

No. 27074/ 31.07.2023

**Current report no. 32/2023**  
**as per Law no. 24/2017 and ASF Regulation no. 5/2018**

<b>Date of the report</b>	<b>31.07.2023</b>
<b>Issuer's Name:</b>	<b>CONPET S.A. Ploiești</b>
<b>Registered Offices:</b>	<b>No 1-3, Anul 1848 Street, Ploiești</b>
<b>Telephone/facsimile/email:</b>	<b>0244/ 401360/ 516451/ 402385/ actionariat@conpet.ro</b>
<b>Tax Identification Number at the Trade Register Office</b>	<b>1350020</b>
<b>No. at the Trade Registry:</b>	<b>J29/ 6/ 22.01.1991</b>
<b>Subscribed and paid-up share capital:</b>	<b>28,569,842.40 RON</b>
<b>Total number of shares:</b>	<b>8,657,528 nominative shares</b>
<b>The regulated market trading the issued securities:</b>	<b>B.V.B., Premium Category</b>

**Reporting significant events:** as per art. 234 of the A.S.F. Regulation no. 5/2018:  
**Supplementation of the Agenda of the Ordinary General Meeting of Shareholders (OGMS) of CONPET S.A. convened for 18.08.2023 - first call /21.08.2023 - second call, 10:00, at the registered offices of the company, located in Ploiesti, No. 1-3 Anul 1848 Street.** The reference date of the meeting is 08.08.2023. The registration date proposed by the Board of Directors for the meeting is 08.09.2023. Settlement of the date 07.09.2023 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. (with a number of shares representing 58.7162% of the share capital of the company), of a request regarding the introduction of five additional items on the agenda of the general meeting (positions no. 6, 7, 8, 9 and 10 in the supplemented agenda), namely:

- "1. Election of the members of the Board of Directors of the company CONPET S.A., starting 22.08.2023, in accordance with the provisions of GEO no. 109/2011, via the cumulative vote method.*
- 2. Establishing the term of office of the Board of Directors' members elected for a period of 4 (four) years, starting 22.08.2023.*
- 3. Establishing 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, at class level, according to the classification of activities in the national economy, communicated by the National Institute of Statistics, prior to the appointment.*
- 4. Approval of the mandate contract form which will be concluded with the members of the Board of Directors, elected for a period of 4 (four) years.*

*5. Mandating the representative of the state 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."*

The initial OGMS Agenda dated 18.08.2023 - first call/ 21.08.2023 - 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.** Appointment of several provisional administrators 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. The term of office of the provisional administrators will be no more than 4 months, starting 22.08.2023 until 21.12.2023 (inclusive of), as per the provisions of art. 64<sup>1</sup>. 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 no later than 4 months as of the appointment by the OGMS, with the possibility of extending the mandate by another 2 months;
- 3.** Establishing the monthly gross fixed allowance of the remuneration of the non-executive members of the Board of Directors, as being equal to twice the average over 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 4950*), 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.
- 4.** Approval of the mandate contract that will be concluded with the provisional administrators appointed pursuant to the Resolution of the Ordinary General Meeting of Shareholders.
- 5.** 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.
- 6.** 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.
- 7.** Establishing the term of office of the Board of Directors' members elected for a period of 4 (four) years, starting 22.08.2023.
- 8.** Establishing 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, 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 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.
- 10.** Mandating the representative of the state 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.

**11.** Approval of the registration date 08.09.2023 advanced by the Board of Directors, with ex-date 07.09.2023.

**12.** The empowerment of the President of the OGMS session 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 provisional administrators /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.

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*We hereby attach to this current report the OGMS Convening notice, for 18.08.2023/21.08.2023 containing the supplemented Agenda.*

Director General  
Eng. Dorin TUDORA  
Electronic signature

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

**(supplementing the agenda of the Ordinary General Meeting of Shareholders (OGMS))**

**convened for 18.08.2023 – first call/ 21.08.2023 – second call)**

**THE BOARD OF DIRECTORS OF “CONPET” S.A.**

a unitary-system administered company incorporated and functioning according to the applicable Romanian legislation, with registered offices in Ploiești, No. 1-3 Anul 1848 Street, registered at the Trade Register Office attached to the Prahova Tribunal under the no. J29/6/1991, tax registration number RO 1350020, with a subscribed and paid-up capital amounting to 28,569,842.40 RON (hereinafter called “CONPET” S.A. or the “Company”), considering the request of supplementing the agenda of the Ordinary General Meeting of Shareholders (OGMS) dated 18.08.2023/ 21.08.2023, elaborated by the Ministry of Energy, on behalf of the Romanian state as shareholder, owning 5,083,372 shares representing 58.7162% of the share capital of the company CONPET S.A., taking into account the provisions of art. 16 para. (6) of the Articles of Incorporation of CONPET S.A., the provisions of art. 105 para. (3) of Law No. 24/2017 concerning the issuers of financial instruments and market operations, and in accordance with the provisions of art. 117<sup>1</sup> of Law no. 31/ 1990 regarding companies, republished, with subsequent amendments and additions, by the Decision of the Board of Directors no. 20 of 31.07.2023, completes the agenda of the Ordinary General Meeting of Shareholders, convened for 18.08.2023 - first call/ 21.08.2023 - second call, with the following items:

