

No. 14449/ 08.04.2025

**Current report no. 7/2025**

**As per Law no. 24/ 2017 and ASF Regulation no. 5/2018**

**Date of the report**

**08.04.2025**

**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](mailto:actionariat@conpet.ro)**

**Tax Identification Number at  
the Trade Register Office**

**1350020**

**No. at the Trade Registry:**

**J1991000006291**

**European Unique Identifier**

**(EUID) ROONRC.J1991000006291**

**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 SA dated 08.04.2025 (in first call).**

**The Ordinary General Meeting of Shareholders (OGMS) convened for the date 08.04.2025/09.04.2025 was held in first call, on 08.04.2025, starting 10<sup>00</sup>, 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. 4/27.05.2025 was published in the Official Gazette of Romania, Part IV, no. 1105/05.03.2025, as well as in „Jurnalul” newspaper, the edition of 03.03.2025, being submitted to the Bucharest Stock Exchange and the Financial Supervisory Authority as Annex to the Current Report no. 2/27.02.2025, report published on [www.bvb.ro](http://www.bvb.ro) and [www.conpet.ro](http://www.conpet.ro).

The OGMS Convening Notice, containing the completed Agenda, approved by BoD Decision no.5/06.03.2025 at the request of the Board of Directors, to introduce three items, was published in the Official Gazette of Romania no. 1147/07.03.2025, Part IV and in „Jurnalul” newspaper, the edition of 07.03.2025, being submitted to the Bucharest Stock Exchange and the Financial Supervisory Authority as Annex to the Current Report no. 3/06.03.2025, report published on [www.bvb.ro](http://www.bvb.ro) and [www.conpet.ro](http://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 28.03.2025. 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, 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, 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, 9 shareholders have submitted correspondence voting bulletins, owners of a number of 1,138,439 shares/voting rights, representing 13.1497% of the total number of shares/voting rights, respectively a share capital in the amount of 3,756,848.7 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 6,221,852 and corresponds to a number of 6,221,852 shares with nominal value of 3.30 RON, representing 71.8664% of the total number of shares/voting rights, namely a share capital amounting 20,532,111.6 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, Resolution no. 1/2025 was issued, with the following content:

### RESOLUTION

**Art. 1.** By a number of 6,221,811 “For” votes representing 100 % of the total votes cast, approves the election of Mr. Claudiu - Aurelian Popa as Secretary of the Ordinary General Meeting of Shareholders (OGMS).

**Art. 2.** By a number of 6,218,793 “For” votes representing 100 % of the total votes cast, approves the Report no. 7565/24.02.2025 drawn up by the Financial Department for compliance with the provisions of Art. XXIII of GEO no. 138/2024, respectively the approval of the proposals regarding:

- performing, by the company, financial operations and services with available cash in RON or foreign currency, including by performing currency exchanges and investments or deposits at credit institutions;
- financial operations and services with cash in RON or foreign currency, including currency exchange, should be within the competence of the executive management;
- deposits at credit institutions or other investments must be made based on the Financial Resources Investment Strategy approved by the Board of Directors and within the limits of the competence granted by it to the executive management.

**Art. 3.** Takes note of Notification no. 7429/24.02.2025 prepared by the Accounting Department on supplementing the contract concluded with the financial auditor of the company, concerning limited insurance services on sustainability reporting for 2024.

**Art. 4.** By a number of 6,183,197 “For” votes representing 99.43% of the total number of votes cast, approves the form and content of Addendum no. 2 to the Mandate Contract to be concluded with the members of the Board of Directors of CONPET SA, proposed by the shareholder the Romanian State through the Ministry of Energy.

**Art. 5.** By a number of 5,656,053 “For” votes representing 90.95 % of the total votes cast, approves the entrustment of the representative of the Romanian State through the Ministry of Energy in the Ordinary General Meeting of Shareholders, namely Mr. Claudiu – Aurelian Popa to sign the Addendum no. 2 to the Mandate Contract with the members of the Board of Directors of CONPET SA.

**Art. 6.** By a number of 6,221,811 “For” votes representing 100% of the total number of votes cast, approves the empowerment of the Chairman of the Board of Directors to sign the Resolution of the Ordinary General Meeting of Shareholders and to fulfill all and any of the formalities required by law for the registration and ensuring the enforceability against third parties of the

Resolution adopted by the Ordinary General Meeting of Shareholders. The empowered person shall delegate to other persons the mandate regarding the fulfillment of the above-mentioned formalities.

**Art. 7.** By a number of 6,221,811 “For” votes representing 100% of the total votes cast, approves the registration date 30.04.2025 proposed by the Board of Directors, with ex-date 29.04.2025.

**Art. 8.** By a number of 6,186,215 “For” votes representing 100% of the total votes cast, approves the Investment Program for 2025.

