

Nr. 778/09.09.2021

To

**FINANCIAL SUPERVISORY AUTHORITY - Financial Instruments and Investments Sector**  
**BUCHAREST STOCK EXCHANGE - Regulated market**

**CURRENT REPORT**

**according to FSA Regulation no. 5/2018 regarding issuers and operations with securities**

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Report data: September 9<sup>th</sup> 2021

Name of the issuing entity: COMPA S.A.

Social headquarters: Sibiu, No.8, Henri Coandă Street, Postal code 550234, Sibiu County

Phone/fax number: +40269 237 878/ +40269 212 204

VAT code: RO788767

Registration number in the Trade Registry: J32 / 129 / 1991

Subscribed and paid share capital: 21.882.103,8 RON

Regulated Market on which the issued securities are traded: Bucharest Stock Exchange, Standard Category, symbol CMP

Cod LEI 315700EXV87GJDVUUA14

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**IMPORTANT EVENTS TO BE REPORTED:**

Listing of important events that have occurred in connection with the company and may have, currently have or will have a significant impact on the price of securities or on securities holders.

Such important events, without limitation, are:

...

e) **OTHER EVENTS**

**Resolutions of the Ordinary General Meeting of Shareholders from 09.09.2021**

**Resolutions of the Extraordinary General Meeting of Shareholders from 09.09.2021**

**Chairman & CEO,**  
Ioan DEAC

**Member of the Board**  
Ioan MICLEA

Nr. 79 / 09.09.2021

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

The Ordinary General Meeting of Shareholders (O.G.M.S.), convened by the Board of Directors of COMPA S.A. based in Sibiu str. Henri Coandă no. 8, Sibiu County, C.U.I RO788767, J 32/129/1991, met at the headquarters of the company from Sibiu, str. Henri Coandă no. 8, Jud. Sibiu, on 09.09.2021, starting with 15<sup>00</sup> p.m. in compliance with the legal provisions.

The works took place at the first convocation, at the company's headquarters, the conditions of publicity and quorum being met.

The Ordinary General Meeting of Shareholders was convened according to the legal provisions. The convening notice was published in the Bursa newspaper from 27.07.2021, the Tribuna newspaper from 27.07.2021, in the Romanian Official Gazette part IV of Nr. 3029 / 26.07.2021, on the website of the company [www.compa.ro](http://www.compa.ro) on 06.08.2021, at the Bucharest Stock Exchange on the website [www.bvb.ro](http://www.bvb.ro) on 22.07.2021 and at the Financial Supervisory Authority on the website [www.asfromania.ro](http://www.asfromania.ro) on 27.03.2021.

Out of a total number of 7359 shareholders at the reference date, at the meeting participated personally/ by correspondence a number of **13** shareholders holding a number of **110.996.709 shares** representing **50,7249 %** of the share capital and **52,2551 %** of the total number of shares with voting rights in the share capital of COMPA SA (218,821,038 shares in the share capital of which 212,413,341 voting right shares on the reference date 26.08.2021; 6,407,697 shares are non-voting shares, being shares redeemed within the redemption program carried out by the company)

Being met the quorum provided for in Chapter VIII, paragraph (2) of the Articles of Association of the company and art. 112 para. 1 of Law 31/1990, namely, "the presence of shareholders holding at least a quarter of the total number of voting rights", the meeting is legally constituted, the presentation, debate and voting of the items provided in the agenda of the meeting.

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

**Art. 1**

With **110.996.709** valid votes cast, related to a number of **110.996.709** shares, representing **50,7249%** of the share capital and **52,2551 %** of total shares with voting rights in the share capital, of which **110.996.709** votes cast "for", (100 % from the votes cast), without votes cast "against" and without abstentions, the O.G.M.S., by open vote, **approves** the election from among the present shareholders of Mrs. Baiașu Voichița Maria as secretary of the meeting.

**Art. 2**

With **110.996.709** validly cast votes, corresponding to a number of **110.996.709** shares, representing **50,7249%** of the total number of voting shares in the share capital and **52,2551 %** of the total share capital, of which **93.727.014** votes cast "for" (84,4413% from the vote cast), **17.269.695** votes cast "against" (15,5587% from the vote cast) and without abstentions, the OGMS, by open vote, **approves** the Remuneration Policy of Compa S.A.