- “1. Election of the members of the Board of Directors of the company CONPET S.A., starting 22.08.2023, in accordance with the provisions of GEO no. 109/2011, via the cumulative vote method.*
- 2. Establishing the term of office of the Board of Directors’ members elected for a period of 4 (four) years, starting on 22.08.2023.*
- 3. Establishing 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, at class level, according to the classification of activities in the national economy, communicated by the National Institute of Statistics, prior to the appointment.*
- 4. Approval of the mandate contract which will be concluded with the members of the Board of Directors, elected for a period of 4 (four) years.*



5. Mandating the representative of the state 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."

The aforementioned Items, from 1 - 5, will be inserted after Item 5 of the initial agenda of the OGMS, becoming Items 6 - 10 in the agenda supplemented accordingly, resulting in the following:

**AGENDA:**

1. Election of a Secretary of the Ordinary General Meeting of Shareholders (OGMS).
2. Appointment of several provisional administrators 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. The term of office of the provisional administrators will be a maximum of 4 months, starting 22.08.2023 until 21.12.2023 (inclusive of), as per the provisions of art. 64<sup>1</sup>, 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 no later than 4 months as of the appointment by the OGMS, with the possibility of extending the mandate by another 2 months.
3. Establishing the monthly gross fixed allowance of the remuneration of the non-executive members of the Board of Directors, as being equal to twice the average over 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 4950*), 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.
4. Approval of the mandate contract that will be concluded with the provisional administrators appointed pursuant to Resolution of the Ordinary General Meeting of Shareholders.
5. 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.
6. 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.
7. Establishing the term of office of the Board of Directors' members elected for a period of 4 (four) years, starting 22.08.2023.
8. Establishing 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, 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 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.

**10.** Mandating the representative of the state 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."

**11.** Approval of the registration date 08.09.2023 advanced by the Board of Directors, with ex-date 07.09.2023.

**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/provisional 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 18.08.2023 - first call/ 21.08.2023 - second call, 10:00 (Romania time), which will carry out its works at the registered offices of the Company in the municipality of Ploiesti, No. 1-3 Anul 1848 Street, Prahova county, and in which only persons who have the capacity of shareholders, i.e. are registered in the Register of Shareholders of the Company at the end of the reference date 08.08.2023, have the right to participate and vote, was carried out in compliance with the legal requirements, the convening notice being published in the Official Gazette of Romania Part IV, no. 3175/ 17.07.2023 and in the newspaper "Jurnalul" dated 17.07.2023.

The OGMS Convening Notice was established as Annex to the Current Report no. 31/13.07.2023, which was submitted to B.V.B. and A.S.F. on 13.07.2023 and published on the websites [www.bvb.ro](http://www.bvb.ro) and [www.conpet.ro](http://www.conpet.ro) on 13.07.2023.

The updating of the agenda of the Ordinary General Meeting of Shareholders was carried out in accordance with the provisions of art. 117<sup>1</sup> para. (1) of Law no. 31/1990 *regarding companies*, republished, with subsequent additions and amendments and the provisions of art. 105 para. (3) of Law no. 24/2017, *regarding the issuers of financial instruments and market operations*, republished, following the request of the Ministry of Energy, conveyed via the address registered with the Company under no. 26975/31.07.2023, regarding the addition of five supplementary items on the agenda of the general meeting.

The informative material for the OGMS, the OGMS convening notice containing the updated agenda, the draft decision of the OGMS, along with the correspondence voting bulleting and the special empowerment form, updated, in relation to the updated agenda, are available starting 01.08.2023, 08:00, both on the website [www.conpet.ro](http://www.conpet.ro), section “Relation with investors/ GMS documents - OGMS 18.08.2023”, as well as at the headquarters of CONPET S.A., BoD and GMS Secretariat Office, on every working day, between 08:00 and 14:00.

The shareholders may receive, upon request, copies of documents relating to the items included on the agenda of the OGMS.

Additional information can be obtained from “CONPET” S.A.’s headquarters in Ploiești, No. 1 - 3 Anul 1848 Street, Prahova county, BoD and GMS Secretariat Office, telephone 0244.401.360 int. 2655, 2579, fax 0244.516.451, between 08:00 - 14:00, e-mail: [actionariat@conpet.ro](mailto:actionariat@conpet.ro).

### **CHAIRMAN OF THE BOARD OF DIRECTORS**

**CRISTIAN - FLORIN GHEORGHE**