

No. 4398/ 31.01.2023

**Current report no. 5/2023
as per Law no. 24/2017 and ASF Regulation no. 5/2018**

Date of the report	31.01.2023
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.V.B., PREMIUM Category

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

Supplementation of the Agenda of the Ordinary General Meeting of Shareholders (OGMS) of CONPET S.A. convened for 17.02.2023 - in first call /20.02.2023 - in second call, 10:00 AM, at the company headquarters, located in Ploiești, no. 1-3 Anul 1848 Street. The reference date of the meeting is 08.02.2023. The registration date proposed by the Board of Directors for the meeting is 10.03.2023. Settlement of the date of 09.03.2023 as ex-date related to the OGMS.

The supplementation of the Agenda of the OGMS Convening Notice took place following the receipt from the Ministry of Energy, on behalf of the Romanian State, shareholder of the Company CONPET S.A. (holding a number of shares representing 58.7162% of the share capital of the company), of a request regarding the introduction of three items on the agenda of the general meeting (positions no. 4, 5 and 8 in the supplemented agenda), as follows:

*“1. Approval of the profile of the Board of Directors
2. Approval of the profile of the candidate for the position of member of the board of directors
3. Settlement of the fixed monthly gross allowance for the remuneration of the non-executive members of the Board of Directors, as being equal to 1.36 times the average for the last 12 months of the average gross monthly salary for the activity carried out according to the core business registered by the Company (NACE code 49), at class level according to the classification of activities in the national economy, communicated by the National Institute of Statistics prior to the appointment.”*

The initial OGMS Agenda dated 17.02.2023 - in first call /20.02.2023 - in second call, is supplemented accordingly, with appropriate renumbering of the associated items, thus resulting in the following:

AGENDA:

1. Election of a Secretary of the Ordinary General Meeting of Shareholders (OGMS).
2. Approval of the Investment Program for 2023.
3. Approval of the Revenues and Expenditure Budget of CONPET S.A. for the year 2023, along with the Substantiation annexes 2-5.

4. Approval of the profile of the Board of Directors.
5. Approval of the profile of the candidate for the position of member of the board of directors.
6. Appointment of several provisional administrators of the company, considering the vacancies of the positions of member in the Board of Directors as of 22.02.2023, following the termination of the mandates by the expiry of the duration thereof. The duration of the provisional administrators mandate will be of maximum 4 months, starting 22.02.2023 and until 21.06.2023 (inclusive of), in accordance with the provisions of art. 64¹, para (5) of GEO no.109/2011 or until the completion of the recruitment and selection procedure provided for in GEO no.109/2011 on the corporate governance of public enterprises, if it takes place earlier than 4 months after the appointment by the OGMS.
7. Settlement of the fixed monthly gross allowance of the remuneration of the non-executive members of the Board of Directors as equal to twice the average on the last 12 months of the gross monthly average earnings for the activity performed as per the core business registered by the company (NACE code 49), at class level as per the classification of the activities in the national economy, communicated by the National Institute of Statistics prior to the appointment.
8. Settlement of the fixed monthly gross allowance for the remuneration of the non-executive members of the Board of Directors, as being equal to 1.36 times the average for the last 12 months of the average gross monthly salary for the activity carried out according to the core business registered by the Company (NACE code 49), at class level according to the classification of activities in the national economy, communicated by the National Institute of Statistics prior to the appointment.
9. Approval of the mandate contract to be concluded with the provisional administrators appointed pursuant to Resolution of the Ordinary General Meeting of Shareholders.
10. Approval of the appointment of the representative of the Ministry of Energy in the Ordinary General Meeting of Shareholders for the execution of the mandate contract with the provisional administrators appointed pursuant to Resolution of the Ordinary General Meeting of Shareholders.
11. Approval of the registration date 10.03.2023 advanced by the Board of Directors, with ex-date 09.03.2023.
12. 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 administrators and the publication 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, the proxy to perform the above-mentioned diligence.

We hereby attach to the current report the OGMS Convening notice, for 17.02.2023/20.02.2023 containing the supplemented Agenda.

Director General
Eng. Dorin TUDORA
S.s Illegible

**SUPPLEMENTATION OF THE CONVENING NOTICE OF
THE ORDINARY GENERAL MEETING OF SHAREHOLDERS**

**(supplementing the agenda of the Ordinary General Meeting of Shareholders (OGMS)
convened for 17.02.2023 – first call/20.02.2023 – second call)**

THE BOARD OF DIRECTORS (BoD) of “CONPET” S.A.

unitary-system administered company incorporated and functioning according to the applicable Romanian legislation, headquartered in Ploiești, no. 1-3, Anul 1848 street, registered at the Trade Register Office attached to Prahova Law Court under no. J29/6/1991, tax registration number RO 1350020, with a subscribed and paid-up capital in amount of 28,569,842.40 RON (hereinafter called “CONPET” S.A. or the “Company”), having regard to the request of supplementing the agenda of the Ordinary General Meeting of Shareholders (OGMS) dated 17.02.2023/20.02.2023, formulated by the Ministry of Energy, on behalf of the Romanian State as a shareholder holding a number of 5,083,372 shares representing 58.7162% of the share capital of CONPET S.A., taking into account the provisions of Art. 16 Para. (6) of the Articles of Incorporation of the Company, the provisions of Art. 188 Para. (1) Item (d) and Article 189 of A.S.F. Regulation no. 5/2018 *on issuers of financial instruments and market operations republished*, and in accordance with the provisions of Art. 117¹ of Law no. 31/1990 *on companies*, republished, subsequent amendments and completions, by BoD Decision no. 2 dated 31.01.2023, supplements the agenda of the Ordinary General Meeting of Shareholders, convened for the date of 17.02.2023 - in first call/20.02.2023 - in second call, with the following items:

