

CHROMOSOME DYNAMICS SA,  
CUI RO42234198, J40/1800/2020, Drumul Valea Furcii, no. 156-158, sc.1, Et. 4, ap.24, sector 6, București  
[www.chromosome-dynamics.com](http://www.chromosome-dynamics.com), [investitori@chromosome-dynamics.com](mailto:investitori@chromosome-dynamics.com), (Tel.) +40 739.616.751



To:  
BUCHAREST STOCK EXCHANGE SA  
FINANCIAL SUPERVISION AUTHORITY

## Current report no. 15/2023

According to Law nr. 24/2017 regarding issuers of financial instruments and market operations, ASF regulation nr. 5/2018 regarding the issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Rulebook for Multilateral Trading System.

Date of report	28.04.2023
Name of the Company	CHROMOSOME DYNAMICS SA
Reg. Office	Bucharest, 156-158 Valea Furcii Road, block C1, 4th floor, apartment 24, sector 6
Phone no.	0739.616.751
E-mail	<a href="mailto:investitori@chromosome-dynamics.com">investitori@chromosome-dynamics.com</a>
Trade Reg.No	J40/1800/2020
Fiscal Code	RO42234198
Subscribed and paid capital	122.491,8 RON
Total no. of shares	612.459
Symbol	CHRD
Trading market	Stock market shares: SMT AeRO Premium

### **Important events to report: Decisions of the Ordinary and Extraordinary General Meetings of the Shareholders of Chromosome Dynamics S.A.**

The Ordinary and Extraordinary General Meetings of Shareholders of CHROMOSOME DYNAMICS S.A. were convened statutorily and legally on April 27, 2023, with the direct participation of shareholders holding a total of 459,000 shares representing 74.9438% of the company's share capital and total voting rights. The full text of the resolutions adopted by the Meetings is reproduced in full below.

#### **CHROMOSOME DYNAMICS S.A.**

GENERAL MANAGER  
IONEL MUGUREL GABRIEL



DECISION OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS  
CHROMOSOME DYNAMICS S.A.  
NO. 1/27.04.2023

The Ordinary General Meeting of Shareholders (**OGSM**) of CHROMOSOME DYNAMICS S.A., a company headquartered in Bucharest, 156-158 Valea Furcii Road, block C1, 4th floor, apartment 24, sector 6, and the correspondence address at the secondary headquarters in Bucharest, 6L Iuliu Maniu Boulevard, Campus 6.1 building, 2nd floor, office 242, sector 6, registered with the Trade Registry under no. J40/1800/2020, VAT no. RO42234198, with a subscribed and paid-up share capital of 122,491.8 lei (the Company),

legally and statutorily convened for the second call on **April 27, 2023, at 10:00 am**, at the address of the secondary headquarters in Bucharest, 6L Iuliu Maniu Boulevard, Campus 6.1 building, 2nd floor, office 242, sector 6,

in accordance with the provisions of Law no. 31/1990 on companies, republished, with subsequent amendments and supplements, of the Articles of Association, Law no. 24/2017 regarding financial instruments issuers and market operations, republished, ASF Regulation no. 5/2018 regarding financial instruments issuers and market operations, with subsequent amendments and supplements,

with the direct participation, representation or correspondence vote of shareholders representing 74.9438% of the share capital, holding a number of 459,000 shares and 459,000 voting rights, respectively, 74.9438% of the total voting rights.

**DECIDES**

Art. 1. The financial statements of the Company as of December 31, 2022, based on the reports of the Sole Administrator and the Company's financial auditor, are approved.

*The decision was taken unanimously by the votes validly cast in the Shareholders' Meeting, represented by those present, represented or who voted by correspondence, namely 500 votes "for", representing 100% of the total number of votes validly cast in the Meeting, 0 votes "against" and 0 votes of "abstention".*

Art. 2. The Sole Administrator is discharged for the financial year 2022.

*The decision was taken unanimously by the votes validly cast in the Shareholders' Meeting, represented by those present, represented or who voted by correspondence, namely 500 votes "for", representing 100% of the total number of votes validly cast in the Meeting, 0 votes "against" and 0 votes of "abstention".*

CHROMOSOME DYNAMICS SA,

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Art. 3. The distribution of the profit for the financial year 2022, in accordance with the proposal of the Sole Administrator, is approved.

The net profit to be distributed for the financial year 2022, of which:	1.302.366,78 lei
Legal reserves	0 lei
Retained earnings	<b>1.302.366,78 lei</b>

*The decision was taken unanimously by the votes validly cast in the Shareholders' Meeting, represented by those present, represented or who voted by correspondence, namely 459,000 votes "for", representing 100% of the total number of votes validly cast in the Meeting, 0 votes "against" and 0 votes of "abstention".*

Art. 4. The Budget of Revenues and Expenses for the financial year 2023 is approved.

*The decision was unanimously adopted by valid votes at the Shareholders' Meeting, represented or expressed by correspondence, namely 459,000 votes "for", representing 100% of the total number of valid votes expressed at the Meeting, 0 votes "against" and 0 abstentions.*

Art. 5. The remuneration of the sole Administrator for the financial year 2023 is approved at a level of 10,000 net lei per month.

*The decision was unanimously adopted by valid votes at the Shareholders' Meeting, represented or expressed by correspondence, namely 500 votes "for", representing 100% of the total number of valid votes expressed at the Meeting, 0 votes "against" and 0 abstentions.*

Art. 6. The date of May 17, 2023 is approved as **the registration date** (May 16, 2023 as *ex-date*) for identifying the shareholders on whom the effects of the decisions adopted by the OGSM will be reflected, in accordance with the provisions of Art. 87 of Law no. 24/2017 on issuers of financial instruments and market operations, republished.

