

To: Bucharest Stock Exchange
Financial Supervisory Authority

CURRENT REPORT
according to ASF Regulation no.5/2018
Date of Report: October 27th 2023

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: 34.622.275,80 lei divided into 346.222.758 uncertificated registered shares with nominal value of 0.10 lei / share

Events to report:

- I. Convocation of the Extraordinary General Meeting of SOCEP SA Shareholders for 12/13.12.2023 and**
- II. Directorate's decision no. 1/October 27th2023 regarding the approval of an investment loan for the financing of Phase 2 Grain terminal with silo and ship loader in Constanta Port.**

I. Convocation of the Extraordinary General Meeting of SOCEP SA Shareholders.

SOCEP S.A. directorate Constanta, registered at the Constanta Trade Registry Office under no. J13/643/1991, CUI RO 1870767, represented by Mr. Dorinel Cazacu - President of the Directorate - in accordance with art. 117 of Law no. 31/1990 republished and amended, **convenes the EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS for December 12th2023 at 11.00 a.m.** at the company headquarters in the municipality of Constanta, Incinta Port Nou, Dana 34, Constanta county, protocol room, floor 1.

At the general meeting of shareholders, shareholders registered in the shareholders' register at the end of **November 29th2023, the day established as the reference date**, are entitled to participate and vote.

Agenda:

1. Ratification of Directorate Decision no. 1/October 27th2023.
2. Ratification of the Decision of the Supervisory Board no. 1/October 27th2023.
3. Ratification of the credit and guarantee agreement signed with BRD Groupe Societe Generale based on the Decisions of the Directorate no. 1/October 27th2023 and the Supervisory Council no. 1/October 27th2023.

4. Approval of January 10th2024 as the date of registration according to art. 87 of Law no. 24/2017 regarding issuers of financial instruments and market operations.
5. Approval of the date of January 09th2024 as ex-date, according to art. 2 of the ASF Regulation no. 5/2018.
6. The power of attorney Ms. Ileana Graur to submit to the Constanta Trade Registry Office the decision of the Extraordinary General Meeting of Shareholders and to make the necessary mentions.

If, on December 12th2023, the quorum conditions stipulated by law are not met, the second meeting will take place on December 13th2023 at the same time and place, the agenda remaining unchanged.

One or more shareholders representing, individually or together, at least 5% of the share capital have the right to introduce new items on the agenda, provided that each item is accompanied by a justification or a draft resolution proposed for adoption .

Proposals regarding the introduction of new items on the agenda, accompanied by copies of the identity documents of the shareholders, known as Initiators, can be submitted to the headquarters of SOCEP SA until November 21th2023, at 4:00 p.m., the closing time of the company's schedule, in a closed envelope, with the clearly written mention: "For EGMS of December 12th/13th2023", or sent by e-mail with the extended electronic signature incorporated according to Law no. 455/2001 on electronic signature, until November 20th2023 at 16:00, to the address socep@socep.ro, mentioning in the subject "For EGMS of December 12th/13th2023".

Proposals regarding the introduction of new items on the EGMS agenda must be accompanied by copies of the Initiators' identity documents (identity bulletin/card in the case of natural persons, respectively the registration certificate in the case of legal persons, account statement from which the quality of shareholder and the number of shares held) being also necessary that for each point there is a justification or a draft resolution proposed for adoption by the EGMS.

One or more shareholders representing, individually or together, at least 5% of the share capital have the right to present draft resolutions for the items included or proposed to be included on the agenda of the meeting.

Decision drafts for the points included or proposed to be included on the agenda of the EGMS, accompanied by copies of the identity documents of the Initiators (identity bulletin/card in the case of natural persons, respectively the registration certificate in the case of legal persons, account statement from which the shareholder status and the number of shares held) can be submitted to the headquarters of SOCEP SA until November 20th2023, 4:00 p.m., in a sealed envelope, with the clearly written mention: "For the EGMS of December 12th/13th2023", or sent by e-mail with the extended electronic signature incorporated in accordance with Law No. 455/2001 on electronic signatures, until November 20th2023 at 16:00, to the address socep@socep.ro mentioning in the subject "For the EGMS of December 12th/13th2023."

The company's shareholders, regardless of the level of participation in the share capital, can submit written questions regarding the items on the agenda, accompanied by copies of their identity documents (identity bulletin/card in the case of individuals, respectively the

registration certificate in the case of legal entities, account statement showing the shareholder status), at SOCEP SA headquarters until December 05th2023, at 4:00 p.m., in a sealed envelope, with the clearly written mention: "For the EGMS of December 12th/13th2023 ", or sent by e-mail with the signature of elec extended tronics incorporated according to Law no. 455/2001 regarding the electronic signature, until December 05th2023, at 16:00, to the address socep@socep.ro, mentioning in the subject "For the EGMS of December 12th/13th2023."

