

**RESOLUTIONS
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
COMPA S.A. SIBIU COMPANY**

DRAFT

The Ordinary General Meeting of Shareholders (OGMS) convened by the Board of Directors of COMPA S.A. Sibiu, assembled on April 22/23rd 2021 at 15.00 (Romanian Local Time) in accordance with the law in force.

The work took place [during the first/second convocation] at the company's headquarters, fulfilling all publicity and quorum conditions of. Thus, at the participated in person / through a representative / by correspondence a number of shareholders, having a number of shares with voting rights, representing % form total number of shares with voting rights of the share capital of COMPA S.A. (218,821,038 shares in the share capital of which voting shares; Shares representing% of the share capital, are shares without voting rights, being shares repurchased by COMPA SA according to the Buy back program).

Having met the quorum provided for in Chapter VIII, paragraph (2) of the Articles of Association of the company, namely, "the presence of shareholders holding at least a quarter of the total number of voting rights", the meeting is legally constituted and it goes on with the presentation, debate and voting of the items provided in the completed agenda of the meeting, as announced in the call published in the Bursa newspaper from 12.03.2021, the Tribuna newspaper from 12.03.2021, in the Official Gazette part IV of Nr. 1054/15.03.2021 and on the company's website www.compa.ro on 15.03.2021.

After debates concerning all points set out in the agenda, the following resolutions were adopted:

O.G.M.S. Resolution no. 1 / April 22/23rd 2021

With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the OGMS, by open vote, **approves / does not approve** the election from among the present shareholders of Mr. / Mrs. as secretary of the meeting.

O.G.M.S. Resolution no. 2 / April 22/23rd 2021

Art. 2.1. With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the OGMS, by open vote, **approves / does not approve** the individual financial statements for 2020, elaborated in accordance with the International Standards for Financial Reporting and based on the Annual Report for the year 2020 of the Board of Directors accompanied by the report of the AUDITCONT SRL the Financial Auditor.

The individual financial situation as at 31.12.2020 is characterized by the following indicators:

- total income thousand lei,

- total expenses thousand lei,
- turnover thousand lei.

Art. 2.2. With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which votes cast “for”, votes cast “against” and... abstentions (if applicable), the OGMS, by open vote, **approves / does not approve** the consolidated financial statements for 2020, elaborated in accordance with the International Standards for Financial Reporting and based on the Annual Report for the year 2020 of the Board of Directors accompanied by the report of the AUDITCONT SRL the Financial Auditor.

The consolidated financial situation as at 31.12.2020 is characterized by the following indicators:

- total income thousand lei,
- total expenses thousand lei,
- turnover thousand lei

O.G.M.S. Resolution no. 3 / April 22/23rd 2021

With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which votes cast “for”, votes cast “against” and... abstentions (if applicable), the OGMS, by open vote, **approves / does not approve** the distribution of the net profit for the financial year 2020, in amount of 13.919.766,43 lei as follows:

- for own development sources – the value of 10.712.555,28 lei
- To cover losses from previous periods - 403.355 lei
- For according dividends to the shareholders – the value of 2.803.856,15 lei with a gross dividend/ share in amount of 0,0132 lei.

O.G.M.S. Resolution no. 4 / April 22/23rd 2021

With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which votes cast “for”, votes cast “against” and... abstentions (if applicable), the OGMS, by open vote, **approves / does not approve** the date of June 9th .2021 as the date of payment for the payment of dividends. The payment of dividends will be made in RON. The method of payment of dividends will be notified to the shareholders before the date of starting the payment. Dividend expenses are borne by shareholders.

O.G.M.S. Resolution no. 5 / April 22/23rd 2021

With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which

votes cast “for”, votes cast “against” and... abstentions (if applicable), the OGMS, by open vote, **approves / does not approve** the discharge of administrators from their duties for year 2020.

O.G.M.S. Resolution no. 6 / April 22/23rd 2021

With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which votes cast “for”, votes cast “against” and... abstentions (if applicable), the OGMS, by open vote, **approves / does not approve** the Revenues and Expenses Budget for 2021 and the investment plan for 2021.

O.G.M.S. Resolution no. 6 / April 22/23rd 2021

With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which votes cast “for”, votes cast “against” and... abstentions (if applicable), the OGMS, by secret vote, **approves / does not approve** the election and appointment of the new Board of Directors of Compa S.A. consisting of 5 (five) members, for a term of 4 years, starting with 26.04.2021, in the following composition:

- 7.1.
- 7.2.
- 7.3.
- 7.4.....
- 7.5.

O.G.M.S. Resolution no. 8 / April 22/23rd 2021

With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which votes cast “for”, votes cast “against” and... abstentions (if applicable), the OGMS, by open vote, **approves / does not approve** the remuneration of the administrators for the current year, starting from 01.05.2021, as follows: 15,000 lei gross/ month, for the chairman of the Board of Directors and 8,000 lei gross / month for the executive and non-executive directors, members of the Board of Directors.

O.G.M.S. Resolution no. 9 / April 22/23rd 2021

With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which votes cast “for”, votes cast “against” and... abstentions (if applicable), the OGMS, by secret vote, **approves / does not approve** the appointment of the external financial auditor Auditcont S.R.L. having its headquarter in Sibiu, str. Lector no. 6A, having a unique registration code 15123389, registered at the Trade Register under no. J32 / 25/2003, company authorized by the Romanian Chamber of Financial

Auditors based on authorization no. 321 / 30.01.2003, in order to carry out the Statutory Audit for the year 2021.

O.G.M.S. Resolution no. 10 / April 22/23rd 2021

With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the OGMS, by open vote, **approves / does not approve May 18th, 2021 as the Registration Date** for the shareholders identification falling under the consequences of the General Ordinary Meeting of Shareholders, due to the provisions in Art.86(1), Law 24/2017 on issuers of financial instruments and market operations and approval of **May 17th, 2021 as ex-date**, according to Art. 176(1) from FSA Regulation no.5 / 2018.

O.G.M.S. Resolution no. 11 / April 22/23rd 2021

Art.11.1 With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the OGMS, by open vote, **approves / does not approve** the mandate Mister **Ioan Deac Chairman of the Board / CEO** and Mister **Ioan Miclea Member in the Board of Director/ CFO** to: conclude and / or sign, on behalf of the company and / or shareholders the company General Assembly decisions, and any documents, forms and requests adopted / drawn up for the purpose or for the execution of decisions, in relation to any natural or legal person, private or public, to perform all legal formalities for registration, publicity, enforceability, execution and publication of adopted decisions.

Art.11.2 With validly cast votes, corresponding to a number of... .. shares, representing... ..% of the total number of voting shares in the share capital and% of the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the OGMS, by open vote, **approves / does not approve** the empowerment of to perform all legal formalities for registration, publicity and publication of adopted decisions.

No "canceled" votes were recorded/ There have been ... "canceled" votes recorded.

Additional data and information are available at the company, phone +40 269 / 237 878, fax +40 269 / 212.204

Sibiu, March 19th, 2021

Board of Directors, through

Chairman & CEO,

Ioan DEAC

Administrator & CFO,

Ioan MICLEA