

Translation from the Romanian language; Romanian version shall prevail

Company COMVEX S.A Constanta
Registered office: Dana 80-84, Constanta Port, Romania, postal code 900900
Share capital: LEI 29,139,927.5
Total number of shares: 11,655,971
Unique Registration Code: 1909360

**DRAFT DECISION FOR MATTER NO. 1 ON THE AGENDA OF THE ORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 392
of April 22/23, 2024
of the Ordinary General Meeting of Shareholders of Comvex S.A.**

The Ordinary General Meeting of Shareholders of COMVEX S.A. having its registered office in Constanta, Port of Constanta, Dana 80-84, Constanta County, Romania, Unique Registration Code 1909360, registered with the Trade Registry under no. J13/622/1991, summoned in accordance with the provisions of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented, Law no. 24/2017 on issuers of financial instruments and market operations, Republished, as further amended and supplemented, Company Law no. 31/1990, republished, as further amended and supplemented, at the Company`s registered office in Constanta, Constanta Port, Dana 80-84, Constanta County, Romania, on April 22/23, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ___% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes, The Ordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved COMVEX S.A. Board of Directors` report for the year 2023”.

Mr. Viorel Panait and Ms. Madalina Liliana Militaru are hereby appointed to severally or jointly sign all the documents related to the resolution of the present Meeting, as well as to fulfil all the relevant formalities for registration and publicity of the resolution with the competent authorities, in accordance with the applicable legal provisions.

Chairman,

Secretary,

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Company COMVEX S.A Constanta
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**DRAFT DECISION FOR MATTER NO. 2 ON THE AGENDA OF THE ORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 393
of April 22/23, 2024
of the Ordinary General Meeting of Shareholders of Comvex S.A.**

The Ordinary General Meeting of Shareholders of COMVEX S.A. having its registered office in Constanta, Port of Constanta, Dana 80-84, Constanta County, Romania, Unique Registration Code 1909360, registered with the Trade Registry under no. J13/622/1991, summoned in accordance with the provisions of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented, Law no. 24/2017 on issuers of financial instruments and market operations, Republished, as further amended and supplemented, Company Law no. 31/1990, republished, as further amended and supplemented, at the Company`s registered office in Constanta, Constanta Port, Dana 80-84, Constanta County, Romania, on April 22/23, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ___% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes, The Ordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved Comvex S.A. Financial Auditor’s Report for the year 2023”.

Mr. Viorel Panait and Ms. Madalina Liliana Militaru are hereby appointed to severally or jointly sign all the documents related to the resolution of the present Meeting, as well as to fulfil all the relevant formalities for registration and publicity of the resolution with the competent authorities, in accordance with the applicable legal provisions.

Chairman,

Secretary,

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Company COMVEX S.A Constanta
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Unique Registration Code: 1909360

**DRAFT DECISION FOR MATTER NO. 3 ON THE AGENDA OF THE ORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 394
of April 22/23, 2024
of the Ordinary General Meeting of Shareholders of Comvex S.A.**

The Ordinary General Meeting of Shareholders of COMVEX S.A. having its registered office in Constanta, Port of Constanta, Dana 80-84, Constanta County, Romania, Unique Registration Code 1909360, registered with the Trade Registry under no. J13/622/1991, summoned in accordance with the provisions of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented, Law no. 24/2017 on issuers of financial instruments and market operations, Republished, as further amended and supplemented, Company Law no. 31/1990, republished, as further amended and supplemented, at the Company`s registered office in Constanta, Constanta Port, Dana 80-84, Constanta County, Romania, on April 22/23, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ___% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes, The Ordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved Comvex S.A. Financial Statements for the year 2023”.

Mr. Viorel Panait and Ms. Madalina Liliana Militaru are hereby appointed to severally or jointly sign all the documents related to the resolution of the present Meeting, as well as to fulfil all the relevant formalities for registration and publicity of the resolution with the competent authorities, in accordance with the applicable legal provisions.

Chairman,

Secretary,

Translation from the Romanian language; Romanian version shall prevail

Company COMVEX S.A Constanta
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Total number of shares: 11,655,971
Unique Registration Code: 1909360

**DRAFT DECISION FOR MATTER NO. 4 ON THE AGENDA OF THE ORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 395
of April 22/23, 2024
of the Ordinary General Meeting of Shareholders of Comvex S.A.**

The Ordinary General Meeting of Shareholders of COMVEX S.A. having its registered office in Constanta, Port of Constanta, Dana 80-84, Constanta County, Romania, Unique Registration Code 1909360, registered with the Trade Registry under no. J13/622/1991, summoned in accordance with the provisions of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented, Law no. 24/2017 on issuers of financial instruments and market operations, Republished, as further amended and supplemented, Company Law no. 31/1990, republished, as further amended and supplemented, at the Company`s registered office in Constanta, Constanta Port, Dana 80-84, Constanta County, Romania, on April 22/23, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ____% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes, The Ordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved the following:

- <i>Gross profit on December 31, 2023</i>	<i>Ron</i>	<i>222,627,396</i>
- <i>Tax on the related profit</i>	<i>Ron</i>	<i>32,905,153</i>
- <i>Net Profit as at December 31, 2023</i>	<i>Ron</i>	<i>189,722,243</i>

The net profit as of December 31,2023, amounting to Ron 189,722,243, shall be distributed as following:

- <i>Other reserves</i>	<i>Ron</i>	<i>6,989,368</i>
- <i>Gross dividends</i>	<i>Ron</i>	<i>125,000,000</i>
- <i>Profit remained undistributed</i>	<i>Ron</i>	<i>57,732,875</i>

It is approved to set a gross dividend per share of lei 10.7241.

Mr. Viorel Panait and Ms. Madalina Liliana Militaru are hereby appointed to severally or jointly sign all the documents related to the resolution of the present Meeting, as well as to fulfil all the relevant formalities for registration and publicity of the resolution with the competent authorities, in accordance with the applicable legal provisions.

Chairman,

Secretary,

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**DRAFT DECISION FOR MATTER NO. 5 ON THE AGENDA OF THE ORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 396
of April 22/23, 2024
of the Ordinary General Meeting of Shareholders of Comvex S.A.**

The Ordinary General Meeting of Shareholders of COMVEX S.A. having its registered office in Constanta, Port of Constanta, Dana 80-84, Constanta County, Romania, Unique Registration Code 1909360, registered with the Trade Registry under no. J13/622/1991, summoned in accordance with the provisions of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented, Law no. 24/2017 on issuers of financial instruments and market operations, Republished, as further amended and supplemented, Company Law no. 31/1990, republished, as further amended and supplemented, at the Company`s registered office in Constanta, Constanta Port, Dana 80-84, Constanta County, Romania, on April 22/23, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ____% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes, The Ordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

- 1. „It is hereby approved the discharge of liability of the director George CHIOCARU for his activity during 2023.*
- 2. It is hereby approved the discharge of liability of the director Dan Ion Drăgoi for his activity during 2023.*
- 3. It is hereby approved the discharge of liability of the director Corneliu Bogdan IDU for his activity during 2023.*
- 4. It is hereby approved the discharge of liability of the director Viorel PANAIT for his activity during 2023.*
- 5. It is hereby approved the discharge of liability of the director Edmond Costin ȘANDRU for his activity during 2023.”*

Mr. Viorel Panait and Ms. Madalina Liliana Militaru are hereby appointed to severally or jointly sign all the documents related to the resolution of the present Meeting, as well as to fulfil all the relevant formalities for registration and publicity of the resolution with the competent authorities, in accordance with the applicable legal provisions.

Chairman,

Secretary,

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**DRAFT DECISION FOR MATTER NO. 6 ON THE AGENDA OF THE ORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 397
of April 22/23, 2024
of the Ordinary General Meeting of Shareholders of Comvex S.A.**

The Ordinary General Meeting of Shareholders of COMVEX S.A. having its registered office in Constanta, Port of Constanta, Dana 80-84, Constanta County, Romania, Unique Registration Code 1909360, registered with the Trade Registry under no. J13/622/1991, summoned in accordance with the provisions of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented, Law no. 24/2017 on issuers of financial instruments and market operations, Republished, as further amended and supplemented, Company Law no. 31/1990, republished, as further amended and supplemented, at the Company`s registered office in Constanta, Constanta Port, Dana 80-84, Constanta County, Romania, on April 22/23, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ___% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes, The Ordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved COMVEX S.A. Income and Expenditure Budget for the year 2024.”

Mr. Viorel Panait and Ms. Madalina Liliana Militaru are hereby appointed to severally or jointly sign all the documents related to the resolution of the present Meeting, as well as to fulfil all the relevant formalities for registration and publicity of the resolution with the competent authorities, in accordance with the applicable legal provisions.

Chairman,

Secretary,

Translation from the Romanian language; Romanian version shall prevail

Company COMVEX S.A Constanta

Registered office: Dana 80-84, Constanta Port, Romania, postal code 900900

Share capital: LEI 29,139,927.5

Total number of shares: 11,655,971

Unique Registration Code: 1909360

**DRAFT DECISION FOR MATTER NO. 7 ON THE AGENDA OF THE ORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 398
of April 22/23, 2024
of the Ordinary General Meeting of Shareholders of Comvex S.A.**

The Ordinary General Meeting of Shareholders of COMVEX S.A. having its registered office in Constanta, Port of Constanta, Dana 80-84, Constanta County, Romania, Unique Registration Code 1909360, registered with the Trade Registry under no. J13/622/1991, summoned in accordance with the provisions of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented, Law no. 24/2017 on issuers of financial instruments and market operations, Republished, as further amended and supplemented, Company Law no. 31/1990, republished, as further amended and supplemented, at the Company`s registered office in Constanta, Constanta Port, Dana 80-84, Constanta County, Romania, on April 22/23, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ___% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes, The Ordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved the date of June 4, 2024, as the registration date of the shareholders, in compliance with the provisions article 87 para 1. of Law no. 24/2017 on issuers of financial instruments and market operations, Republished, as further amended and supplemented and article 2 para (2) letter f) of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented.”