### Art. 3

With **110.996.709** validly cast votes, corresponding to a number of **110.996.709** shares, representing **50,7249%** of the total number of voting shares in the share capital and **52,2551 %** of the total share capital, of which **110.963.719** votes cast "for" (99,9703% from the vote cast), **32.990** votes cast "against" (0,0297% % from the vote cast) and without abstentions, the OGMS, by open vote, **approves October 4th, 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 **October 1st, 2021 as ex-date**, according to Art. 176(1) from FSA Regulation no.5 / 2018.

### Art. 4

**4.1.** With **110.996.709** valid votes cast, related to a number of **110.996.709** shares, representing **50,7249%** of the share capital and **52,2551 %** of total shares with voting rights in the share capital, of which **110.996.709** votes cast "for", (100 % from the votes cast), without votes cast "against" and without abstentions, the O.G.M.S., by open vote, **approves** to mandate Mister **Ioan Deac Chairman of the Board / CEO** 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.

**4.2.** With **110.996.709** valid votes cast, related to a number of **110.996.709** shares, representing **50,7249%** of the share capital and **52,2551 %** of total shares with voting rights in the share capital, of which **110.996.709** votes cast "for", (100 % from the votes cast), without votes cast "against" and without abstentions, the O.G.M.S., by open vote, **approves** the empowerment of Miss Pîrvu Oana Sabina to perform all legal formalities for registration, publicity and publication of adopted decisions.

No "canceled" votes were recorded.

### Chairman & CEO

Ioan DEAC

Nr.80/ 09.09.2021

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

The Extraordinary General Meeting of Shareholders (E.G.M.S.), convened by the Board of Directors of COMPA S.A. based in Sibiu str. Henri Coandă no. 8, Sibiu County, C.U.I RO788767, J 32/129/1991, met at the headquarters of the company from Sibiu, str. Henri Coandă no. 8, Jud. Sibiu, on 09.09.2021, starting with 16<sup>00</sup> p.m. in compliance with the legal provisions.

The works took place at the first convocation, at the company's headquarters, the conditions of publicity and quorum being met.

The Extraordinary General Meeting of Shareholders was convened according to the legal provisions. The convening notice was published in the Bursa newspaper from 27.07.2021, the Tribuna newspaper from 27.07.2021, in the Romanian Official Gazette part IV of Nr. 3029 / 26.07.2021, on the website of the company [www.compa.ro](http://www.compa.ro) on 06.08.2021, at the Bucharest Stock Exchange on the website [www.bvb.ro](http://www.bvb.ro) on 22.07.2021 and at the Financial Supervisory Authority on the website [www.asfromania.ro](http://www.asfromania.ro) on 27.03.2021.

Out of a total number of 7359 shareholders at the reference date, at the meeting participated personally/ by correspondence a number of **13** shareholders holding a number of **110.996.709 shares** representing **50,7249 %** of the share capital and **52,2551 %** of the total number of shares with voting rights in the share capital of COMPA SA (218,821,038 shares in the share capital of which 212,413,341 voting right shares on the reference date 26.08.2021; 6,407,697 shares are non-voting shares, being shares redeemed within the redemption program carried out by the company)

Being met the quorum provided for in Chapter VIII, paragraph (2) of the Articles of Association of the company and art. 115 para. 1 of Law 31/1990, namely, "the presence of shareholders holding at least a quarter of the total number of voting rights", the meeting is legally constituted, the presentation, debate and voting of the items provided in the agenda of the meeting.

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

**Art. 1**

With **110.996.709** valid votes cast, related to a number of **110.996.709** shares, representing **50,7249%** of the share capital and **52,2551 %** of total shares with voting rights in the share capital, of which **110.996.709** votes cast "for", (100 % from the votes cast), without votes cast "against" and without abstentions, the E.G.M.S., by open vote, **approves** the election from among the present shareholders of Mrs. Baiașu Voichița Maria as secretary of the meeting.

**Art. 2**

With **110.996.709** validly cast votes, corresponding to a number of **110.996.709** shares, representing **50,7249%** of the total number of voting shares in the share capital and **52,2551 %** of the total share capital, of which **93.727.014** votes cast "for" (84,4413% from the vote cast), **17.269.695** votes cast "against" (15,5587% from the vote cast) and without abstentions, the E.G.M.S., by open vote, **approves** the implementation, regarding the shares that are the object of the buy back program approved by the EGMS decisions no. 18 and 19 of 27.04.2020, of a stock option plan having as objective the granting of option rights for the free acquisition by the employees and members of the Company's management/board of the repurchased shares in order to maintain and motivate and to reward them for the activity carried out within the Company.

