

**RESOLUTION OF THE EXTRAORDINARY GENERAL MEETING  
OF SHAREHOLDERS NOROFERT SA - Draft  
NO. \_/11 November 2022**

At the extraordinary general meeting of the shareholders of NOROFERT SA (*the Company*), with headquarters in Bucharest, Sector 1, str. Lt. Av. Șerban Petrescu no. 20, Ground floor, room 1 and 2, registered in the Trade Register under no. J40/4222/2000, meeting at the DoubleTree Hotel by Hilton Cluj – City Plaza, str. Sindicatelar no. 9-13, postal code 400029, Sala Venetia floor 5, from the municipality of Cluj Napoca, Cluj county, Romania, at 5:30 p.m. chaired by Mr. Popescu Vlad Andrei, the president of the board of directors, secretary being \_\_\_\_\_, attended by shareholders representing \_\_\_\_\_ from the social capital, the quorum being met.

On the items listed on the agenda, the shareholders decided the following.

1. Voted for/against/abstained **on** the Approval of a stock program option plan (SOP) for the period 2022 – 2023, through which the management and employees of the company NOROFERT SA can exercise the option to receive free of charge a number of shares issued by the company, which represent the equivalent value at the exchange rate on the date of issue the amount of 1,490,000 lei, according to the program proposed by the Board of Directors for the remuneration of employees and administrators, considering the condition that they have a continuity in office for at least one year from the date of the extraordinary general meeting.

2. Voted for/against/abstention on Approval of participation in public auctions in order to obtain lease contracts, for agricultural areas of no more than 4,000 ha, at a lease value of no more than 2,200 lei/ha or equivalent to 1,700 kg of wheat/ha and empowering the board of directors to decide on participation at any such tenders may be announced.

3. Voted for/against/abstained on Approval of the date of 29.11.2022 as "**registration date**" which serves to identify the shareholders on whom the effects of the decisions adopted by the extraordinary general meeting of shareholders will be reflected, the date of 28.11.2022 representing "**ex-date**" of the EGMS decision.

4. Voted for/against/abstained regarding the empowering of Mr. Popescu Vlad Andrei, the President of the Board of Directors for the fulfillment of all formalities and procedures in order to implement the EGMS decision and to sign all the necessary documents in relations with the Office The Trade Register, the Official Gazette, the Financial Supervision Authority, the Bucharest Stock Exchange and any other institutions, or any other notices, documents or contracts required by law in order to fulfill this decision . He, in return, will be able to delegate these duties to one or more persons he/she deems appropriate, including to lawyers.

Date

President,

Secretary,