

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

Report data: April 26th 2023

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

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

Resolution of the Ordinary General Meeting of Shareholders from 26.04.2023

Resolution of the Extraordinary General Meeting of Shareholders from 26.04.2023

Chairman & CEO,
Ioan DEAC

Member of the Board
Ioan MICLEA

**RESOLUTION nr. 59/ April 26th 2023
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
COMPA S.A. SIBIU COMPANY**

The Ordinary General Meeting of Shareholders (OGMS) convened by the Board of Directors of COMPA S.A. Sibiu, assembled on April 26th 2023 at 15.00 (Romanian Local Time) in accordance with the law in force.

The work took place [during the first 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 21 shareholders, having a number of 116.071.961 shares with voting rights, representing 53,1521% form total number of shares with voting rights of the share capital of COMPA S.A., and 53,0442 % from the total share capital (218,821,038 shares in the share capital of which 218.376.885 voting shares; 444.153 shares 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 16.03.2022, in the Tribuna newspaper from 16.03.2022, in the Official Gazette part IV of Nr. 1226/14.03.2023, on the company's website www.compa.ro on 10.03.3023, on www.bvb.ro site on 10.03.2023 and on www.asfromania.ro on 13.03.2022.

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

Art.1

With 116.071.961 validly cast votes, corresponding to a number of 116.071.961 shares, representing 53,1521% of the total number of voting shares in the share capital and 53,0042 % of the total share capital, of which 116.071.961 votes cast "for" (**100% from the cast votes**), without votes cast "against" and without abstentions, the OGMS, by open vote, **approves** the election from among the present shareholders of Mrs. Băiașu Voichița Maria as secretary of the meeting.

Art. 2

Art. 2.1. With 116.071.961 validly cast votes, corresponding to a number of 116.071.961 shares, representing 53,1521% of the total number of voting shares in the share capital and 53,0042 % of the total share capital, of which 116.071.961 votes cast "for" (**100% from the cast votes**), without votes cast "against" and without abstentions, the OGMS, by open vote, **approves** the individual financial statements for 2022, elaborated in accordance with the International Standards for Financial Reporting and based on the Annual Report for the year 2022 of the Board of Directors accompanied by the report of the AUDITCONT SRL the Financial Auditor.

Art. 2.2. With 116.071.961 validly cast votes, corresponding to a number of 116.071.961 shares, representing 53,1521% of the total number of voting shares in the share capital and 53,0042 % of the total share capital, of which 116.071.961 votes cast "for" (**100% from the cast votes**), without votes cast "against" and without abstentions, the OGMS, by open vote, **approves** the consolidated financial statements for 2022, elaborated in

accordance with the International Standards for Financial Reporting and based on the Annual Report for the year 2022 of the Board of Directors accompanied by the report of the AUDITCONT SRL the Financial Auditor.

Art. 3

With 116.071.961 validly cast votes, corresponding to a number of 116.071.961 shares, representing 53,1521% of the total number of voting shares in the share capital and 53,0042 % of the total share capital, of which 116.071.961 votes cast "for" (**100% from the cast votes**), without votes cast "against" and without abstentions, the OGMS, by open vote, **approves** the distribution of the net profit for the financial year 2022, in amount of 2.510.594 lei as follows:

- for own development sources – the value of 2.009.820 lei
- For according dividends to the shareholders – the value of 500.774 lei with a gross dividend/ share in amount of 0,0023 lei.

Art. 4

With 116.071.961 validly cast votes, corresponding to a number of 116.071.961 shares, representing 53,1521% of the total number of voting shares in the share capital and 53,0042 % of the total share capital, of which 116.071.961 votes cast "for" (**100% from the cast votes**), without votes cast "against" and without abstentions, the OGMS, by open vote, **approves** the date of June 15th, 2023, 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.

Art. 5

With 31.076.802 validly cast votes, corresponding to a number of 31.076.802 shares, representing 14,2308% of the total number of voting shares in the share capital and 14,2019 % of the total share capital, of which 31.076.802 votes cast "for" (**100% from the cast votes**), without votes cast "against" and without abstentions, the OGMS, by open vote, **approves** the discharge of administrators from their duties for year 2022.

Pursuant to art. 126 of Law 31/1990 it is not express the vote of the shareholders present at the meeting, holding 84,995,159 shares corresponding to a number of 84,995,159 votes.

