

Translation from the Romanian language; Romanian version shall prevail

Company COMVEX S.A Constanta
Registered office: Dana 80-84, Constanta Port, Romania, postal code 900900
Share capital: LEI 29,139,927.5
Total number of shares: 11,655,971
Unique Registration Code: 1909360

**DRAFT DECISION FOR MATTER NO. 1 ON THE AGENDA OF THE EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 402
of June 19/20, 2024
of the Extraordinary General Meeting of Shareholders of Comvex S.A.**

The Extraordinary 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 June 19/20, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ____% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes,

The Extraordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved investment project “Increasing of the storage capacity by the building of 5 (five) silo cells at the Eastern end of the Grain Terminal at Berth 80 in Constanta Port North” with an estimated value of Euro 20 million excluding VAT”.

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.

Chairman,

Secretary,

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**DRAFT DECISION FOR MATTER NO. 2 ON THE AGENDA OF THE EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 403
of June 19/20, 2024
of the Extraordinary General Meeting of Shareholders of Comvex S.A.**

The Extraordinary 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 June 19/20, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ____% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes,

The Extraordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved the contracting of a bank loan of up to Euro 20 million by the Company, necessary to finance the investment “Increasing of the storage capacity by the building of 5 (five) silo cells at the Eastern end of the Grain Terminal at Berth 80 in Constanta Port North” and the subsequent establishment of any securities, on existing or future assets of the Company, as well as any other securities deemed necessary to obtain the investment credit of up to Euro 20 million, to be further identified by the Board of Directors in the negotiations with financial institutions for the purpose of carrying out of this resolution, including the determining of the Company’s own contribution.”.

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.

Chairman,

Secretary,

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**DRAFT DECISION FOR MATTER NO. 3 ON THE AGENDA OF THE EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 404
of June 19/20, 2024
of the Extraordinary General Meeting of Shareholders of Comvex S.A.**

The Extraordinary 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 June 19/20, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ___% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes,

The Extraordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved the conclusion by the Board of Directors of deeds for an amount exceeding 20% of the total fixed assets, excepting receivables, in accordance with the provisions of Art. 91 para. 1 of Law no. 24/2017, for the purpose of carrying out all operations related to the investment project “Increasing of the storage capacity by the building of 5 (five) silo cells at the Eastern end of the Grain Terminal at Berth 80 in Constanta Port North”.

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.

Chairman,

Secretary,

Translation from the Romanian language; Romanian version shall prevail

Company COMVEX S.A Constanta
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**DRAFT DECISION FOR MATTER NO. 4 ON THE AGENDA OF THE EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 405
of June 19/20, 2024
of the Extraordinary General Meeting of Shareholders of Convex S.A.**

The Extraordinary 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 June 19/20, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ____% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes,

The Extraordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved the empowerment of the Board of Directors in order to carry out the resolutions adopted in resolutions 402, 403 and 404, namely to identify, obtain, negotiate and conclude all documents, as well as to perform any necessary operations, being able to use for this purpose all the resources of the Company, including but not limited to the attraction of European funds or other external funds, reimbursable or non-reimbursable and/or funds or guarantees from the state budget in the form of state aid or in any other form”.

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.

Chairman,

Secretary,

Translation from the Romanian language; Romanian version shall prevail

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**DRAFT DECISION FOR MATTER NO. 5 ON THE AGENDA OF THE EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 406
of June 19/20, 2024
of the Extraordinary General Meeting of Shareholders of Comvex S.A.**

The Extraordinary 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 June 19/20, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ____% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes,

The Extraordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved the date of July 11, 2024, as the registration date of the shareholders, in compliance with the provisions article 87 para 1. 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.

Chairman,

Secretary,

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**DRAFT DECISION FOR MATTER NO. 6 ON THE AGENDA OF THE EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 407
of June 19/20, 2024
of the Extraordinary General Meeting of Shareholders of Comvex S.A.**

The Extraordinary 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 June 19/20, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ____% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes,

The Extraordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved the date of July 10, 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.

Chairman,

Secretary,

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Unique Registration Code: 1909360

**DRAFT DECISION FOR MATTER NO. 7 ON THE AGENDA OF THE EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS**

**Decision no. 408
of June 19/20, 2024
of the Extraordinary General Meeting of Shareholders of Comvex S.A.**

The Extraordinary 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 June 19/20, 2024, at 12:00,

With a number of _____ votes in favour, amounting to ___% of the share capital represented in the Meeting, a number of _____ votes against and a number of _____ refraining votes,

The Extraordinary General Meeting of Shareholders of COMVEX S.A. has adopted the following decision:

Sole Article

„It is hereby approved the appointment of Mr. Viorel Panait and Mrs. Madalina Liliana Militaru to severally or jointly sign all the documents related to the resolutions of the meeting, as well as to fulfil all the legal formalities for registration and publicity of each of the resolutions of the Extraordinary General Meeting of the Shareholders with the competent authorities, in accordance with the applicable legal provisions.”

Chairman,

Secretary,