

No. 29384 / 18.08.2023

Current report no. 34/2023
as per Law no. 24/2017 and ASF Regulation no. 5/2018

Date of the report	18.08.2023
Issuer's Name:	CONPET S.A. 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:

I. Resolution of the Ordinary General Meeting of Shareholders (OGMS) of CONPET SA dated 18.08.2023 (in first call).

II. Appointing the Chairman of the Board of Directors of the company CONPET S.A., as well as establishing the structure of the Consultative Committees set up at the Board of Directors' level.

I. Resolution of the Ordinary General Meeting of Shareholders (OGMS) of CONPET SA dated 18.08.2023 (in first call).

The Ordinary General Meeting of Shareholders (OGMS) convened for the date 18.08.2023/21.08.2023 was held in first call on 18.08.2023, 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 pursuant to the BoD Decision no. 18/13.07.2023 was published in the Official Gazette of Romania, Part IV, no. 3175/17.07.2023, as well as in „Jurnalul” newspaper, the edition of 17.07.2023, being submitted to the Bucharest Stock Exchange and the Financial Supervisory Authority as annex to the Current Report no. 31/13.07.2023, report published on www.bvb.ro and www.conpet.ro.

The OGMS Convening Notice, containing the completed Agenda, approved by BoD Decision no.20/31.07.2023 at the request of the shareholder Ministry of Energy, to introduce five items, was published in the Official Gazette of Romania no. 3445/02.08.2023, Part IV and in „Jurnalul” newspaper, the edition of 02.08.2023, being submitted to the Bucharest Stock Exchange and the Financial Supervisory Authority as annex to the Current Report no. 32/31.07.2023, 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 08.08.2023. Therefore, in the hall was present one shareholder legal person, namely the representative of the Ministry of Energy - on behalf of the Romanian State acting as

majority shareholder, owner 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, holder 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 O.G.M.S. meeting, 20 shareholders have submitted correspondence voting bulletins, owners of a number of 1,786,318 shares/voting rights, representing 20.6331% of the total number of shares/voting rights, respectively a share capital in the amount of 5,894,849.4 RON.

Consequently, the total number of voting rights within the OGMS meeting (in which have been included also the votes cast by correspondence) was of 6,869,731 and corresponds to a number of 6,869,731 shares with nominal value of 3.30 RON, representing 79.3498% of the total number of shares/voting rights, namely a share capital amounting to 22,670,112.3 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, following the debates of the shareholders, was issued Resolution no. 4/2023 of the OGMS, bearing the following contents:

RESOLUTION NO. 4
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS)
of the Company "CONPET" S.A. Ploiești
dated 18.08.2023

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 18.08.2023 (in first call), which took place at the company's headquarters, whereto have been present or represented (here-included by the correspondence voting bulletins) a number of 22 shareholders, owners of a number of 6,869,731 shares/voting rights, accounting for 79.35 % of the share capital, namely 79.35% out of the total number of voting rights, adopts the following:

RESOLUTION

Art. 1. By a number of 6,869,690 "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. Does not approve the appointment in the capacity of provisional administrator of the company, considering the vacancies of the positions of member in the Board of Directors as of 22.08.2023, following the termination of the mandates by the expiry of the duration thereof, of the following persons (secret vote):

2.1. By a number of 5,370,826, "Against" votes, representing 99.90 % of the total votes cast does not approve the appointment of Mr. Gheorghe Cristian - Florin.

2.2. By a number of 5,370,826, "Against" votes, representing 90.44 % of the total votes cast does not approve the appointment of Mr. Buică Nicușor- Marian

2.3. By a number of 5,370,826, "Against" votes, representing 99.90 % of the total votes cast does not approve the appointment of Mrs. Kohalmi - Szabo Luminița - Doina.

2.4. By a number of 5,370,826, "Against" votes, representing 99.90 % of the total votes cast does not approve the appointment of Mrs. Tănăsică Oana- Cristina.

2.5. By a number of 5,370,826, "Against" votes, representing 90.44 % of the total votes cast does not approve the appointment of Mr. Gavrilă Florin – Daniel.

2.6. By a number of 5,369,546, "Against" votes, representing 99.90 % of the total votes cast does not approve the appointment of Mr. Zaman Andrei - Mihai.

2.7. By a number of 5,370,826, "Against" votes, representing 99.90 % of the total votes cast does not approve the appointment of Mrs. Barbu Irina - Mihaela.

Art. 3. By a number of 5,369,546 "Against" votes, representing 99.44 % of the total number of votes cast, does not approve the monthly gross fixed allowance of the remuneration of the non-executive members of the Board of Directors (provisional administrators), as being equal to twice the average for the last 12 months of the monthly gross average salary for the activity carried out according to the core business registered by the company (*NACE code 4950*), at class level, according to the classification of activities in the national economy, communicated by the National Institute of Statistics prior to the appointment.

Art. 4. By a number of 5,369,546 "Against" votes representing 96.72 % of the total votes cast, does not approve the mandate contract of the provisional administrators.

Art. 5. By a number of 5,369,546, "Against" votes representing 96.72% of the total number of votes cast, does not approve the appointment of the representative of the Ministry of Energy in the Ordinary General Meeting of Shareholders to sign the mandate contract of the provisional administrators.

Art. 6. a) Approves the election of CONPET S.A.'s Board of Directors' members, starting 22.08.2023, in accordance with the provisions of GEO no. 109/2011, via the cumulative vote method, of the following persons:

6.1. Mr. Gheorghe Cristian - Florin, Romanian citizen, Engineer by profession, domiciled in Bucharest, by a number of 6,257,170 cumulated votes.

