegate, in the name and on behalf of the Company, with full power and authority, to execute any documents, including the resolutions of the OGMS of the Company and/ or the management/ mandate agreements with any other members of the Board of Directors, to file, to request the publication of the resolutions in Part IV of the Official Gazette of Romania, to pick up any documents, as well as to fulfil any necessary formalities in front of the Trade Registry Office, as well as in front of any other authority, public institution, legal entities and individuals, as well as to carry out any acts for implementing and ensuring the opposability of the resolutions which will be adopted by the OGMS.

B. Following the EGMS, the shareholders of the Company have decided to:

1. Approve the amendment of the secondary business object of the Company by supplementing it and, implicitly, the amendment of Article 5.3 of the Company’s Articles of Association, in order to add the following NACE Codes:
 - NACE Code 6492 - Other credit granting (intercompany operations);
 - NACE Code 3511 - Production of electricity.
2. Approve the date of 10 April 2023 as registration date, identifying the shareholders which will benefit from the effects of the resolutions adopted by the EGMS, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017 and the date of 7 April 2023 as “ex-date”, computed in accordance with the provisions of art. 2 (2) letter (l) of Regulation 5/2018.
3. Authorise the Board of Directors and/or any member of the Board of Directors and/or the Company’s General Manager, with the right to sub-delegate, in the name and on behalf of the Company, with full power and authority, to execute any documents, including the resolutions of the EGMS of the Company, to file, to request the publication of the resolutions in Part IV of the Official Gazette of Romania, to pick up any documents, as well as to fulfil any necessary formalities in front of the Trade Registry Office, as well as in front of any other authority, public institution, legal entities and individuals, as well as to carry out any acts for implementing and ensuring the opposability of the resolutions which will be adopted by the EGMS.

The OGMS and the EGMS resolutions can be accessed on the Company’s website, at the following link: <https://www.zentiva.ro/investors/general-meetings-shareholders>.

Margareta Tănase

Member of the Board of Directors