

- CHIPAMENTE ELECTRICE SI ELECTRONICE
 INJECTIE MASE PLASTICE
 PROJECTARE
 PRODUCTIE ENERGIE ELECTRICA DIN SURSE
 REGENERABILE SI FURNIZARE ENERGIE ELECTRICA
 SUBCONTRACTARE PRODUSE SI SUBANSAMBLE
 ELECTRONICE, MASE PLASTICE, METALICE
 SOLUTII DE ILUMINAT CU LED







REPORT GENDER REPRESENTATION IN THE CONTEXT OF MANAGEMENT BODIES OF ELECTROMAGNETICA S.A.





PROJECTARE









1. IDENTIFICATION DATA OF THE COMPANY

Company Name: Electromagnetica S.A.

Registered Office: Bucharest, Sector 5, Calea Rahovei nr. 266-268, postal code 050912

Tel/ Fax: 021 404 21 02/ 021 404 21 95

NAIL: 414118

Inreg No. at ORCTB: **J199100019408**

Regulated market: BVB, Capital Securities Sector, Shares, Premium Category

Market symbol: ELMA

Number of shares: 676.038.704
Face value: 0,1000 RON

Share capital: **67,603,870.40 RON**

LEI Code : ID: 254900MYW7D8IGEFRG38

2. COMPANY OVERVIEW

Electromagnetica S.A. is a joint-stock company established in 1930 with Romanian legal personality and unlimited lifespan that is organized and operates according to the statute and based on Law no. 31/1990 on companies, republished, in compliance with Law no. 24/2017 on issuers of financial instruments and market operations and ASF Regulation no. 5/2018 on issuers of financial instruments and market operations.

The share capital of the company is RON 67,603,870.40 divided into 676,038,704 common shares, registered and dematerialized, registered in an electronic account in the shareholders' register kept by Depozitarul Central SA.

According to the Company's bylaws, the main field of activity is NACE code 682 – Rental and subletting of own or leased real estate and the main activity is NACE code 6820 – Rental and subletting of own or leased real estate, according to the Classification of Activities in the National Economy, approved by the Order of the President of the National Institute of Statistics no. 377/17.04.2024 (NACE Rev.3).

The company's management believes that a high level of transparency, continuous and real-time communication of important information, together with investor protection, is the key to long-term support of the company's development strategy by shareholders and maximizing the value of shares.

Strict application of the relevant legal framework (Law no. 31/1990 – Companies Law, republished; Law no. 24/2017 on issuers of financial instruments and market operations; ASF Regulation no. 5/2018 on issuers of financial instruments and market operations and the Bucharest Stock Exchange Code) provide the prerequisites for compliance with the internationally established Corporate Governance requirements.

3. BOARD OF DIRECTORS (C.A.)

Electromagnetica S.A. is managed in a unitary system, by a Board of Directors composed of 5 directors, elected by the general meeting of shareholders, for a period of 4 years, with the possibility of being re-elected. The majority of the members of the Board of Directors are non-executive directors (who have not been appointed as directors).

The directors are appointed by the ordinary general meeting of shareholders and may be re-elected.

The election of the members of the board of directors was made by cumulative vote at the General Meeting of Shareholders of July 3, 2023, the candidates being appointed by the shareholders.

As of the date of this report, the composition of the Board of Directors of Electromagnetica S.A. is as follows:

	•	3
Name	Function	Profession
Daniela – Adi Cucu	President of the Board of Directors	Bachelor of Legal Sciences
Sorin – Iulian Cioacă	Member of the Board of Directors	Bachelor of Science in
		Mathematics and Economics
Cristina – Gabriela Gagea	Member of the Board of Directors	Bachelor of Science in
		Economics
Mihai Trifu	Member of the Board of Directors	Bachelor of Science in
		Economics
Mihai Zoescu	Member of the Board of Directors (with	Bachelor of Science in
	mandate until October 18, 2027)	Economics

As of the date of this report, all members of the Board of Directors are non-executive directors, so a balance of authority is ensured.



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4. DIVERSITY ON THE BOARD

Ensuring diversity and equal opportunities is the company's concern to provide its employees with conditions for professional and personal growth, offering them a stimulating work environment, respecting the principles of diversity, non-discrimination and equal opportunities.

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The Board of Directors of the Company consists of 5 members, of which 3 are male and 2 are female.

According to the following chart, the share of women in the Management Body of Electromagnetica S.A. is 40%.



5. FINDINGS REGARDING THE ACHIEVEMENT OF THE LEGAL OBJECTIVE

According to the Annex related to Law no. 24/2017, for a Board of 5 members, a minimum of 2 directors belonging to the underrepresented sex is required to achieve the 33% target (art. 109³ para. (1) letter b)).

As there are currently 2 female people on the Board of Directors of the Company, the legal objective is achieved.

6. COMPLIANCE WITH LEGAL REQUIREMENTS

The selection and appointment of the members of the Board of Directors within Electromagnetica S.A. is carried out by the shareholders' vote, in accordance with the capital market legislation and the Company's articles of incorporation.

All candidates included on the list submitted to the GSM vote are evaluated in advance according to a standardized, gender-neutral procedure, based on the following criteria:

- relevant professional qualifications;
- reputation and integrity;
- experience in governance and financial markets.

During the process of choosing candidates for the position of members of the Board of Directors of Electromagnetica S.A., the shareholders choose the candidates freely, based on the principle of proportional voting, without the possibility of influencing the result on gender considerations, according to art. 1094 para. (5) of Law no. 24/2017.

In order to ensure compliance with the legal provisions, Electromagnetica S.A. will inform the shareholders through the informative material, published 30 days prior to the meeting of the General Shareholders' Meeting, the provisions of Law no. 24/2017, so that the shareholders decide to elect the candidates in full knowledge of the facts for the next Shareholders' Meeting which will have as an item on the agenda the election of a member/members of the Board of Directors of the Company.



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7. PUBLICATION AND TRANSPARENCY

The information in this report is publicly available on the https://electromagnetica.ro/investitori/guvernanta-corporativa/ website, together with the Selection/Suitability Policy of the management body of Electromagnetica S.A.

> **Managing Director** George Stefan