6.2. Mr. Buică Nicușor - Marian, Romanian citizen, Economist by profession, domiciled in Bucharest, by a number of 6,042,496 cumulated votes.

6.3. Mrs. Kohalmi - Szabo Luminița - Doina, Romanian citizen, Engineer by profession, domiciled in Bucharest, by a number of 6,367,482 cumulated votes.

6.4. Mrs. Tănăsică Oana - Cristina, Romanian citizen, Jurist by profession, domiciled in Bucharest, by a number of 6,367,482 cumulated votes.

6.5. Mr. Gavrilă Florin - Daniel, Romanian citizen, Economist by profession, domiciled in Cornetu village (Cornetu commune), Ilfov county, by a number of 6,092,102 cumulated votes.

6.6. Mr. Zaman Andrei - Mihai, Romanian citizen, Economist by profession, domiciled in Câmpina municipality, Prahova county, by a number of 6,256,588 cumulated votes.

6.7. Mr. Dănilă Alin - Mihael, Romanian citizen, Administrative Sciences, domiciled in Ploiești, by a number of 6,253,424 cumulated votes.

b) Does not approve the election of CONPET S.A.'s Board of Directors' members, starting 22.08.2023, in accordance with the provisions of GEO no. 109/2011, via the cumulative vote method, of the following persons:

- Mr. Albulescu Mihai - Adrian, Romanian citizen, Engineer by profession, domiciled in Ploiești, by a number of 4,447,922 cumulated votes.

- Mrs. Barbu Irina - Mihaela, Romanian citizen, Economist by profession, domiciled in Bucharest, by a number of 3,164 cumulated votes.

Art. 7. By a number of 6,869,690 "For" votes representing 100 % of the total votes cast, sets the term of mandate of the Board of Directors' members elected for a period of 4 (four) years, starting 22.08.2023 until 21.08.2027 (inclusive of).

Art. 8. By a number of 6,717,690 "For" votes, representing 100% of the total number of votes cast, sets the monthly gross fixed allowance of the Board of Directors' members elected for a period of 4 (four)

years, as being equal to twice the average, over the last 12 months, of the average gross monthly salary for the activity conducted according to the core business registered by the company (NACE code 4950), at class level, according to the classification of activities in the national economy, communicated by the National Institute of Statistics, prior to the appointment.

Art. 9. By a number of 6,834,094 "For" votes representing 99.48 % of the total votes cast, approves the form of the mandate contract which will be concluded with the members of the Board of Directors, elected for a period of 4 (four) years.

Art. 10. By a number of 6,869,690 "For" votes" representing 100 % of the total votes cast, empowers the representative of the Romanian State, Mrs. Dumitru Aura - Gabriela, in the Ordinary General Meeting of Shareholders to sign the mandate contracts of the new members of the Board of Directors, elected for a period of 4 (four) years.

Art. 11. By a number of 6,869,690 "For" votes representing 100 % of the total votes cast, approves the registration date 08.09.2023 proposed by the Board of Directors, with ex-date 07.09.2023.

Art. 12. By a number of 6,869,690 "For" votes, representing 100 % of the total votes cast, approves the empowerment of the President OGMS meeting 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 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 within the company, the proxy to perform the above-mentioned diligence.

II. Appointing the Chairman of the Board of Directors of the company CONPET S.A., as well as establishing the structure of the Consultative Committees set up at the Board of Directors' level.

CONPET S.A. informs the shareholders and investors that, at the meeting held on 18.08.2023, the Board of Directors of CONPET S.A. elected by Decision no. 4/18.08.2023, decided, considering the provisions of Art. 140¹ Para. (1) of Law nr. 31/1990 regarding companies, republished, subsequent amendments and completions and the provisions of Art. 19 Para. (3) of the Articles of Incorporation, to appoint Mr. Gheorghe Cristian - Florin as Chairman of the BoD 22.08.2023 until 21.12.2027.

In the same meeting, the Board of Directors of CONPET S.A. established the structure of the Consultative Committees set up at the Board of Directors' level of CONPET S.A., as follows:

- The Nomination and Remuneration Committee (NRC):

Zaman Andrei -- Mihai - President; the members: Gheorghe Cristian – Florin, Tănăsică Oana - Cristina, Dănilă Alin - Mihael, Kohalmi - Szabo Luminița - Doina.

- The Audit Committee:

Gavrilă Florin- Daniel - President; the members: Buică Nicușor - Marian, Gheorghe Cristian – Florin.

- The Risk Management Committee:

Kohalmi- Szabo Luminița - Doina - President; the members: Dănilă Alin - Mihael, Buică Nicușor – Marian.

- The Committee for Development and Investors and Authorities' Relation:

Tănăsică Oana - Cristina - President; Members: Gavrilă Florin- Daniel, Zaman Andrei- Mihai.

We hereby attach to the Current Report the Resolution of the Ordinary General Meeting of Shareholders (OGMS) of CONPET SA dated 18.08.2023 (in first call).

Director General
Eng. Dorin TUDORA
S.s Illegible

RESOLUTION NO. 4
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of the Company “CONPET” S.A. Ploiești
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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.

Chairman of the OGMS Meeting

Gheorghe Cristian - Florin

OGMS Secretary

Dumitru Aura - Gabriela

Technical Secretariate

Modoran Adina

Rusu Andreea

Note: Resolution no. 4/18.08.2023 of the Ordinary General Meeting of Shareholders of "CONPET" SA has been issued in 3 (three) original counterparts.