

To the attention of: **FINANCIAL SUPERVISION AUTHORITY**

**Department of Financial Instruments and Investments**

**Fax: 021-6596051**

**BUCHAREST STOCK EXCHANGE** – Regulated market

**Fax: 021-2569276**

**No. 388/ April 27<sup>th</sup>, 2022**

## **CURRENT REPORT**

**According to Law 24/2017 on issuers of financial instruments and market operations and Regulation no. 5/2018 on issuers of financial instruments and market operations.**

Report Date: **April 27<sup>th</sup>, 2022**

**Name of Issuing Company: CARBOCHIM S.A.**

**Registered Office:** P-ta. 1 Mai nr. 3, CLUJ-NAPOCA

**Phone/Fax:** 0264 437 005 / 0264 437 026

**Tax Reference Number:** 201535, **VAT Code:** RO

**Cluj Trade Register Number:** J12/123/1991

Subscribed and Paid-up Share Capital **RON 12,313,405**

Regulated market on which the issued securities are traded: **BVB Bucharest**

Shares (market symbol: **CBC**)

**Important events to report:** Current report on the Decisions of the Ordinary General Meeting and the Decisions of the Extraordinary General Meeting of Shareholders dated **April 27<sup>th</sup>, 2022** (first convening).

On **April 27<sup>th</sup>, 2022**, the Ordinary General Meeting of the Shareholders (AGOA) and the Extraordinary General Meeting of the Shareholders (AGEA) of CARBOCHIM S.A. were held at the first convening at the address in Cluj-Napoca, P-ta 1 Mai, nr. 3, for all Shareholders registered in the Register of Shareholders of the Company, at the end of **April 11<sup>th</sup>, 2022**, considered as the Reference Date according to the notice to attend, recorded in the minutes no. 3.

**The meetings were attended by Shareholders holding 3,971,705 shares, representing 80.6377% of the share capital of the Company.**

**After debates, the Ordinary General Meeting of Shareholders adopted the following resolutions:**

1. Approves by unanimous vote the Annual Financial Statements concluded on December 31<sup>st</sup>, 2021 prepared in accordance with the International Financial Reporting Standards adopted by the European Union and the Order of the Ministry of Public Finance No. 2844/2016 for the approval of the Accounting Regulations in accordance with International Financial Reporting Standards, based on the reports submitted by the Board of Directors and the financial auditor, the indicators being the following:

Turnover	RON 34.087.673
Net profit for the year	RON 1.441.211
Total assets	RON 95.861.837
Owners' equity	RON 80.519.709
Payables	RON 15.342.128

2. Approves by unanimous vote the Management Report of the Board of Directors for 2021 and the discharge of the Directors for the financial year 2021. The Directors didn't vote.

3. Approves by unanimous vote the distribution of the net profit for the financial year 2021 in the amount of RON **1.441.210,71**, as follows:

- legal reserves RON **80.939,34 lei**;
- 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;
- retained earnings (profit not distributed) the difference of RON **1.332.837,27**.

4. Approves by unanimous vote the Income and Expenditure Budget for 2022.

Turnover	RON 35.800.000
Overall revenue	RON 36.585.000
Total expenses	RON 35.653.750
Gross income	RON 931.250

5. Approves by unanimous vote the investment programme for 2022 in the amount of RON **41.260.000**.

6. Approves by unanimous vote the remuneration report related to the 2021 financial year.

7. Approves by unanimous vote the remuneration policy of the Company's managers (directors and general managers) according to the provisions of Article 92 para. 1 of Law 24/2017 on issuers of financial instruments and market operations.

8. Approves by unanimous vote the establishment of the monthly maximum limit for the remuneration of the general managers and the additional payment of the members of the Board of Directors, according to Article 153<sup>^</sup>18 of Law 31/1990, in the amount of **RON 3.300.000**.

9. Approves by unanimous vote the date of **May 20<sup>th</sup>, 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 Article 87, para. 1. of Law 24/2017 on issuers of financial instruments and market operations and approval of the date of **May 19<sup>th</sup>, 2022 as ex-date**.

10. Approves by unanimous vote the mandate of Mr Popoviciu Viorel-Dorin to draft and sign the resolutions adopted and the mandates of Ms Barabula Mihaela-Maria to carry out the necessary formalities to register the decisions at the Trade Register Office and for publication in the Official Gazette of Romania.

**After debates, the Extraordinary General Meeting of Shareholders adopted the following resolutions:**

1. Approves by unanimous vote the business strategy for 2022.

2. Approves by unanimous vote the extension of credit lines in the total amount of RON **8,150,000** or the commitment of new ones within a ceiling of RON **10,000,000** and their guarantee by mortgages on the assets of the Company.

The delegation of the Board of Directors is approved in order to establish the specific conditions under which the extension of credit lines or the committing of new ones within the approved ceiling will be performed.

**3.** Approves by unanimous vote the commitment of an investment loan in the amount of RON **15.000.000** or the equivalent in EUR for the achievement of the objectives set out in the investment plan for **2022**.

The delegation of the Board of Directors in order to establish the specific conditions under which investment credits within the approved ceiling will be committed.

**4.** Approves by unanimous vote the add to Article 6 of the Articles of Incorporation the following NACE code:

**3511 - Electricity Generation**

**5.** Approves by unanimous vote the date of **May 24<sup>th</sup>, 2022** as the date of identification of the shareholders, on whom the effects of the decision of the Extraordinary General Meeting of Shareholders are to be reflected, according to Article 87, paragraph 1 of Law 24/2017 on issuers of financial instruments and market operations and approval of **May 23<sup>rd</sup>, 2022 as ex-date**.

**6.** Approves by unanimous vote the mandate of Mr Popoviciu Viorel-Dorin to draft and sign the resolutions adopted and the mandates of Ms Barabula Mihaela-Maria to carry out the necessary formalities to mention/register the resolutions at the Trade Register and to publish them in the Official Gazette of Romania.

**CLUJ-NAPOCA**

**April 27<sup>th</sup>, 2022**

**CHAIRMAN OF THE BOARD OF DIRECTORS,  
ENGINEER POPOVICIU VIOREL-DORIN**