**Art. 9.** By a number of 6,065,247 “For” votes representing 100 % of the total votes cast, approves the Revenues and Expenditure Budget of the Company CONPET SA for 2025, along with the Substantiation Annexes 2-5.

**Art. 10.** a) By a number of 6,221,811 “For” votes representing 100% of the total number of votes cast, approves the empowerment of the President of the Ordinary General Meeting of Shareholders session/Chairman of the Board of Directors to sign the OGMS resolution.

b) By a number of 6,221,811 “For” votes representing 100% of the total number of votes cast, approves the empowerment of the Director General to perform the necessary diligence in order to register this OGMS Resolution, as well as to be granted the right to delegate the proxy to another person, in relation to the Trade Register Office attached to the Prahova Tribunal.

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***We hereby attach to this current report the Resolution of the General Meeting of Shareholders (OGMS) of CONPET SA dated 08.04.2025 (in first call).***

Director General  
Eng. Dorin TUDORA

**RESOLUTION NO. 1**  
**OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS)**  
**of CONPET SA Ploiești**  
**dated 08.04.2025**

The Ordinary General Meeting of Shareholders of the Company “CONPET” SA, with registered offices in Ploiești, 1-3 Anul 1848 Street, registered at the Trade Register Office attached to the Prahova Tribunal under the No. J1991000006291, 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 companies, republished, with subsequent amendments and additions, as well as the applicable legislation on the capital market and issuers of financial instruments and market operations, corroborated with the provisions of Art. (16) of the Articles of Incorporation, today, during the meeting dated 08.04.2025 (first call), which took place at the company's headquarters, attended by a number of 11 present or represented shareholders (including by correspondence voting bulletins), owners of a number of 6,221,852 shares/voting rights, representing 71.87% of the share capital, namely 71.87% of the total number of voting rights, adopts the following:

**RESOLUTION**

**Art. 1.** By a number of 6,221,811 “For” votes representing 100 % of the total votes cast, approves the election of Mr. Claudiu - Aurelian Popa as Secretary of the Ordinary General Meeting of Shareholders (OGMS).

**Art. 2.** By a number of 6,218,793 “For” votes representing 100 % of the total votes cast, approves the Report No. 7565/ 24.02.2025 drawn up by the Financial Department for compliance with the provisions of Art. XXIII of GEO No. 138/2024, respectively the approval of the proposals regarding:

- performing, by the company, financial operations and services with available cash in RON or foreign currency, including by performing currency exchanges and investments or deposits at credit institutions;
- financial operations and services with cash in RON or foreign currency, including currency exchange, should be within the competence of the executive management;

- deposits at credit institutions or other investments must be made based on the Financial Resources Investment Strategy approved by the Board of Directors and within the limits of the competence granted by it to the executive management.

**Art. 3.** Takes note of Notification No. 7429/24.02.2025 prepared by the Accounting Department on supplementing the contract concluded with the financial auditor of the company, concerning limited insurance services on sustainability reporting for 2024.

**Art. 4.** By a number of 6,183,197 "For" votes representing 99.43% of the total number of votes cast, approves the form and content of Addendum No. 2 to the Mandate Contract to be concluded with the members of the Board of Directors of CONPET SA, proposed by the shareholder the Romanian State through the Ministry of Energy.

**Art. 5.** By a number of 5,656,053 "For" votes representing 90.95 % of the total votes cast, approves the appointment of the representative of the Romanian state through the Ministry of Energy in the Ordinary General Meeting of Shareholders, namely Mr. Claudiu – Aurelian Popa to sign the Addendum No. 2 to the Mandate Contract with the members of the Board of Directors of CONPET SA.

**Art. 6.** By a number of 6,221,811 "For" votes representing 100% of the total number of votes cast, approves the empowerment of the Chairman of the Board of Directors to sign the Resolution of the Ordinary General Meeting of Shareholders and to fulfill all and any of the formalities required by law for the registration and ensuring the enforceability against third parties of the Resolution adopted by the Ordinary General Meeting of Shareholders. The empowered person shall delegate to other persons the mandate regarding the fulfillment of the above-mentioned formalities.

**Art. 7.** By a number of 6,221,811 "For" votes representing 100% of the total votes cast, approves the registration date 30.04.2025 proposed by the Board of Directors, with ex-date 29.04.2025.

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b) By a number of 6,221,811 "For" votes representing 100% of the total number of votes cast, approves the empowerment of the Director General to perform the necessary diligence in order to register this OGMS Resolution, as well as to be granted the right to delegate the proxy to another person, in relation to the Trade Register Office attached to the Prahova Tribunal.

**Chairman of the Board of Directors**

President of the OGMS Meeting

Cristian - Florin Gheorghe

OGMS Secretary

Claudiu - Aurelian Popa

Technical Secretariate

Adina Modoran

Andreea Rusu

*Note: Resolution No. 1/08.04.2025 of the Ordinary General Meeting of Shareholders of "CONPET" SA was issued in 3 (three) original copies.*