



*Translation from the Romanian language; Romanian version shall prevail*

## **CURRENT REPORT**

in compliance with the provisions of Regulation no. 5/2018 on issuers of financial instruments and market operations – art. 234

Date of report: 26.09.2022

Name of issuer: **COMVEX S.A.**

Registered office: Constanta, Incinta Port, Dana 80-84, Romania

Phone/fax number: 0241-603051 / 0241-639010

Unique Registration Code: 1909360

Registration number with the Trade Registry: J13/622/20.02.1991

Share capital: 29,139,927.5 lei

The market on which the issued securities are traded: Bucharest Stock Exchange, ATS market (AeRO)

### **Significant event to be reported: Decisions of the Ordinary General Meeting of Shareholders**

The shareholders of Comvex S.A. Constanta held an **Ordinary General Meeting of Shareholders**, in accordance with legal and statutory provisions. The meeting was summoned for September 23/26, 2022, starting at 12:00, at the Company's registered office in Constanta, Incinta Port, Dana 80-84.

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, 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 **September 23, 2022, at 12:00**. The assembly is legally constituted according to the provisions of art. 112 para. (1) of Law no. 31/1990 and of art. 13.3 of the Articles of Association of the Company, and adopted the following decisions:

### **Decision no. 364**

Following the appointment of all the 5 (five) members of the Board of Directors of Comvex S.A., during the OGMS held on September 23, 2022,

Sole Article

*„The structure of the Board of Directors of Comvex S.A. is:*

- 1. Mr. George CHIOCARU - member,*
- 2. Mr. Dan Ion DRĂGOI - member,*
- 3. Mr. Bogdan Corneliu IDU -member,*

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4. *Mr. Viorel PANAIT -member,*
5. *Mr. Edmond Costin ȘANDRU -member,*

*According to the Articles of Incorporation, the directors' mandate term is 4 years (2022 – 2026)''.*

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.

#### **Decision no. 365**

Sole Article

*„It is hereby approved the Remuneration Policy of the management structure of Comvex S.A. prepared in accordance with Article 106 of Law no. 24/2017 on issuers of financial instruments and market operations''.*

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.

#### **Decision no. 366**

Sole Article

*„During the mandate 2022 - 2026, the remuneration due to the members of the Board of Directors shall be maintained at the same level as established by the resolution of the Ordinary General Meeting of Shareholders no. 303/24.09.2018, i.e. 50% of the gross remuneration of the General Manager. During their mandate, for the members of the Board of Directors, the costs of communication, transport, vehicle, delegations, daily subsistence allowance, accommodation, protocol, private pension insurance and health insurance will be covered''.*

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.

#### **Decision no. 367**

Sole Article

*„During the mandate 2022 - 2026, the general limits of the additional remuneration granted to the members of the Board of Directors shall be maintained at the level established by the resolution of the Ordinary General Meeting of Shareholders no. 304/24.09.2018, i.e. between 10% and 30% of the directors' remuneration.*

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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.

### **Decision no. 368**

Sole Article

*„It is hereby approved the distribution of the amount of 21,572,871 RON, representing part of the registered and undistributed profit for 2021, as dividends, i.e. approval of the fixing of a gross dividend per share of 1.8508 RON”.*

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.

### **Decision no. 369**

Sole Article

*„It is hereby approved the date of October 14, 2022, 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 and article 2 para (2) letter f) of Regulation no. 5/2018”.*

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.

### **Decision no. 370**

Sole Article

*„It is hereby approved the date of October 13, 2022, 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.”*

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.



### **Decision no. 371**

#### Sole Article

*„It is hereby approved the date of November 2, 2022, as Payment Day, in compliance with the provisions of article 87 para 2 of Law no. 24/2017 (R), article 2 para 2 letter h) and article 178 of Regulation no. 5/2018.”*

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.

### **Decision no. 372**

*„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 Ordinary General Meeting of the Shareholders, 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.”*

President of the Board of Directors,  
Viorel PANAIT

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