

**To: Bucharest Stock Exchange
 Financial Supervisory Authority**

CURRENT REPORT

according to ASF Regulation no.5/2018
 Date of Report: March 26-th 2020

Company Name: SOCEP SA
Headquarter: Constanta, New Port Dana 34
Telephone/Fax: 0241/693856; 0241/693759
Tax Registration Cod: RO 1870767
Order Number of the Trade Register: J 13/643/1991
Stock Market : BVB, first category, symbol SOCP
Share Capital: 34,342,574.4 lei divided into 343,425,44 uncertificated registered shares with nominal value of 0.10 lei / share

Event report: Convening the Ordinary and Extraordinary General Meeting of Shareholders SOCEP SA on April 28th / 29th 2020.

Directorate SOCEP S.A., sitting on March 26th 2020, decided convening the Ordinary and Extraordinary General Meeting of Shareholders, according to the following convening notices:

CONVENING NOTICE

of the ORDINARY GENERAL MEETING OF SHAREHOLDERS of SOCEP S.A.

Directorate SOCEP S.A. Constanta, registered in Trade Registry Office Constanța with Reg. No. J13/643/1991, CUI (Fiscal Code) RO 1870767, legally represented by Mr. Dorinel Cazacu – President of Managing Board - complying to art. 117 in Law No.31/1990 republished and amended, is hereby **convening the ORDINARY GENERAL MEETING OF SHAREHOLDERS on April 28th 2020 at 10:00 hrs.**, at company head-office - Incinta Port, Dana 34, Constanta, Conference Room, first floor.

Only persons who are shareholders on **April 16th 2020 - set as reference date** are entitled to attend to and vote in this general meeting.

Agenda:

1. Presentation, discussion and approval of the annual financial statements prepared for the year of 2019.
2. Approval of the annual report of the financial year of 2019.

3. Presentation of the external audit.
4. Presentation and approval of investments made during 2019 and how to finance them.
5. Presentation and approval of the Directors' report and grant discharge to the Executive Board for activities in fiscal year of 2019.
6. Presentation and approval of the Supervisory Board and grant discharge to the Supervisory Board for activities in fiscal year of 2019.
7. Approval of the income and expenditure and investment program for 2020.
8. Approval of the distribution of the net profit of the financial year 2019 in the amount of 19.986.602,32 lei, as follows: legal reserve - 0 lei, unrealized profit - 19.986.602,32 lei, dividend - 0 lei.
9. Appointment of the company's financial auditor for a period of one (one) year, respectively from April 29th 2020 to April 29th 2021.
10. Approval of **May 15th, 2020 as registration date** according to Art.86 of Law no. 24/2017 on issuers of financial instruments and market operations.
11. Approval of **May 14th 2020 as ex-date**, according to art.2 of ASF Regulation no. 5/2018.
12. Empowering Mrs. Ileana Graur to submit to the Trade Register Constanta decision ordinary general meeting of shareholders and to make the necessary endorsements.

Given that on April 28th 2020, the quorum conditions required by law are not met, a second meeting will be held on April 29th 2020, at the same hour and in the same place, and same meeting Agenda.

The deadline for submitting technical and financial bids for the financial auditor is April 22nd 2020, 15.00 hrs.

One or more shareholders representing/gathering - individually or jointly - at least 5% of the total share capital are entitled to insert new items into the Agenda, provided that each of those items has a justifying note or a draft-decision proposed as subject to approval.

All the requests for insertion of new items into the Agenda, having enclosed copies of shareholders' identity cards (called *initiators*) may be brought to SOCEP head-office, until April 09-th, 2020, 16:00 hrs. (end of working day), in a sealed envelope, with following clearly written mention: "FOR OGMS ON April 28-th/29-th, 2020". They also may be sent by e-mail with extended electronic signature in the message, according to Law No.455/2001 regarding electronic signature, until April 09-th 2020, 16:00 hrs., sent to socep@socep.ro with following mention written in *Subject* heading: "FOR OGMS ON April 28-th/29-th, 2020".

Requests for insertion of new items into the Agenda of OGMS must have enclosed copies of Initiators' identity cards (Identity Card for natural persons and Registration Certificate for legal entities). Each new proposed item must have a justifying note or a draft-decision proposed as subject to approval of OGMS.

