

No.46288/ 14.12.2022

Current Report No. 41/ 2022
as per Law no. 24/2017 and FSA Regulation no. 5/2018

Date of the report:

14.12.2022

Issuer's Name:

CONPET SA Ploiești

Registered Offices:

No. 1-3, Anul 1848 Street, Ploiești

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.V.B., 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 S.A. dated 14.12.2022 (in first call).**

The Ordinary General Meeting of Shareholders (OGMS) of CONPET S.A., convened for the date 14.12.2022/ 15.12.2022 was held in first call, on 14.12.2022, starting 10⁰⁰ 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 pursuant to the BoD Decision no. 24/07.11.2022 was published in the Official Gazette of Romania, Part IV, no. 4712/ 09.11.2022, as well as in "Jurnalul" newspaper, the edition of 09.11.2022, being submitted to the Bucharest Stock Exchange and the Financial Supervisory Authority as annex to the Current Report no. 39/ 07.11.2022, 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 resolutions 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 05.12.2022. Therefore, one shareholder legal entity was present in the room, namely the representative of the Ministry of Energy - on behalf of the Romanian State which is the majority shareholder, holder of a number of 5,083,372 shares with a nominal value of 3.30 RON, representing 58.7162% of the total number of shares/voting rights, respectively a share capital amounting to 16,775,127.6 RON, as well as one shareholder natural person, holder of a number of 41 shares with a nominal value of 3.30 RON, representing 0.0005% of the total number of shares/voting rights, respectively a share capital in the amount of 135.3 RON.

For the OGMS meeting, 7 shareholders have submitted correspondence voting bulletins, holders of a number of 686,793 shares/voting rights, representing 7.9329% of the total number of shares/voting rights, respectively a share capital in amount of 2,266,416.9 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 5,770,206 and corresponds to a number of 5,770,206 shares with nominal value of 3.30 RON, representing 66.6496% of the total number of shares/voting rights, namely a share capital amounting to 19,041,679.8 RON.

Based on the materials related to the agenda of the O.G.M.S., considering the mandate of the Ministry of Energy's representative, as well as the vote exercised by correspondence, following the debates of the shareholders, OGMS Resolution no. 7/2022 was issued, with the following contents:

RESOLUTION NO. 7
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS)
of the Company "CONPET" S.A. Ploiești
dated 14.12.2022

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, convened pursuant to the provisions of Law no. 31/1990 regarding the companies, republished, subsequent amendments and additions, as well as the applicable legislation regarding the capital market and issuers of financial instruments and market operations, corroborated with the provisions of Article (16) of the Articles of Incorporation, today, during the meeting dated 14.12.2022 (in first call), which took place at the company's headquarters, where have been present or represented (here-included by the correspondence voting bulletins) a number of 9 shareholders, owners of a number of 5,770,206 shares/voting right, accounting for 66.65 % of the share capital, namely 66.65 % of the total number of voting rights, adopts the following:

RESOLUTION

Art. 1. By a number of 5,770,165 "For" votes representing 100 % of the total votes cast, approves the election of Mrs. Dumitru Aura - Gabriela - as Secretary of the Ordinary General Meeting of Shareholders (OGMS);

Art. 2. Approves the extension, based on the provisions of art. 64¹ para. (5) of the Government Emergency Ordinance no. 109/ 2011 on the corporate governance of public enterprises, approved with amendments and additions via Law no. 111/2016, the duration of the mandate contracts of the Company's provisional administrators, appointed by the OGMS Resolution no. 4 of 18.08.2022 (Gheorghe Cristian – Florin, Albulescu Mihai – Adrian, Buică Nicușor – Marian, Kohalmi – Szabo Luminița – Doina, Tănașică Oana – Cristina), respectively by the OGMS Resolution no. 6 of 28.10.2022 (Gavrilă Florin – Daniel, Zaman Andrei – Mihai), with a period of 2 months, respectively from 22.12.2022 to 21.02.2023 (inclusive of), or until the completion of the selection procedure provided in GEO no. 109/2011 on the corporate governance of public enterprises, approved with amendments and additions via Law no. 111/2016, if this takes place earlier than the expiry date of their mandate, as follows:

2.1. By a number of 5,684,726 "For" votes, representing 98.52 % of the total votes cast, approves the mandate extension for Mr. Gheorghe Cristian - Florin, Romanian citizen, Engineer by profession, domiciled in Bucharest, acting as provisional administrator of the Company CONPET S.A.

