



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: 23.04.2024

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 22/23, 2024, 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 22, 2024, 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. 392

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.



Decision no. 393

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.

Decision no. 394

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.

Decision no. 395

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.



Decision no. 396

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.

Decision no. 397

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.

Decision no. 398

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 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. 399

„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.

Decision no. 400

„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.

Decision no. 401

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