One or more shareholders representing/gathering - individually or jointly - at least 5% of the total share capital are also entitled to present draft-decisions for inserted or proposed to be inserted items into the Agenda of the meeting.

Draft-decisions for inserted or proposed to be inserted items into the OGMS Agenda, together with copies of Initiators' identity cards (Identity Card for natural persons and Registration Certificate for legal entities), may be brought to SOCEP head-office, until April 09-th, 2020, 16:00 hrs., in a sealed envelope, with following clearly written mention: "FOR OGMS ON April 28-th/29-th 2020". They also may be sent by e-mail with extended electronic signature in the message, according to Law No.455/2001 regarding electronic signature, until April 09-th 2020, 16:00 hrs., sent to socep@socep.ro with following mention written in *Subject* heading: "FOR OGMS ON April 28-th/29-th, 2020".

Company shareholders, regardless of their shareholding percentage in the total share capital, may submit written questions related to items of the Agenda. These enquiries must be brought together with copies of Initiators' identity cards (Identity Card for natural persons and Registration Certificate for legal entities) to SOCEP head-office, in a sealed envelope, with following clearly written mention: "FOR OGMS ON April 28-th/29-th 2020". They also may be sent by e-mail with extended electronic signature in the message, according to Law No.455/2001 regarding electronic signature, until April 09-th 2020, 16:00 hrs., sent to socep@socep.ro with following mention written in *Subject* heading: "FOR OGMS ON April 28-th/29-th 2020".

Access of shareholders - natural persons - entitled to attend to Ordinary General Meeting of the Shareholders is allowed based upon their identity card - simply proving their identity.

Shareholders may attend to OGMS represented by other persons than themselves, based upon a special mandate issued for only one general meeting of shareholders or an extensive mandate issued for one or several general meetings.

Shareholders who do not have legal capacity and also the shareholders –legal entities may be represented by their legal (guardians) representatives. These legal representatives may also authorize with a mandate other persons to attend to the general meeting in question.

Mandates may be sent also by e-mail with extended electronic signature in the message, according to Law No.455/2001 regarding electronic signature, until April 24nd, 2020, 16:00 hrs., sent to socep@socep.ro with following mention written in *Subject* heading: "FOR OGMS ON April 28-th/29-th, 2020". However, they must be brought to SOCEP head-office in original form no later than April 24nd 2020, 16:00 hrs., written in Romanian or in English. Mandates which do not fulfill above mentioned legal conditions shall be penalized by losing the vote. Special Mandate forms may be picked-up from SOCEP head-office, or from company site www.socep.ro, starting with March 30-th 2020. Special Mandate form is also available in English language.

SOCEP SA shareholders registered at the **Reference Date** within the shareholders' registry – issued by Depozitarul Central S.A. have the possibility to vote by mail, previous to OGMS, by using the Voting by mail Form. This form may be picked-up from SOCEP head-office starting with March 30-th 2020, or from company site www.socep.ro.

In this case, the Voting by mail Form written either in Romanian or in English, filled-in and signed, together with a copy of shareholder's valid identity card (Identity Card for natural persons and Registration Certificate for legal entities) may be sent to SOCEP head-office no later than April 22nd 2020, 16:00 hrs., in a sealed envelope, with following clearly written mention: "FOR OGMS ON April 28-th/29-th, 2020".

Voting by mail Forms which are not received in SOCEP head-office up to this specific date and hour shall not be taken into consideration neither for quorum determining nor for determining the majority of OGMS. Voting by mail Form is also available in English language.

At their request, items/reports related to meeting Agenda and draft-decisions shall be available for all the shareholders, at SOCEP head-office, they may be also downloaded from the company site www.socep.ro, starting with March 30-th 2020.

CONVENING NOTICE
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
SOCEP SA

Directorate SOCEP S.A. Constanta, registered in Trade Registry Office Constanța with Reg. No. J13/643/1991, CUI (Fiscal Code) RO 1870767, legally represented by Mr. Dorinel Cazacu – President of Managing Board - complying to art. 117 in Law No.31/1990 republished and amended, **is hereby convening the EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS on April 28th 2020 at 11:00 hrs.**, at company head-office - Incinta Port, Dana 34, Constanta, Conference Room, first floor.

Only persons who are shareholders on **April 16th 2020** - **set as reference date** are entitled to attend to and vote in this general meeting.