2.2. By a number of 5,765,306 "For" votes, representing 99.92 % of the total votes cast, approves the mandate extension for Mr. Albulescu Mihai - Adrian, Romanian citizen, Engineer by profession, domiciled in Ploiești, Prahova county, acting as provisional administrator of the Company CONPET S.A.

2.3. By a number of 5,765,306 "For" votes, representing 99.92 % of the total votes cast, approves the mandate extension for Mr. Buică Nicușor - Marian, Romanian citizen, Economist by profession, domiciled in Bucharest, acting as provisional administrator of the Company CONPET S.A.

2.4. By a number of 5,765,306 "For" votes, representing 99.92 % of the total votes cast, approves the mandate extension for Mrs. Kohalmi - Szabo Luminița - Doina, Romanian citizen, Bachelor of

Physics, "Babes – Bolyai" University – Cluj – Napoca, domiciled in Bucharest, acting as provisional administrator of the Company CONPET S.A.

2.5. By a number of 5,684,726 "For" votes, representing 98.54 % of the total votes cast, approves the mandate extension for Mrs. Tănăsică Oana - Cristina, Romanian citizen, Lawyer by profession, domiciled in Bucharest, acting as provisional administrator of the Company CONPET S.A.

2.6. By a number of 5,765,306 "For" votes, representing 99.92 % of the total votes cast, approves the mandate extension for Mr. Gavrilă Florin - Daniel, Romanian citizen, Economist by profession, domiciled in Cornetu Village (Cornetu commune) Ilfov county, acting as provisional administrator of the Company CONPET S.A..

2.7. By a number of 5,684,726 "For" votes, representing 98.54 % of the total votes cast, approves the mandate extension for Mr. Zaman Andrei - Mihai, Romanian citizen, Economist by profession, domiciled in Câmpina municipality, Prahova county, acting as provisional administrator of the Company CONPET S.A..

Art. 3. By a number of 5,765,306 "For" votes, representing 99.92 % of the total votes cast, approves the Addendum which will be concluded to the mandate contracts of the provisional administrators following the approval of the extension thereof.

Art. 4. By a number of 5,765,306 "For" votes representing 99.92 % of the total votes cast, approves the appointment of the representative of the Ministry of Energy, Mrs. Dumitru Aura - Gabriela, in the Ordinary General Meeting of Shareholders for the execution of the Addendum to the mandate contracts of the provisional administrators of the company.

Art. 5. By a number of 5,770,165 "For" votes representing 100% of the total votes cast, ascertains the fulfillment of the prescription period for the shareholders' material right to shares regarding the dividends related to 2018 financial year, not collected until 30.09.2022, in the amount of 1,770,982.38 lei, dividends to be registered according to the applicable accounting regulations.

Art. 6. By a number of 5,770,165 "For" votes representing 100% of the total votes cast, approves the registration date 30.12.2022 proposed by the Board of Directors, with ex-date 29.12.2022.

Art. 7. By a number of 5,770,165 "For" votes, representing 100% of the total votes cast, approves the empowerment of the President of the Ordinary General Meeting of Shareholders to sign the OGMS Resolution and of the Director General to sign the documents necessary to carry out the formalities at the Trade Register Office attached to the Prahova Tribunal regarding the registration of the extension of the duration of the mandate contracts of the provisional administrators and the publishing of the OGMS Resolution in the Official Gazette of Romania Part IV, as well as to be granted the right to delegate, to another person within the company, the proxy to perform the above-mentioned diligence.

We hereby attach to this Current Report the Resolution of Ordinary General Meeting of Shareholders (OGMS) CONPET S.A. dated 14.12.2022 (in first call).

Director General
Eng. Dorin TUDORA
Electronic signature

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Chairman of the General Meeting

Tănăsică Oana - Cristina

OGMS Secretary

Dumitru Aura- Gabriela

Technical Secretariate

Modoran Adina

Rusu Andreea

Note: Resolution no.7/ 14.12.2022 of the Ordinary General Meeting of Shareholders of "CONPET" S.A. has been issued in 3 (three) original counterparts.