



***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: 28.04.2023

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 April 27/28, 2023, 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, 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 27, 2023, 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. 373**

Sole Article

*„It is hereby approved COMVEX S.A. Board of Directors` report for the year 2022”.*

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.

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### **Decision no. 374**

Sole Article

*„It is hereby approved Comvex S.A. Financial Auditor’s Report for the year 2022”.*

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. 375**

Sole Article

*„It is hereby approved Comvex S.A. Financial Statements for the year 2022”.*

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. 376**

Sole Article

*„It is hereby approved the following:*

<i>Gross profit on December 31, 2022</i>	<i>Ron</i>	<i>124,345,751</i>
<i>Tax on the related profit</i>	<i>Ron</i>	<i>19,985,076</i>
<i>Net Profit as at December 31, 2022</i>	<i>Ron</i>	<i>104,360,675</i>

*The net profit as of December 31,2022, amounting to Ron 104,360,675 should remain undistributed and no dividends should be paid for the financial year 2022.*

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. 377**

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## Sole Article

- „1. It is hereby approved the discharge of liability of the director Marian Gheorghe BUTUȘINĂ for his activity during 2022.
2. It is hereby approved the discharge of liability of the director George CHIOCARU for his activity during 2022.
3. It is hereby approved the discharge of liability of the director Dan Ion DRĂGOI for his activity during 2022.
4. It is hereby approved the discharge of liability of the director Corneliu Bogdan IDU for his activity during 2022.
5. It is hereby approved the discharge of liability of the director Viorel PANAIT for his activity during 2022.
6. It is hereby approved the discharge of liability of the director Edmond Costin ȘANDRU for his activity during 2022.”

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. 378**

## Sole Article

„It is hereby approved COMVEX S.A. Income and Expenditure Budget 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.

### **Decision no. 379**

## Sole Article

„It is hereby approved the date of May 17, 2023, as the registration date of the shareholders, in compliance with the provisions article 87 para 2. 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.



### **Decision no. 380**

*„It is hereby approved the date of May 16, 2023, 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.

### **Decision no. 381**

*Sole Article*

*„It is hereby approved the appointment of Mr. Viorel Panait and Mrs. Madalina Militaru to severally or jointly sign all the documents related to the resolutions of the Ordinary General Meeting of Shareholders , as well as to fulfil all the legal formalities for registration and publicity of each of the resolutions of Comvex S.A.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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