

**RESOLUTION OF THE ORDINARY GENERAL MEETING
OF NOROFERT SA SHAREHOLDERS
NO. 1/11 November 2022**

At the Ordinary 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, having CUI 12972762, registered in the Trade Register under no. J40/4222/2000, meeting at Hotel DoubleTree 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 5:00 p.m. presided by Mr. Popescu Vlad Andrei, the President of the Board of Directors, the secretary being Cristina Elena Mihalache, attended by shareholders holding 12,507,949 shares 72.9417% of the share capital, the quorum being met.

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

1. Voted for shareholders holding 12,309,743 shares, against shareholders holding 156,343 shares, and shareholders holding 32,850 shares abstained regarding the **revocation of the auditor of the company - DELOITTE AUDIT SRL, so that the revocation decision was adopted with 98.4863% of votes.**

2. Voted for shareholders holding 12,321,299 shares, against shareholders holding 71,249 shares, and shareholders holding 109,684 shares abstained regarding the **election as company auditor of the audit company - CONTEXPERT AUDIT&ADVISORY SRL for a 2-year mandate, so that the decision to elect the auditor with a 2-year mandate was adopted with 98.5528% of the votes.**

3. Voted for shareholders holding 12,323,756 shares, against shareholders holding 31,633 shares, and shareholders holding 146,843 shares abstained regarding the **approval of the auditor's fee according to his offer, so that his fee offer was approved, respectively 9,000 Euro/year without VAT, with 98.5724% of the votes.**

4. They voted for shareholders holding 12,457,116 shares, against shareholders holding 9,162 shares, and shareholders holding 35,954 shares abstained regarding the **establishment of the registration date** (proposal: 11/29/2022) and **ex-date** (proposal: 11/28/2022), so that **the proposal was approved with 99.6391%.**

5. Voted for the shareholders holding 12,463,565 shares, against the shareholders holding 1,248 shares, and the shareholders holding 36,855 shares abstained regarding the **Power of Attorney for the President of the board of directors**, with the right of substitution/delegation, in order to sign any documents (including OGMS decisions and the updated constitutive act of the Company) and the enterprise of any necessary formalities, including the representation of the Company in front of any public authorities/natural persons/legal persons, in order to fulfill those decided by the OGMS, so that **the proposal was approved with 99.6952% of the votes.**

The minutes of the meeting can be accessed at this link: <https://norofert.ro/wp-content/uploads/2022/11/Proces-verbal-AGOA.pdf>.

Date

11.11.2022

President,

Secretary,