### Art. 3

With **110.996.709** validly cast votes, corresponding to a number of **110.996.709** shares, representing **50,7249%** of the total number of voting shares in the share capital and **52,2551 %** of the total share capital, of which **93.727.014** votes cast "for" (84,4413% from the vote cast), **17.269.695** votes cast "against" (15,5587% from the vote cast) and without abstentions, the E.G.M.S., by open vote, **approves**, the empowerment of the Board of Directors to adopt all necessary measures and to fulfill all the formalities required for the implementation of the plan referred to in art. 2 and to establish the criteria for granting the option rights.

### Art. 4

With **110.996.709** validly cast votes, corresponding to a number of **110.996.709** shares, representing **50,7249%** of the total number of voting shares in the share capital and **52,2551 %** of the total share capital, of which **93.727.014** votes cast "for" (84,4413% from the vote cast), **17.269.695** votes cast "against" (15,5587% from the vote cast) and without abstentions, the E.G.M.S., by open vote, **approves** the contracting by the affiliated company Arini Hospitality SRL, having sole partner Compa S.A., of a bank loan necessary to finance the state aid obtained through the financing agreement no. 584140 dated 14.06.2021 issued by the Ministry of Finance in the amount of 14,895,269 lei.

### Art. 5

With **110.996.709** validly cast votes, corresponding to a number of **110.996.709** shares, representing **50,7249%** of the total number of voting shares in the share capital and **52,2551 %** of the total share capital, of which **93.727.014** votes cast "for" (84,4413% from the vote cast), **17.269.695** votes cast "against" (15,5587% from the vote cast) and without abstentions, the E.G.M.S., by open vote, **approves** the delegation of the Board of Directors of Compa S.A. to establish the necessary strategy for the development by the affiliated company Arini Hospitality SRL of the Mercure - Ibis hotel project.

### Art. 6

With **110.996.709** validly cast votes, corresponding to a number of **110.996.709** shares, representing **50,7249%** of the total number of voting shares in the share capital and **52,2551 %** of the total share capital, of which **93.727.014** votes cast "for" (84,4413% from the vote cast), **17.269.695** votes cast "against" (15,5587% from the vote cast) and without abstentions, the E.G.M.S., by open vote, **approves** the guarantee by Compa S.A., either as guarantor or as co-debtor, of the bank loans requested by Arini Hospitality SRL pursuant to art. 4 above and pursuant to the decision of E.G.M.S. Compa no. 7 / 12.11.2020, in case the financing banks will request it.

### Art. 7

With **110.996.709** validly cast votes, corresponding to a number of **110.996.709** shares, representing **50,7249%** of the total number of voting shares in the share capital and **52,2551 %** of the total share capital, of which **110.963.719** votes cast "for" (99,9703% from the vote cast), **without** votes "against" and of which 32.990 abstentions (0,0297% from the vote cast), the E.G.M.S., by open vote, **approves October 4th, 2021 as the Registration Date** for the shareholders identification falling under the consequences of the General ExtraOrdinary 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 **October 1st, 2021 as ex-date**, according to Art. 176(1) from FSA Regulation no.5 / 2018.

## Art. 8

**8.1.** With **110.996.709** valid votes cast, related to a number of **110.996.709** shares, representing **50,7249%** of the share capital and **52,2551 %** of total shares with voting rights in the share capital, of which **110.996.709** votes cast "for", (100 % from the votes cast), without votes cast "against" and without abstentions, the E.G.M.S., by open vote, **approves** to mandate Mister **Ioan Deac Chairman of the Board / CEO** 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.

**8.2.** With **110.996.709** valid votes cast, related to a number of **110.996.709** shares, representing **50,7249%** of the share capital and **52,2551 %** of total shares with voting rights in the share capital, of which **110.996.709** votes cast "for", (100 % from the votes cast), without votes cast "against" and without abstentions, the E.G.M.S., by open vote, **approves** the empowerment of Miss Pîrvu Oana Sabina to perform all legal formalities for registration, publicity and publication of adopted decisions.

No "canceled" votes were recorded.

### Chairman & CEO

Ioan DEAC