The access of natural person shareholders, entitled to participate in the general meeting of shareholders, is allowed by simple proof of their identity, made with the identity document.

Representation of shareholders in EGMS may be done by other persons than shareholders, on the basis of a special power of attorney granted for representation in a single general meeting or through a general power of attorney granted for representation in one or more general meetings.

Shareholders who do not have the capacity to exercise, as well as legal entities, can be represented by their legal representatives, who, in turn, can give other people power of attorney for the respective General Assembly.

Powers of attorney can also be sent electronically by e-mail with the extended electronic signature incorporated according to Law no. 455/2001 regarding the electronic signature, until December 07th2023, 11.00 a.m., to the address socep@socep.ro, mentioning in the subject "For EGMS of December 12th/13th2023", and will be submitted in original at the latest on December 07th2023, 11:00 a.m., either in Romanian or in English, at the company's headquarters, under penalty of losing the voting exercise in the meeting. The special power of attorney forms can be picked up at the company's headquarters or downloaded from the website www.socep.ro, starting with the date of November 10th2023. The special power of attorney form is also available to shareholders in English.

SOCEP SA shareholders registered on the reference date in the shareholder register issued by Depozitarul Central S.A. they have the opportunity to vote by mail, before the EGMS, by using the Mail Voting Form. The voting form can be obtained, starting from November 10th2023, from the company headquarters or from the website www.socep.ro.

In the case of voting by mail, the Voting Form, either in Romanian or in English, completed and signed and a copy of the shareholder's valid identity document (identity bulletin/card in the case of natural persons, respectively the registration certificate in the case of legal entities) can be sent to SOCEP SA headquarters until December 08th2023, 11:00 at the latest, in a sealed envelope, with the clearly written mention: "For EGMS of December 12th/13th2023".

Voting forms that are not received at SOCEP S.A.'s registry. until the date and time mentioned above cannot be taken into account for determining the quorum and majority in the EGMS.

The voting form by mail is also available to shareholders in English.

The materials regarding the agenda as well as the draft resolutions will be made available to the shareholders at their request at the company's headquarters, the Shareholder Legal Office, or they can be downloaded from the company's website www.socep.ro, starting from November 10th2023.

II. Decision of SOCEP SA Company Directorate no. 1/October 27th2023 regarding the approval of an investment loan for the financing of Phase 2 Cereal terminal with silo and ship loader in Constanta Port.

Art. 1. Approval of an investment loan that SOCEP SA ("the Company") will contract from BRD Groupe Societe Generale CUI 361579, for the purpose of continuing the investment project "Construire Terminal de Cereale", respectively the financing of its phase 2 - "Phase 2 construction of grain terminal with silo and ship loader in Constanta Port". The project is carried out by the Company in Constanta, Port Precinct, Mol II, based on Building Authorization no. 972/July 16th2020 for the execution of construction works regarding "Modification of the project during execution, authorized according to construction authorization no. 936/August 03rd2018 "Extension and modernization of grain operation capacity on Pier II Port Constanta by: Terminal reorganization and technological flow", whose validity period was extended by document no. 45825/March 07th2023, on the land registered in the Constanta Land Registry no. 257160 (separated from Land Registry 222953 Constanta), having no. cadastral 257160 (detached from land with cadastral no. 222953), land belonging to the public domain of the State, which is administered by the National Company "Administratia Porturilor Maritime" Constanta SA and which is leased by the Company from it based on Lease Agreement no. CNAPM-00082-IDP-01/2016.

To contract this, the following is approved:

- 1.1.** The conclusion by the Company, as Borrower and Guarantor, with BRD - Groupe Societe Generale SA, as Creditor, of a credit agreement ("Credit Agreement"), through which the Company will contract an investment loan in the amount of 18,750,000 (eighteen million seven hundred and fifty) EUR, for a period of 84 months. For the investment project, respectively i Within the "Credit Agreement", the credit will be able to be used by the Company for the opening and payment of import letters of credit, the issuance of letters of guarantee requested by equipment suppliers, in which case the Company will conclude subsequent letters of credit issuance contracts with BRD , respectively letter of guarantee;
- 1.2.** The conclusion of additional documents to the Credit Agreement ("Additional Documents"), by which (i) the grace period, use and/or maturity of the credit can be extended, with successive periods, without exceeding a maximum term of 2 (two) years from the date of the initial grant of the loan and (ii) any changes to the contractual terms and conditions may be made, but without increasing the value of the loan;
- 1.3.** The conclusion by the Company, to guarantee all the obligations resulting from the Credit Agreement and the Additional Documents, of the following guarantee contracts, including additional documents to them ("Guarantee Contracts"):
 - 1.3.1.** First-class movable mortgage in favor of the Creditor on the movable assets related to the loan-financed project "Phase 2 construction of grain terminal with silo and ship loader in the Port of Constanta";
 - 1.3.2.** First-class real estate mortgage in favor of the Creditor on real estate related to the loan-financed project "Phase 2 construction of grain terminal with silo and ship loader in the Port of Constanta", built on land registered in the Constanta Land Book no. 257160 (separated from the Land Registry 222953 Constanta), no. cadastral 257160 (detached from the land with cadastral no. 222953), with the notation in the Land Book no. 257160 (separated from the Land Registry 222953 Constanta) of the building permit and any permits related to this investment project;