- “1. Approval of the profile of the Board of Directors*
- 2. Approval of the profile of the candidate for the position of member of the board of directors*
- 3. Settlement of the monthly gross fixed allowance for the remuneration of the non-executive members of the Board of Directors, as being equal to 1.36 times the average for the last 12 months of the average gross monthly salary for the activity carried out according to the core business registered by the Company (NACE code 49), at class level according to the classification of activities in the national economy, communicated by the National Institute of Statistics prior to the appointment.*

Items 1 and 2 above-mentioned will be inserted after Item 3 of the initial agenda of the OGMS becoming Items 4 and 5 in the supplemented agenda, and item 3 mentioned above will be inserted after Item 5 of the original agenda of the OGMS, becoming Item 8 in the supplemented agenda, consequently resulting in the following:

AGENDA:

- 1. Election of a Secretary of the Ordinary General Meeting of Shareholders (OGMS).**
- 2. Approval of the Investment Program for 2023.**
- 3. Approval of the Revenues and Expenditure Budget of CONPET S.A. for the year 2023, along with the Substantiation annexes 2-5.**
- 4. Approval of the profile of the Board of Directors.**
- 5. Approval of the profile of the candidate for the position of member of the board of directors.**
- 6. Appointment of several provisional administrators of the company, considering the vacancies of the positions of member in the Board of Directors as of 22.02.2023, following the termination of the mandates by the expiry of the duration thereof. The duration of the provisional administrators mandate will be of maximum 4 months, starting 22.02.2023 and until 21.06.2023 (inclusive of), in accordance with the provisions of art. 64¹, para (5) of GEO no.109/2011 or until the completion of the recruitment and selection procedure provided for in GEO no.109/2011 on the corporate governance of public enterprises, if it takes place earlier than 4 months after the appointment by the OGMS.**
- 7. Settlement of the fixed monthly gross allowance of the remuneration of the non-executive members of the Board of Directors as equal to twice the average on the last 12 months of the gross monthly average earnings for the activity performed as per the core business registered by the company (NACE code 49), at class level as per the classification of the activities in the national economy, communicated by the National Institute of Statistics prior to the appointment.**
- 8. Settlement of the fixed monthly gross allowance for the remuneration of the non-executive members of the Board of Directors, as being equal to 1.36 times the average for the last 12 months of the average gross monthly salary for the activity carried out according to the core business registered by the Company (NACE code 49), at class level according to the classification of activities in the national economy, communicated by the National Institute of Statistics prior to the appointment.**
- 9. Approval of the mandate contract to be concluded with the provisional administrators appointed pursuant to Resolution of the Ordinary General Meeting of Shareholders.**
- 10. Approval of the appointment of the representative of the Ministry of Energy in the Ordinary General Meeting of Shareholders for the execution of the mandate contract with the provisional administrators appointed pursuant to Resolution of the Ordinary General Meeting of Shareholders.**
- 11. Approval of the registration date 10.03.2023 advanced by the Board of Directors, with ex-date 09.03.2023.**

12. 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 administrators and the publication 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, the proxy to perform the above-mentioned diligence.

The initial call of the Ordinary General Meeting of Shareholders convened for the date of 17.02.2023 - in first call/20.02.2023 - in second call, 10:00 (local time), which will carry out its works at the registered office of the Company in Ploiești, no. 1-3, Anul 1848 Street, Prahova County, and in which only the persons who have the capacity of shareholders, respectively are registered in the Company's Shareholders' Register at the end of the reference date 08.02.2023, are entitled to participate and vote, was made in compliance with the legal conditions, the convening notice being published in the Official Gazette of Romania Part IV, no. 210/16.01.2023 and in the newspaper "Jurnalul" dated 16.01.2023.

The OGMS Convening Notice was established Annex to the Current Report no. 1/12.01.2023, which was submitted to BVB and ASF on 12.01.2023 and published on the websites www.bvb.ro and www.conpet.ro on 12.01.2023.

The completion of the Agenda of the Ordinary General Meeting of Shareholders was made in accordance with the provisions of Art. 117¹ Para. (1) of Law no. 31/1990 *regarding the companies*, republished, subsequent amendments and completions, of Art. 105, Para. (3) of Law no. 24/2017, *regarding the issuers of financial instruments and market operations* following the request of the shareholder Ministry of Energy, transmitted by the address registered with the Company under no. 4174/31.01.2023, regarding the introduction of three additional items on the agenda of the general meeting.

The informative material for the OGMS, the OGMS convening notice containing the completed agenda, the draft decision of the OGMS, the profile of the candidate and of the BoD, together with the correspondence voting form and the special empowerment model updated, are available starting 02.02.2023, 8:00 AM, both on the www.conpet.ro website, section "Investors relations/GMS Documents - OGMS 17.02.2023", as well as at the company's headquarters, BoD and GMS Secretariat Bureau, every working day between 8:00 AM- 2:00 PM. The shareholders may receive copies of documents relating to the items included on the agenda of the OGMS.

Additional information can be obtained at "CONPET" S.A. headquarters in Ploiești, no. 1-3, Anul 1848 Street, BoD and GMS Secretariat Bureau, tel. 0244.401.360, ext. 2655, 2579, facsimile 0244.516.451, between 08:00 A.M.-14:30 PM, e-mail: actionariat@conpet.ro.

CHAIRMAN OF THE BOARD OF DIRECTORS
CRISTIAN - FLORIN GHEORGHE