

No.14596/ 28.04.2021

CURRENT REPORT NO. 17/2021
as per Law no. 24/ 2017 and ASF Regulation no. 5/2018

Date of the report	28.04.2021
Issuer's Name	CONPET S.A. Ploiești
Registered Offices	No. 1-3, Anul 1848 Street
Telephone/facsimile/email:	0244/ 401360/ 516451/ 402385/
actionariat@conpet.ro	
Tax Identification Number at the Trade Register Office	1350020
No. at the Trade Registry:	J29/6/22.01.1991
Subscribed and paid-up share capital:	28,569,842.40 RON
Total number of shares:	8,657,528 nominative shares
The regulated market trading the issued securities:	B.S.E., PREMIUM Category

Reporting significant events, as per art. 234 of ASF Regulation no.5/2018:

Resolution of the Ordinary General Meeting of Shareholders (OGMS) of CONPET SA dated 28.04.2021 (first call).

The Ordinary General Meeting of Shareholders (OGMS) convened for the date 28.04.2021/29.04.2021 was held in first call on 28.04.2021, starting 10.00 A.M., at the company's headquarters in Ploiești, no. 1-3, Anul 1848 street, following the fulfillment of the statutory - legal quorum conditions.

The OGMS Convening Notice, approved by BoD Decision no. 5/23.03.2021, was published in the Official Gazette of Romania, Part IV, no. 1238/25.03.2021 and in „Jurnalul” newspaper, the edition of 25.03.2021, being submitted to the Bucharest Stock Exchange and the Financial Supervisory Authority as annex to the Current Report no. 11/23.03.2021, report published on www.bvb.ro and www.conpet.ro.

The OGMS Convening Notice, containing the completed Agenda, approved by BoD Decision no.7/12.04.2021, at the request of the majority shareholder the Ministry of Energy, to introduce an additional item, was published in the Official Gazette of Romania no. 1538/14.04.2021, Part IV and in „Jurnalul” newspaper, the edition of 14.04.2021, being submitted to the Bucharest Stock Exchange and the Financial Supervisory Authority as annex to the Current Report no. 15/12.04.2021, report published on www.bvb.ro and www.conpet.ro.

As per the provisions of Article 17 Para. (1) Letter a) of the Articles of Incorporation, for the validity of the OGMS deliberations is necessary, in first call, the presence of the shareholders (here-included the votes by correspondence) which represent at least half (1/2) of the total number of voting rights, and the OGMS decisions be taken by majority of the expressed votes.

At the OGMS sessions could participate the shareholders registered in the Shareholders Registry consolidated at the reference date 19.04.2021. Therefore, in the hall were present one shareholder legal person, namely the representative of the Ministry of Energy - on behalf of the Romanian State acting as majority shareholder, holder of a number of 5,083,372 shares with

nominal value of 3.30 RON, representing 58.7162 % of the total number of shares/voting rights, respectively a share capital in amount of 16,775,127.6 RON, as well as 1 shareholder natural person, holders of a number of 41 shares with nominal value of 3.30 RON, representing 0.0005% of the total number of shares/voting rights, respectively a share capital amounting to 135.3 RON.

For the OGMS meeting, 5 shareholders have submitted correspondence voting bulletins, holders of a number of 1,272,667 shares/voting rights, representing 14.7001% of the total number of shares/voting rights, respectively a share capital in amount of 4,199,801.1 RON.

Consequently, the total number of voting rights within the OGMS meeting (where there have been included also the votes cast by correspondence) was of 6,356,080 and corresponds to a number of 6,356,080 shares with nominal value of 3.30 RON, representing 73.4168% of the total number of shares/voting rights, namely a share capital amounting 20,975,064.0 RON.

Based on the materials related to the OGMS Agenda, considering the mandate of the representative of the Ministry of Energy, as well as the vote exercised by correspondence, was issued Resolution no.1/2021 of the OGMS, bearing the following contents:

RESOLUTION NO. 1
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS)
of the Company "CONPET" S.A. Ploiești
dated 28.04.2021

The Ordinary General Meeting of Shareholders of the Company "CONPET" S.A., with registered offices in Ploiești, no. 1-3 Anul 1848 Street, registered at Trade Registry attached to Prahova Law Court under no. J29/6/1991, TIN RO1350020, with a subscribed and paid-up share capital amounting to 28,569,842.40 RON, divided in 8,657,528 shares, having a nominal value of 3.3 RON each, convened pursuant to the provisions of Art. 117 of Law no. 31/1990 on companies, republished, subsequent amendments and additions, of Law no. 24/2017, of ASF Regulation no. 5/2018 regarding the issuers of financial instruments and market operations, corroborated with the provisions of Article (16) of the Articles of Incorporation, adopts today, during the meeting dated 28.04.2021 (in first call), to which were present shareholders representing 73.4168 % of the share capital and 73.4168 % of the total voting rights and which took place at the company's headquarters, the following:

RESOLUTION

Art. 1. By a number of 6,356,039 For votes, representing 100 % of the total votes cast, approves the election of Mr. Prepelită Alexandru as Secretary of the Ordinary General Meeting of Shareholders (OGMS).

Art. 2. Takes notice of the Annual Report of Administrators for the financial year 2020.

Art. 3. Takes notice of the Report of the Independent Financial Auditor BDO Audit S.R.L.

