



RESOLUTIONS

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF VRANCART

OF APRIL 27th, 2022

The Ordinary General Meeting of Shareholders of VRANCART (a Company registered at the Trade Register Office of the Vrancea Court under no. J39/239/1991, unique registration code 1454846), convened at the Company's registered office on April 27th, 2022, pursuant to the provisions of the Articles of Association and of Law 31/1990 on companies, republished, as amended and supplemented

HEREBY DECIDES

RESOLUTION no. 1 dated April 27th, 2022

Art. 1. Approval of the Reports of the Board of Directors and of the Financial Auditor (individual and consolidated) for the financial year 2021.

Art. 2. Approval of the individual Financial Statements for the financial year 2021 (Statement of Financial Position, Statement of Comprehensive Income, Statement of Cash Flows, Notes to the Financial Statements), prepared in accordance with I.F.R.S.

Art. 3. Approval of the consolidated Financial Statements for the financial year 2021 (Statement of Financial Position, Statement of Comprehensive Income, Statement of Cash Flows, Notes to the Financial Statements), prepared in accordance with I.F.R.S.

RESOLUTION no. 2 dated April 27th, 2022

Sole article. Approval of the Report of the Chairman of the Board of Directors on the coordination of the Board's activity in 2021.

RESOLUTION no. 3 dated April 27th, 2022

Sole article. Approval to give discharge to the Board of Directors for the financial year 2021.

RESOLUTION no. 4 dated April 27th, 2022

Sole article. Approval to distribute dividends with a gross amount of **0.0042** lei/share (respectively a total amount of the dividends of **5,054,219** lei) from the profit corresponding to the financial year 2021.

**RESOLUTION no. 5 dated April 27th, 2022**

Sole article. Approval to bear the expenses related to the payment of dividends from the financial resources of VRANCART (bank charges, postage fees and other expenses of the same kind).

RESOLUTION no. 6 dated April 27th, 2022

Sole article. Approval of the Revenues and Expenditures Budget and Investment Plan for the financial year 2022.

RESOLUTION no. 7 dated April 27th, 2022

Sole article. Approval of election of a new Board of Directors of the Company, for a term of 4 (four) years, until April 27th, 2026, consisting of:

1. IONEL – MARIAN CIUCIOI – member
2. ADRIAN FERCU – member
3. BOGDAN – ALEXANDRU DRĂGOI – member
4. RACHID EL LAKIS – member
5. SERGIU MIHAILOV – member

RESOLUTION no. 8 dated April 27th, 2022

Sole article. Approval of the remuneration of the members of the Board of Directors for the financial year January 1st, 2022 – December 31st, 2022, in the same amount as the previous year.

RESOLUTION no. 9 dated April 27th, 2022

Sole article. Approval of the general limits of all the additional remunerations of the members of the Board of Directors for the financial year January 1st, 2022 – December 31st, 2022, in the same amount as the previous year.

RESOLUTION no. 10 dated April 27th, 2022

Sole article. Approval of the general limit of the monthly remuneration provided by the mandate agreement of the General Manager for the financial year January 1st, 2022 – December 31st, 2022, in the same amount as the previous year.

RESOLUTION no. 11 dated April 27th, 2022

Sole article. Approval of the Remuneration Report for the Company's directors for the year 2021, in accordance with the provisions of Article 107, paragraph (6) of Law no. 24/2017 on issuers of financial instruments and market operations, republished.





RESOLUTION no. 12 dated April 27th, 2022

Sole article. Approval of the ratification of Resolutions no. 17 / April 7th, 2021, no. 18 / April 7th, 2021, no. 19 / April 7th, 2021, no. 20 / April 7th, 2021 and no. 31 / May 28th, 2021 of the Board of Directors of the Company.

RESOLUTION no. 13 dated April 27th, 2022

Sole article. Approval of the date **September 12th, 2022** as the *ex date*, as defined by the provisions of the Financial Supervisory Authority Regulation no. 5/2018 on issuers of financial instruments and market operations.

RESOLUTION no. 14 dated April 27th, 2022

Sole article. Approval of the date **September 13th, 2022** as the *registration date*, as defined by the provisions of the Financial Supervisory Authority Regulation No 5/2018 on issuers of financial instruments and market operations, that defines the shareholders that the decisions made within the Ordinary General Meeting of the Shareholders of April 27th, 2022 shall be reflected upon.

RESOLUTION no. 15 dated April 27th, 2022

Sole article. Approval of the date **October 3rd, 2022** as the *payment date*, as defined by the provisions of the Financial Supervisory Authority Regulation no. 5/2018 on issuers of financial instruments and market operations.

RESOLUTION no. 16 dated April 27th, 2022

Sole article. Approval of empowering of the Chairman of the meeting and of the meeting Secretary to sign the decisions of the Ordinary General Meeting of the Shareholders to be held on **April 27th, 2022**.

The voting result for the 16 Resolutions of the Ordinary General Meeting of Shareholders held on April 27th, 2022 is:

OGMS Resolutions	Number of votes	% IN FAVOUR	% AGAINST	% ABSTENTION	% CANCELLED	% TOTAL
1/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
2/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
3/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%



4/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
5/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
6/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
7/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
8/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
9/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
10/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
11/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
12/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
13/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
14/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
15/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%
16/ April 27 th , 2022	1,139,804,604	100%	0	0	0	100%

Following the Ordinary General Meeting of Shareholders held on April 27th, 2022, among others, the Audited Financial Statements (individual and consolidated) for the financial year 2021 (prepared in accordance with I.F.R.S.), the Annual Report of the Board of Directors (individual and consolidated), the Report of the Financial Auditor (individual and consolidated), the Report of the Chairman of the Board of Directors, the Declaration of Compliance with the Corporate Governance Code of the Bucharest Stock Exchange, the Remuneration Report, the Income and Expenditure Budget for 2022 and the Investment Plan for 2022 were approved.

CHAIRMAN OF THE MEETING

Ionel – Marian CIUCIOI

Chairman of the Board of Directors

OGMS SECRETARY

Marin RADU