Art. 6

With 116.071.961 validly cast votes, corresponding to a number of 116.071.961 shares, representing 53,1521% of the total number of voting shares in the share capital and 53,0042 % of the total share capital, of which 116.071.961 votes cast "for" (**100% from the cast votes**), without votes cast "against" and without abstentions, the OGMS, by open vote, **approves** the Revenues and Expenses Budget for 2023 and the investment plan for 2023.

Art. 7

With 116.071.961 validly cast votes, corresponding to a number of 116.071.961 shares, representing 53,1521% of the total number of voting shares in the share capital and 53,0042 % of the total share capital, of which 116.071.961 votes cast "for" (**100% from the cast votes**), without votes cast "against" and without abstentions, the OGMS, by open vote, **approves** the remuneration of the administrators for the current year, starting from 01.05.2023, 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.

Art. 8

With 114.550.961 validly cast votes, corresponding to a number of 114.550.961 shares, representing 51,3594 % of the total number of voting shares in the share capital and 51,2551 % of the total share capital, of which 97.314.258 votes cast "for" (**84,9528 % from the cast votes**), 17.236.705 votes cast "against" (**15,0472 % from the cast votes**) and without abstentions (if applicable), the OGMS, by secret vote, **approves** the appointment of the external financial auditor S.C. QUANTUM EXPERT S.R.L. Sibiu having its headquarters in Deva, str. Mărăști, Bl. D3, Sc. 4, ap. 44, Hunedoara County having a unique registration code 12600149, registered at the Trade Register under no. J20 /40/2000, company authorized by the Romanian Chamber of Financial Auditors based on authorization no. 118 / 28.11.2001, in order to carry out the Statutory Audit for the year 2023.

Art. 9

With 116.071.961 validly cast votes, corresponding to a number of 116.071.961 shares, representing 53,1521% of the total number of voting shares in the share capital and 53,0042 % of the total share capital, of which 98.835.256 votes cast "for" (**85,1500 % from the cast votes**), 17.236.705 votes cast "against" (**14,8500 % from the cast votes**) and without abstentions, the OGMS, by open vote, **approves** the remuneration report of the company's management prepared for the financial year 2022.

Art. 10

With 116.071.961 validly cast votes, corresponding to a number of 116.071.961 shares, representing 53,1521% of the total number of voting shares in the share capital and 53,0042 % of the total share capital, of which 116.071.961 votes cast "for" (**100% from the cast votes**), without votes cast "against" and without abstentions, the OGMS, by open vote, **approves May 23th, 2023 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.87 , Law 24/2017 on issuers of financial instruments and market operations and approval of **May 22nd, 2023 as ex-date**, according to Art. 176(1) from FSA Regulation no.5 / 2018.

Art. 11

Art.11.1 With 116.071.961 validly cast votes, corresponding to a number of 116.071.961 shares, representing 53,1521% of the total number of voting shares in the share capital and 53,0042 % of the total share capital, of which 116.071.961 votes cast "for" (**100% from the cast votes**), without votes cast "against" and without abstentions, the OGMS, 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.

Art.11.2 With 116.071.961 validly cast votes, corresponding to a number of 116.071.961 shares, representing 53,1521% of the total number of voting shares in the share capital and 53,0042 % of the total share capital, of which 116.071.961 votes cast "for" (**100% from the cast votes**), without votes cast "against" and without abstentions, the OGMS, by open vote, **approves** the empowerment of Mrs. Pîrvu Oana Sabina, legal advisor, to perform all legal formalities for registration, publicity and publication of adopted decisions.

No canceled votes were recorded.

Chairman & CEO,

Ioan DEAC

**RESOLUTION nr. 60/ April 26th 2023
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
COMPA S.A. SIBIU COMPANY**

The Extraordinary General Meeting of Shareholders (EGMS) convened by the Board of Directors of COMPA S.A. Sibiu, assembled on April 26th 2023 at 16.00 (Romanian Local Time) in accordance with the law in force.

The work took place during the first 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 19 shareholders, having a number of 114.550.961 shares with voting rights, representing 52,4556 % form total number of shares with voting rights of the share capital of COMPA S.A., and 52,3492 % from the total share capital (218,821,038 shares in the share capital of which 218.376.885 voting shares; 444.153 Shares 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 16.03.2022, in the Tribuna newspaper from 16.03.2022, in the Official Gazette part IV of Nr. 1226/14.03.2023, on the company's website www.compa.ro on 10.03.3023, on www.bvb.ro site on 10.03.2023 and on www.asfromania.ro on 13.03.2022.