Art. 4. By a number of 6,356,039 For votes, representing 100 % of the total votes cast, approves the Financial statements on and for the financial year ended on 31.12.2020 drafted based on the accounting regulations according to IFRS approved by OMFP no. 2844/ 2016.

Art. 5. By a number of 6,356,039 For votes, representing 100 % of the total votes cast, approves the distribution of the net profit related to the financial year 2020 and of the reported result, the establishment of the gross dividend per share (from the amounts allocated from the profit for 2020 and from the amounts allocated from the reported result), setting the date of registration and the date of payment of dividends to the shareholders, as follows:

- a)** distribution of the net profit, reunited with the provision for employees' share of profit, at the date of December 31st, 2020, amounting to 67,503,152 RON, on the following lines:

- other reserves representing tax incentives provided by Law no. 227/2015 regarding the Fiscal Code - reinvested earnings: 1,531,818 RON (2.52 % from the net accounting profit for 2020)
 - employees share of profit: 6,656,393 RON (9.86 % from the net accounting profit reassembled with the provision for staff participation to profit)
 - dividends due to shareholders: 59,314,941 RON (97.48 % from the net accounting profit for 2020).
- b)** distribution of retained earnings representing surplus from revaluation reserves in the amount of 2,552,906 RON, assigned for:
 - covering the retained earnings representing actuarial loss from discount of benefits granted upon retirement: 2,160,408 RON
 - dividends due to shareholders: 392,498 RON
- c)** determination of the amount of the gross dividend proposed to be granted to shareholders in amount of:
 - c1)** 6.85125604 RON/share of the amounts allocated from the profit of 2020 - item a)
 - c2)** 0.04533604 RON/share of the amounts allocated from the retained earnings - item b).
- d)** setting the date of 08.06.2021 as the registration date serving for the identification of the shareholders who are to benefit from dividends or other rights and who fall under the rights of the OGMS Resolution, ex-date 07.06.2021.
- e)** setting the date of 24.06.2021 as the date of payment of dividends to shareholders.
- f)** the payment of dividends will be performed in RON exclusively to the shareholders registered in the Shareholders Registry (held by “Depozitarul Central” S.A.) at the registration date set by the General Meeting of Shareholders, and the dividends payment method will be acknowledged to the shareholders prior to the date of initiation of payment. The expenses occasioned by the payment of dividends are being borne by the shareholders.

Art. 6. By a number of 6,356,039 For votes, representing 100 % of the total votes cast, approves the discharge of administration of the company's administrators for the financial year ended 31.12.2020.

Art. 7. Takes notice of the Annual Report of the Nomination and Remuneration Committee (Ro. CNR) related to the remunerations and other benefits awarded to the administrators and the directors with mandate contract during 2020 financial year.

Art. 8. By a number of 6,356,039 For votes, representing 100 % of the total votes cast, approves the Board of Director's report on the administration activity in 2020 prepared in accordance with Art. 55 of EGO 109/2011 *on corporate governance of public enterprises* and the provisions of the contract of mandate.

Art. 9. Takes notice of the Board of Director's report of monitoring the framing of key performance indicators of the administrators for the year 2020 in the limits approved by the OGMS and:

- a)** By a number of 6,356,039 For votes, representing 100 % of the total votes cast, approves the degree of fulfillment (102.6%) of the financial and non-financial key performance indicators of administrators for the year 2020.
- b)** By a number of 6,356,039 For votes, representing 100 % of the total votes cast, approves the granting of the variable component due to administrators for the period of mandate carried out in 2020, according to the provisions of the contract of mandate.

Art. 10. By a number of 6,356,039 For votes, representing 100 % of the total votes cast, approves the Investments Program for 2021.

Art. 11. By a number of 5,741,068 For votes, representing 90.3246% of the total votes cast, by 52,231 Abstention votes, representing 0.8218 % of the total votes cast and by 562,740 Against

votes, representing 8.8536% of the total votes cast, approves the Revenues and Expenditure Budget of CONPET S.A. for the year 2021, together with the Substantiation annexes 2-5.

Art. 12. By a number of 6,356,039 For votes, representing 100 % of the total votes cast, approves the Policy of the company CONPET SA, for the remuneration of administrators and directors with a mandate contract.

Art. 13. By a number of 6,356,039 For votes, representing 100 % of the total votes cast, empowers the President of the Ordinary General Meeting of Shareholders to sign the OGMS Resolution and to perform the necessary diligence in order to register the present OGMS Resolution, publish it in the Official Gazette of Romania, Part IV, as well as to be granted the right to delegate, to another person, the proxy to perform the above-mentioned diligence.

Annexed to this current report is *Resolution no. 1 of the Ordinary General Meeting of Shareholders (OGMS) of CONPET SA dated 28.04.2021*.

Director General
Eng. Dorin TUDORA
S.s Illegible

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to perform the necessary diligence in order to register the present OGMS Resolution, publish it in the Official Gazette of Romania, Part IV, as well as to be granted the right to delegate, to another person, the proxy to perform the above-mentioned diligence.

Chairman of the General Meeting

Gheorghe Cristian - Florin

OGMS Secretary

Prepelită Alexandru

Technical Secretariat

Modoran Adina

Rusu Andreea

*Note: Resolution no. 1/28.04.2021 of the Ordinary General Meeting of Shareholders of
“CONPET” SA has been issued in 3 (three) original counterparts.*