Mr. Viorel Panait and Ms. Madalina Liliana Militaru are hereby appointed to severally or jointly sign all the documents related to the resolution of the present Meeting, as well as to fulfil all the relevant formalities for registration and publicity of the resolution with the competent authorities, in accordance with the applicable legal provisions.

Chairman,

Secretary,

Translation from the Romanian language; Romanian version shall prevail

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Unique Registration Code: 1909360

**DRAFT DECISION FOR MATTER NO. 8 ON THE AGENDA OF THE ORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 399
of April 22/23, 2024
of the Ordinary General Meeting of Shareholders of Comvex S.A.**

The Ordinary General Meeting of Shareholders of COMVEX S.A. having its registered office in Constanta, Port of Constanta, Dana 80-84, Constanta County, Romania, Unique Registration Code 1909360, registered with the Trade Registry under no. J13/622/1991, summoned in accordance with the provisions of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented, Law no. 24/2017 on issuers of financial instruments and market operations, Republished, as further amended and supplemented, Company Law no. 31/1990, republished, as further amended and supplemented, at the Company`s registered office in Constanta, Constanta Port, Dana 80-84, Constanta County, Romania, on April 22/23, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ____% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes, The Ordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved the date of June 3, 2024, as „ex date”, in compliance with the provisions article 2 para 2 letter l) of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented.”

Mr. Viorel Panait and Ms. Madalina Liliana Militaru are hereby appointed to severally or jointly sign all the documents related to the resolution of the present Meeting, as well as to fulfil all the relevant formalities for registration and publicity of the resolution with the competent authorities, in accordance with the applicable legal provisions.

Chairman,

Secretary,

Translation from the Romanian language; Romanian version shall prevail

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**DRAFT DECISION FOR MATTER NO. 9 ON THE AGENDA OF THE ORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 400
of April 22/23, 2024
of the Ordinary General Meeting of Shareholders of Comvex S.A.**

The Ordinary General Meeting of Shareholders of COMVEX S.A. having its registered office in Constanta, Port of Constanta, Dana 80-84, Constanta County, Romania, Unique Registration Code 1909360, registered with the Trade Registry under no. J13/622/1991, summoned in accordance with the provisions of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented, Law no. 24/2017 on issuers of financial instruments and market operations, Republished, as further amended and supplemented, Company Law no. 31/1990, republished, as further amended and supplemented, at the Company`s registered office in Constanta, Constanta Port, Dana 80-84, Constanta County, Romania, on April 22/23, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ____% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes, The Ordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved the date of June 21, 2024, as „payment date”, in compliance with the provisions article 87 para 2 of Law no. 24/2017 (R), article 2 para 2 letter h) and article 178 of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented.”

Mr. Viorel Panait and Ms. Madalina Liliana Militaru are hereby appointed to severally or jointly sign all the documents related to the resolution of the present Meeting, as well as to fulfil all the relevant formalities for registration and publicity of the resolution with the competent authorities, in accordance with the applicable legal provisions.

Chairman,

Secretary,

Translation from the Romanian language; Romanian version shall prevail

Company COMVEX S.A Constanta
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Unique Registration Code: 1909360

**DRAFT DECISION FOR MATTER NO. 10 ON THE AGENDA OF THE ORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 401
of April 22/23, 2024
of the Ordinary General Meeting of Shareholders of Comvex S.A.**

The Ordinary General Meeting of Shareholders of COMVEX S.A. having its registered office in Constanta, Port of Constanta, Dana 80-84, Constanta County, Romania, Unique Registration Code 1909360, registered with the Trade Registry under no. J13/622/1991, summoned in accordance with the provisions of Regulation no. 5/2018 on issuers of financial instruments and market operations, as further amended and supplemented, Law no. 24/2017 on issuers of financial instruments and market operations, Republished, as further amended and supplemented, Company Law no. 31/1990, republished, as further amended and supplemented, at the Company`s registered office in Constanta, Constanta Port, Dana 80-84, Constanta County, Romania, on April 22/23, 2024, at 12:00,

With a number of ____ votes in favour, amounting to __% of the share capital represented in the Meeting, a number of ____ votes against and a number of ____ refraining votes, The Ordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved the appointment of Mr. Viorel Panait and Mrs. Madalina Liliana Militaru to severally or jointly sign all the documents related to the resolutions of the meeting, as well as to fulfil all the legal formalities for registration and publicity of each of the resolutions of the Ordinary General Meeting of the Shareholders with the competent authorities, in accordance with the applicable legal provisions.”

Chairman,

Secretary,