*The decision was unanimously adopted by valid votes at the Shareholders' Meeting, represented or expressed by correspondence, namely 459,000 votes "for", representing 100% of the total number of valid votes expressed at the Meeting, 0 votes "against" and 0 abstentions.*

Art. 7. The mandating of Mr. Mugurel Gabriel Ionel as the legal representative of the Company, with the right of sub-delegation/substitution, for the signing of the OGSM resolution on behalf of and for all shareholders present at the Meeting, for the implementation of the resolutions adopted within OGSM, as well as for the fulfillment of all procedures and formalities necessary for the submission and registration of the OGSM resolution with the ONRC and its publication in the Official Gazette of Romania, part IV, is approved.

*The resolution was adopted unanimously by the votes validly expressed at the Meeting by the present shareholders, represented or who have expressed their vote by correspondence, namely 459,000 votes "for", representing 100% of the total number of votes validly expressed at the Meeting, 0 votes "against" and 0 votes of "abstention".*



CHROMOSOME DYNAMICS SA,

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This Resolution was drafted and signed in 3 original copies, each consisting of 3 pages, today, 27.04.2023.

AGOA President

IONEL Mugurel-Gabriel

AGOA Secretary

BADEA Laura Ionela

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**DECISION OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
CHROMOSOME DYNAMICS S.A.  
NO. 1/27.04.2023**

Extraordinary General Meeting Of Shareholders (**EGSM**) of CHROMOSOME DYNAMICS S.A., a company registered in Bucharest, Valea Furcii Road no. 156-158, block C1, 4th floor, apartment 24, sector 6, and with correspondence address at the secondary headquarters in Bucharest, Iuliu Maniu Boulevard, no. 6L, Campus 6.1 building, 2nd floor, office 242, sector 6, registered with the Trade Register Office under no. J40/1800/2020, fiscal code RO42234198, with a subscribed and paid-up share capital of 122,491.8 lei (the "Company"),

legally and statutorily convened on the second call on **April 27, 2023, at 11:00 am**, at the secondary headquarters in Bucharest, Iuliu Maniu Boulevard, no. 6L, Campus 6.1 building, 2nd floor, office 242, sector 6,

in accordance with the provisions of Law no. 31/1990 on companies, as republished, with subsequent amendments and supplements, of the Articles of Association, of Law no. 24/2017 on issuers of financial instruments and market operations, as republished, of ASF Regulation no. 5/2018 on issuers of financial instruments and market operations, with subsequent amendments and supplements,

with the direct participation, representation or vote by correspondence of the shareholders representing 74.9438% of the share capital, holding a number of 459,000 shares and 459,000 voting rights, respectively 74.9438% of the total number of voting rights,

**DECIDES**

Art. 1. The establishment of branches of the Company, respectively new legal entities, is approved for the purpose of attracting capital for each project of the Company, in which the Company's contribution to the share capital will be 100%.

CHROMOSOME DYNAMICS SA,

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*The decision was made unanimously by the valid votes cast at the General Meeting of Shareholders, represented or expressed by correspondence, namely 459,000 votes "for", representing 100% of the total number of valid votes cast at the Meeting, 0 votes "against" and 0 abstentions.*

Art. 2. Mr. Mugurel Gabriel IONEL is authorized to implement the resolution of the Extraordinary General Meeting of Shareholders regarding the establishment of branches in the form provided for in Article 1 EGSM, within a maximum of 2 years from the date of the resolution. He is authorized to make all necessary decisions, sign all necessary documents, including the updated articles of incorporation of the Company if necessary, for the establishment and registration of the new companies with the competent institutions.

*The decision was made unanimously by the valid votes cast at the General Meeting of Shareholders, represented or expressed by correspondence, namely 459,000 votes "for", representing 100% of the total number of valid votes cast at the Meeting, 0 votes "against" and 0 abstentions.*

Art. 3. May 17, 2023 is approved as **the registration date** (May 16, 2023 as the *ex-date*) for identifying the shareholders on whom the effects of the resolutions adopted by the General Meeting of Shareholders will be reflected, in accordance with the provisions of Article 87 of Law no. 24/2017 on financial instruments issuers and market operations, republished.

*The decision was made unanimously by the valid votes cast at the General Meeting of Shareholders, represented or expressed by correspondence, namely 459,000 votes "for", representing 100% of the total number of valid votes cast at the Meeting, 0 votes "against" and 0 abstentions.*

Art. 4. The appointment of Mr. Mugurel Gabriel Ionel as the legal representative of the Company is approved, with the right to subdelegate/substitute, for the purpose of signing the EGSM resolution on behalf of and for all shareholders present at the General Meeting, for the implementation of the decisions made within the EGSM, as well as for fulfilling all procedures and formalities necessary for the submission and registration of the EGSM resolution with the National Trade Register Office and its publication in the Official Gazette of Romania, Part IV.

*The resolution was adopted unanimously by valid votes cast at the General Meeting by present shareholders, represented or who expressed their vote by correspondence, namely 459,000 votes "for," representing 100% of the total number of valid votes cast at the General Meeting, 0 votes "against," and 0 votes "abstaining."*

The present resolution was drafted and signed in 3 original copies, each having 2 pages, today on 27.04.2023.

AGEA President  
IONEL Mugurel-Gabriel

AGEA Secretary  
BADEA Laura Ionela