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

Art. 1

With 114.550.961 validly cast votes, corresponding to a number of 114.550.961 shares, representing 52,4556 % of the total number of voting shares in the share capital and 52,3492 % of the total share capital, of which 114.550.961 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. Băiașu Voichița Maria as secretary of the meeting.

Art. 2

With 114.550.961 validly cast votes, corresponding to a number of 114.550.961 shares, representing 52,4556 % of the total number of voting shares in the share capital and 52,3492 % of the total share capital, of which 114.550.961 votes cast "for", **(100% from the votes cast)**, without votes cast "against" and without abstentions,, the E.G.M.S., by open vote, **approves** contracting and / or extension for the year 2023 and the year 2024 until the annual EGMS of investment loans, credit lines, leasing, letters of bank warantee, and other financial banking products, with a total cumulative ceiling of 40 EUR million and establishing security interests related to movable and immovable property owned by the Company

Art. 3

With 114.550.961 validly cast votes, corresponding to a number of 114.550.961 shares, representing 52,4556 % of the total number of voting shares in the share capital and 52,3492 % of the total share capital, of which 114.550.961 votes cast "for", **(100% from the votes cast)**, without votes cast "against" and without abstentions, the E.G.M.S., by open vote, **approves** Delegation of the Board of Directors by the Extraordinary General Meeting of Shareholders from the date of this decision until the next Extraordinary General Meeting in April 2024 to commit and/or extend investment loans, credit lines, leasing assignments, letters of guarantee and other financial banking products, within the maximum cumulative total of 40 million euro approved at point 2, as well as to constitute movable and immovable warranties related to assets of the company's patrimony.

Art. 4

With 114.550.961 validly cast votes, corresponding to a number of 114.550.961 shares, representing 52,4556 % of the total number of voting shares in the share capital and 52,3492 % of the total share capital, of which 114.550.961 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 the CEO and CFO of the Company when negotiating and signing of credit contracts, guarantee contracts and any other documents needed in order to comply with the decisions stipulated in paragraphs 2 and 3.

Art. 5

With 114.550.961 validly cast votes, corresponding to a number of 114.550.961 shares, representing 52,4556 % of the total number of voting shares in the share capital and 52,3492 % of the total share capital, of which 114.550.961 votes cast "for", **(100% from the votes cast)**, without votes cast "against" and without abstentions, the E.G.M.S., by open vote, **approves** Delegation of the Board of Directors by the General Extraordinary Meeting of Shareholders for appointing the company's legal representative of Compa S.A. in relation to the Management Authority/funding authorities and to empower the person / persons designated to sign in the name and on behalf the Company, the financing contracts for projects to be carried out starting in 2023 and onwards until the next E.G.M.S from April 2024.

Art. 6

With 114.550.961 validly cast votes, corresponding to a number of 114.550.961 shares, representing 52,4556 % of the total number of voting shares in the share capital and 52,3492 % of the total share capital, of which 114.550.961 votes cast "for", **(100% from the votes cast)**, without votes cast "against" and without abstentions, the E.G.M.S., by open vote, **approves** mandating the CEO and the CFO to sign in the name and on behalf of the Company, the contract with the financial auditor, appointed according to the decision no. 8 of OGMS.

Art. 7

With 114.550.961 validly cast votes, corresponding to a number of 114.550.961 shares, representing 52,4556 % of the total number of voting shares in the share capital and 52,3492 % of the total share capital, of which 114.550.961 votes cast "for", **(100% from the votes cast)**, without votes cast "against" and without abstentions, the E.G.M.S., by open vote, **approves May 23rd, 2023 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.87, Law 24/2017 on issuers of financial instruments and market operations and approval of **May 22nd, 2023 as ex-date**, according to Art. 176(1) from FSA Regulation no.5 / 2018.

Art. 8

Art. 8.1. With 114.550.961 validly cast votes, corresponding to a number of 114.550.961 shares, representing 52,4556 % of the total number of voting shares in the share capital and 52,3492 % of the total share capital, of which 114.550.961 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.

Art. 8.2. With 114.550.961 validly cast votes, corresponding to a number of 114.550.961 shares, representing 52,4556 % of the total number of voting shares in the share capital and 52,3492 % of the total share capital, of which 114.550.961 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 Mrs. Pîrvu Oana Sabina, legal advisor, to perform all legal formalities for registration, publicity and publication of adopted decisions.

No canceled votes were recorded.

Chairman & CEO,

Ioan DEAC