

**DRAFT RESOLUTION OF THE ORDINARY GENERAL MEETING
OF NOROFERT SA SHAREHOLDERS**

NO. _/April 21, 2023

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 Palatul Cesianu Racovita, first floor, CA Rosetti 5, in the city of Bucharest, Romania, at 5:00 p.m. chaired by Mr. Popescu Vlad Andrei, the president of the board of directors, secretary being _____, attended by shareholders representing _____ of the share capital , the quorum being met.

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

1. They voted for/against/abstained regarding the **Election of Meeting Secretary**.
2. They voted for/against/abstained regarding the **Approval of the individual financial statements of the Company for the financial year 2022**.
3. They voted for/against/abstained regarding the **Approval, consequently, of the method of allocation of the net profit** related to the year 2022, in the amount of 9,396,397.18 RON, as follows:

- legal reserves = RON 500,268.40;
- other reserves = 0 RON;
- from the amount of 8,896,128.78 RON representing the profit related to the year 2022 remaining after the allocation to legal reserves, the amount of 7,523,459.66 RON will be allocated to cover the loss related to the result carried forward from the correction of accounting errors related to 2020-2021, leaving a profit of 1,372,669.12 lei related to 2022 of which,
- 1,200,000 lei will be distributed as gross dividends (from the result of 2022) 0.0699 lei/share, with payment date 20.10.2023, leaving a related undistributed profit for 2022 of 172,669.12 lei.
- from the remaining profits to be distributed from the previous years - the year **2019** the value of 374,319.34 RON, the year **2020** the value of 1,317,677.54 RON and the year **2021** the value of 6,665,941.71 RON will be distributed to cover the loss related to the result carried forward from the correction accounting errors related to 2020-2021 in the amount of 8,357,938.59 lei.
- the new dividend policy is approved;

Norofert SA

J40/4222/2000; ID number 12972762

Headquarters : Str. Lt. Av. Șerban Petrescu, No. 20, Ground floor, Room 1 and 2, sector 1, Bucharest, Romania

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4. Voted for/against/abstained regarding the **Approval, consequently, of the discharge of management of the members of the board of directors** for the activity related to the financial year 2022, considering the individual financial statements;
5. Voted for/against/abstained on the **Approval of the Company's revenue and expense budget** for the financial year 2023 and the 2023 investment program as part of the Company's income and expenditure budget;
6. Voted for/against/abstained regarding **the Establishment of the registration date** (proposal: 10.05.2023), **ex-date date** (proposal: 09.05.2023) for the Decisions of the Ordinary General Meeting and for the determination of the shareholders who are to benefiting from the right to the dividend is proposed as **the registration date** (proposal: 03.10.2023) with **ex-date date** (proposal: 02.10.2023), **the dividend payment date** (proposal: 20.10.2023);
7. Voted for/against/abstained regarding **the Power of Attorney of the president of the board of directors**, with the right to substitute/delegate, in order to sign any documents (including the resolutions of the General Meeting and the updated articles of association of the Company) and the undertaking of any necessary formalities, including the representation of the Company in front of any public authorities/natural persons/legal persons, for the fulfillment of those decided by the OGMS.

Date

President,

Secretary,