- 1.3.3.**Second-rank movable mortgage in favor of the Creditor on movable assets related to the previous project financed from the BRD loan - "Phase 1 construction of grain terminal with silo and CFR tank in the Port of Constanta";
- 1.3.4.**Second-rank real estate mortgage in favor of the Creditor on the real estate related to the previous project financed from the BRD loan "Phase 1 construction of a grain terminal with a silo and a CFR tank in the Port of Constanta", built on land registered in the Constanta Land Book no. 257160 (separated from the Land Registry 222953 Constanta), no. cadastral 257160 (detached from land with cadastral no. 222953)
- 1.3.5.**Movable mortgage in favor of the Creditor on all accounts opened or to be opened by the Company at BRD – Groupe Societe Generale SA;
- 1.3.6.**Movable mortgage in favor of the Creditor on all claims resulting from the contractual documents concluded or to be concluded by the Company with its business partners, with the notification of the first 10 as a share in the annual turnover of the Company.

The Company will ensure that the establishment of real estate mortgages in favor of BRD are the subject of the agreement of the National Company "Administration Porturilor Maritime" SA Constanta, agreement already obtained by the Company according to the address "Agreement obtaining financing" no. 8609/August 26th2019 completed with the address "Confirmation of agreement to obtain financing" no. 10042/October 15th2019. Otherwise, the Company undertakes to obtain the agreement of the National Company "Administratia Porturilor Maritime" SA Constanta before signing the mortgage contracts.

Art. 2. The conclusion by the Company, with BRD - Groupe Societe Generale SA, of a Framework Agreement for transactions with financial derivative instruments ("Framework Agreement") and transactions with derivative financial instruments ("Transactions"), within the limit of the maximum transaction value of to 500,000 (fifty thousand) EUR, for a period of 12 months, in order to reduce the currency risk to which the Company's activity is subject,

- 2.1.** The conclusion by the Company of the guarantee consisting in the Movable Mortgage Contract on all accounts opened or to be opened by the Company at BRD – Groupe Societe Generale SA ("Guarantee Contracts") to guarantee all the obligations resulting from the Framework Agreement and Transactions:
- 2.2.** The conclusion of additional documents to the framework contract ("Additional documents") through which (i) its validity period can be extended, with successive periods, without exceeding a maximum term of 5 (five) years from the date of the initial conclusion of the framework contract and (ii) any changes to the contractual terms and conditions can be made, but within the limit of the maximum transaction value;

Power of attorney:

- Mr. CAZACU Dorinel, domiciled ____, str. ____no. __ bl.__, sc. __, yr. __, app. __, identified with CI series __, no. ____, issued by SPCLEP __, on ____, as General Director, and
- to Mr. UDUDEC Cristian-Mihai, domiciled in ____, Str.____, no.__, bl__, sc.__, ap.__, identified with CI series __, no.__, issued on __, as Economic Director ,

to do the following:

- to negotiate, sign, perfect, release and draw up as, (in authentic form, where applicable) in the name and on behalf of the Company, the Credit Agreement, the Letter of Credit Agreements/bank guarantee letters, the Framework Agreement and Transactions, the

Additional Documents to these contracts, the Guarantee Agreements and the Additional Documents to these, as well as all acts and documents related to them, including applications for the use of the credit, in order to fulfill the resolutions adopted in this decision;

- to undertake all the necessary actions for the registration of the Guarantee Contracts, at the National Register of Real Estate Advertising, the Land Register, the Trade Register and the Register of Shareholders of the Company, in order to fulfill any other necessary formalities, in front of any other competent authority or interested third parties and for the publication of this Decision in the Official Gazette of Romania, part IV.

Art. 3. This Decision as well as the credit and guarantee agreements signed on the basis of this Decision will be ratified by the Extraordinary General Meeting of Shareholders within a maximum of 60 days from the date of signing the Credit Agreement.

Art. 4. Authorized persons have the right to delegate to third parties, the duties mandated by this decision.

President of the Directorate and General Manager,
Dorinel Cazacu