

**RESOLUTION DRAFT**  
**ORDINARY GENERAL MEETING OF THE SHAREHOLDERS**  
**OF CARBOCHIM SA of 27/28.04.2022**

**The Ordinary General Meeting of the Shareholders of CARBOCHIM SA**

Convened in a legal and statutory meeting of **27/28.04.2022**, in the presence of the company shareholders who own .....shares bearing right to vote, representing .....% of the company share capital,

**RESOLVED:**

- 1.** Presentation and approval of the annual Financial Statements of December 31<sup>st</sup>, 2021 drawn up in accordance with the International Financial Reporting Standards adopted by the European Union and with the Order of the Minister of Public Finance no. 2844/2016 for the approval of the Accounting Regulations compliant with the International Financial Reporting Standards on the basis of the reports submitted by the Board of Directors and the Financial Auditor.
- 2.** Presentation and approval of the Report of the Board of Directors for 2021. The administrators' discharge from administration for the financial year 2021.
- 3.** Presentation and approval of the net proceeds for the 2021 financial year, amounting to LEI **1,441,210.71**, as it follows:
  - to allot the amount of **80,939.34 lei** for the legal spare funds;
  - to cover the loss of **27,434.10 lei** resulted from the cancellation of 4,813 own shares, according to the General Meeting of Shareholders' Resolution 1 /April 28<sup>th</sup>, 2021, reported result (undistributed proceeds):  
**1,332,837.27 lei;**
- 4.** Presentation and approval of the Revenues and Expenditure Budget for 2022.
- 5.** Presentation and approval of the investment program for 2022.
- 6.** To approve the remuneration report related to the 2021 financial year.
- 7.** Approval of the remuneration policy of the company's managers (administrators and directors) in accordance with the provisions of art. 92, ind. 1 of Law no. 24/2017 regarding the issuers of financial instruments and market operations.
- 8.** Establishing the maximum monthly limit for the remuneration of the directors, in accordance with art. 153 ^ 18 of Law 31/1990, in the amount of 3,300,000 lei.
- 9.** Approval of the date of **20.05.2022**, as the date of identification of the shareholders, on whom the effects of the decision of the Ordinary General Meeting of Shareholders are to be reflected, according to art. 86 paragraph 1 of Law 24/2017 regarding the issuers of financial instruments and market operations and the approval of the date of **19.05.2022 as ex-date.**
- 10.** To empower a certain person to draw up and sign all the adopted resolutions, to carry out the required formalities to mention/record the decisions with the Trade Register and to publish them in the Romanian Official Gazette.

**PRESIDENT OF THE BOARD OF DIRECTORS**  
**GENERAL MANAGER**  
**VIOREL POPOVICIU, engineer**

**RESOLUTION DRAFT**  
**EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS**  
**OF CARBOCHIM SA of 7/28.04.2022**

**The Extraordinary General Meeting of the Shareholders of CARBOCHIM SA**

Convened in a legal and statutory meeting of **27/28.04.2022**, in the presence of the company shareholders who own ..... shares bearing right to vote, representing .....% of the company share capital,

**RESOLVED:**

1. To approve the 2022 commercial strategy.
2. To approve the extension of the credit lines amounting to a total of **LEI 8,150,000** or undertaking new ones within the maximum ceiling of **LEI 10,000,000** and securing them with mortgages on the Company assets.  
  
To mandate the Board of Directors in order to set the substantiated conditions for the extensions of credit lines or the undertaking of new ones within the approved ceiling.
3. To approve the contracting of an investment loan amounting to **maximum LEI 15,000.000** or the equivalent value in EURO, in order to make the investments provisioned by the 2022 investments plan. To mandate the Board of Directors to set the conditions for contracting the investment loan in compliance with the approved margin.
4. To add to article 6 – the company's scope of activity, the following NACE code:  
- **3511 Electricity Generation**
5. To approve **May 24<sup>th</sup>, 2022** as the identification date of the shareholders who might be affected by the effects of the resolution of the Extraordinary General Meeting of Shareholders according to Art. 86 paragraph 1 of Law 24/2017 on issuers of financial instruments and market operations and to approve **May 23<sup>th</sup>, 2022** as ex-date.
6. To mandate a certain person to draw up and sign all the adopted resolutions and to carry out the required formalities to mention/record the resolutions with the Trade Register and to publish them in the Romanian Official Gazette.

**PRESIDENT OF THE BOARD OF DIRECTORS**  
**GENERAL MANAGER**  
**VIOREL POPOVICIU, engineer**