Agenda:

1. Ratification of the conclusion of the contract no. 398/9023 / 05.02.2020 with the bank BRD Groupe Societe Generale regarding a loan in the amount of 13,012,000 euros necessary to finance the investment Silos Cereals, of which: EUR 5,299,000 for payments within the import credit granted under the credit agreement no. 3637/9020 from 25.04.2019 and 7,713,000 EUR for financing the other expenses of the project. The loan repayment period is 84 months. The guarantees are in accordance with 'Appendix 1 - Guarantees' of the mentioned credit agreement.
2. Ratification of the conclusion of the Additional Act no. 6 from 20.02.2020 on the conversion of the currency of the balance from lei to euro, in the amount of 16,065,404.30 lei related to the credit agreement number 209764 from 05.10.2015 concluded with the bank BRD Groupe Societe Generale, in the conditions of maintaining the repayment period and of the guarantees granted, according to the contract mentioned above.

3. Ratification of the Decision of the Board of Directors of SOCEP SA no.1 / 03.02.2020 and of the Decision of the Supervisory Board SOCEP SA no.1 / 05.02.2020.
4. Approval of May 15th 2020 as registration date according to Art.86 of Law no. 24/2017 on issuers of financial instruments and market operations.
5. Approval of May 14th 2020 as ex-date, according to art.2 of ASF Regulation no. 5/2018.
6. Empowering Mrs. Ileana Graur to submit to the Trade Register Constanta decision extraordinary general meeting of shareholders and to make the necessary endorsements.

Given that on April 28th 2020, the quorum conditions required by law are not met, a second meeting will be held on April 29th 2020, at the same hour and in the same place, and same meeting Agenda.

One or more shareholders representing/gathering - individually or jointly - at least 5% of the total share capital are entitled to insert new items into the Agenda, provided that each of those items has a justifying note or a draft-decision proposed as subject to approval.

All the requests for insertion of new items into the Agenda, having enclosed copies of shareholders' identity cards (called *initiators*) may be brought to SOCEP head-office, until April 09th 2020, 16:00 hrs. (end of working day), in a sealed envelope, with following clearly written mention: "FOR EGMS ON April 28th / 29th 2020". They also may be sent by e-mail with extended electronic signature in the message, according to Law No.455/2001 regarding electronic signature, until April 09th-th, 2020, 16:00 hrs., sent to socep@socep.ro with following mention written in *Subject* heading: "FOR EGMS ON April 28th / 29th 2020".

Requests for insertion of new items into the Agenda of EGMS must have enclosed copies of Initiators' identity cards (Identity Card for natural persons and Registration Certificate for legal entities). Each new proposed item must have a justifying note or a draft-decision proposed as subject to approval of EGMS.

One or more shareholders representing/gathering - individually or jointly - at least 5% of the total share capital are also entitled to present draft-decisions for inserted or proposed to be inserted items into the Agenda of the meeting.

Draft-decisions for inserted or proposed to be inserted items into the EGMS Agenda, together with copies of Initiators' identity cards (Identity Card for natural persons and Registration Certificate for legal entities), may be brought to SOCEP head-office, until April 09th 2020, 16:00 hrs., in a sealed envelope, with following clearly written mention: "*FOR EGMS ON April 28th / 29th 2020*". They also may be sent by e-mail with extended electronic signature in the message, according to Law No.455/2001 regarding electronic signature, until April 09th 2020, 16:00 hrs., sent to socep@socep.ro with following mention written in *Subject* heading: "*FOR EGMS ON April 28th / 29th 2020*".

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Access of shareholders - natural persons - entitled to attend to Extraordinary General Meeting of the Shareholders is allowed based upon their identity card - simply proving their identity.

Shareholders may attend to EGMS represented by other persons than themselves, based upon a special mandate issued for only one general meeting of shareholders or an extensive mandate issued for one or several general meetings.

Shareholders who do not have legal capacity and also the shareholders –legal entities may be represented by their legal (guardians) representatives. These legal representatives may also authorize with a mandate other persons to attend to the general meeting in question.

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At their request, items/reports related to meeting Agenda and draft-decisions shall be available for all the shareholders, at SOCEP head-office, they may be also downloaded from the company site www.socep.ro, starting with March 30-th, 2020.

President of Managing Board
and
General Manager
Dorinel Cazacu