

To

No. 5812/28.04.2021

- **Financial Supervisory Authority**
- **Bucharest Stock Exchange**

**CURRENT REPORT**

According to the FSA Regulation no. 5/2018 and Law 24/2017 regarding the issuers of financial instruments and market operations

Report date: 28.04.2021

Name of issuing entity: CEMACON S.A.

Registered office: Cluj-Napoca, Calea Turzii, nr. 178K, etaj 1, Cluj county

E-mail:office@cemacon.ro

Sole registration code with the Trade Register Office: RO 677858

Serial number with the Trade Register: J12/2466/2012

Subscribed and paid capital: 50.565.353,30 lei

Regulated market on which the securities issued are traded: Bucharest Stock Exchange – Standard category.

Important event to report: On 28.04.2021, the Extraordinary General Meeting of the Shareholders of CEMACON SA took place at the company's headquarters, in Cluj-Napoca, Calea Turzii, no. 178K, 1<sup>st</sup> floor, Cluj County. Out of the total number of 505.653.533 CEMACON SA shares, there were represented shareholders holding 464.923.642 shares, representing 91,9451% of the total number of voting shares of the share capital of CEMACON SA.

Referring to the items on the agenda, the Ordinary General Meeting of Shareholders adopted the following decisions:

**Decision no.1:**

It approves the merger project by absorption between the company CEMACON SA and the company Cemacon Real Estate SRL based in Zalau, project published in the Official Gazette of Romania, part IV, no. 906 / 04.03.2021.

The voting structure is the following: votes for 464.923.642, representing 100% of the votes cast and 91,9451% of the total number of votes; votes against - 0 votes, abstentions - 0 votes.

**Decision no.2:**

It approves the procedure for withdrawal of shareholders in accordance with the conditions of art. 134 of Law 31/1990 in conjunction with Law 24/2017 and ASF Regulation no. 5/2018.

The voting structure is the following: votes for 464.923.642, representing 100% of the votes cast and 91,9451% of the total number of votes; votes against - 0 votes, abstentions - 0 votes.

**Decision no.3:**

It approves to Mandating the Board of Directors of CEMACON SA with the right of subdelegation for:

- To conclude the handover protocol - receipt of all assets and liabilities from the patrimony of the absorbed company
- Signing and sending any documents, notifications, requests necessary or useful for the completion and opposability of taking over the entire patrimony of the absorbed company
- To establish and carry out as will be the case and according to the legal provisions of the procedures for exercising the shareholders' rights in the context of the merger
- Take all measures necessary to carry out all administrative, economic, financial or legal operations which it considers necessary or appropriate to implement the decision approving the merger

The voting structure is the following: votes for 464.923.642, representing 100% of the votes cast and 91,9451% of the total number of votes; votes against - 0 votes, abstentions - 0 votes.

**Decision no.4**

It approves the date of 07.06.2021 as the registration date for the identification of the shareholders affected by the OGMS decisions.

The voting structure is the following: votes for 464.923.642, representing 100% of the votes cast and 91,9451% of the total number of votes; votes against - 0 votes, abstentions - 0 votes.

**Decision no.5:**

It approves the date of 04.06.2021, as exdate;

The voting structure is the following: votes for 464.923.642, representing 100% of the votes cast and 91,9451% of the total number of votes; votes against - 0 votes, abstentions - 0 votes.

**Decision no.6:**

It approves the empowerment of the Chairman of the Board of Directors, Mr. Stoleru Liviu-Ionel, to sign on behalf of the shareholders all decisions to be adopted by the EGMS and fulfill all legal formalities for the execution and registration of decisions and decisions adopted, with the possibility of sub-mandate to third parties. Within the mandate granted, Mr. Stoleru Liviu-Ionel as well as any of his sub-representatives will be able, without being limited to them, to fulfill all the necessary formalities for signing in the name and on behalf of the shareholders the EGMS Decisions as well as to carry out any steps. and formalities necessary for the implementation and registration of the decisions adopted by the shareholders before the Financial Supervisory Authority, the Central Depository, the Bucharest Stock Exchange, the Trade Register Office and any other authorities and natural or legal persons involved.

The voting structure is the following: votes for 464.923.642, representing 100% of the votes cast and 91,9451% of the total number of votes; votes against - 0 votes, abstentions - 0 votes.

**Decision no.7**

It approves the empowerment of Mr. Puscas Bogdan, legal advisor of the Company, for the fulfillment of all the formalities of registration and registration with the Trade Registry Office of the references corresponding to the decisions adopted by the Extraordinary General Meeting of the Company.

The voting structure is the following: votes for 464.923.642, representing 100% of the votes cast and 91,9451% of the total number of votes; votes against - 0 votes, abstentions - 0 votes.

There are no other events to report.

**Chairman of the Board of Directors**

**Mr. Liviu-Ionel Stoleru**