

To: Bucharest Stock Exchange

Financial Supervisory Authority

### CURRENT REPORT

according to ASF Regulation no.5/2018

Date of Report: April 09<sup>th</sup> 2024

**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:** 63.972.750,40 lei divided into 639.727.504 uncertificated registered shares with nominal value of 0.10 lei / share

**Events to report:** OGMS April 25<sup>th</sup>/26<sup>th</sup>2024 convener completed with revised agenda

The Directorate of the company SOCEP SA, with headquarters in the municipality of Constanta, Incinta Port Nou Dana 34, Constanta county, registered at the Office of the Commercial Registry of Constanta under no. J13/643/1991, CUI RO 1870767, represented by Mr. Dorinel Cazacu - President of the Directorate,

Considering address no. 3558/April 08<sup>th</sup> 2024 of Sammarina Imobiliare SA, which, as a shareholder of SOCEP SA, requests the completion of the AGOA agenda convened for April 25<sup>th</sup> /26<sup>th</sup> 2024

In accordance with art. 117 and art. 1171(3) of Law no. 31/1990 on commercial companies, with art. 105 (6) of Law no. 24/2017 on issuers of financial instruments and market operations and with ASF Regulation no. 5/2020, completes the AGOA agenda and makes available the following completed Call:

#### Agenda:

1. Presentation, debate and approval of the annual financial statements prepared for the 2023 financial year.
2. Approval of the annual report of the financial year 2023.
3. Presentation of the external auditor's report.
4. Presentation and approval of the investments made during the year 2023 and their financing method.
5. Presentation and approval of the report of the Directorate and approval of the discharge of management of the members of the Directorate for the activity carried out in the financial exercise from the year 2023.

6. Presentation and approval of the Supervisory Board report and approval of the discharge of the members of the Supervisory Board for the activity carried out in the 2023 financial year.
7. Approval of the remuneration report 2023.
8. Approval of the income and expenditure budget and the investment program for the year 2023.
9. Approval of the distribution of the net profit of the financial year 2023 in the amount of 94.533.870,74 lei, according to the proposal of SOCEP SA Directorate, as follows:
  - legal reserve 1,804,720.61 lei,
  - reinvested profit reserve: 314,952.00 lei,
  - undistributed profit: 92,414,198.13 lei,
  - dividend: 0 lei.
10. Approval of the distribution of the net profit of the financial year 2023 in the amount of 94.533.870,74 lei, according to the proposal of the shareholder Sammarina Imobiliare SA, as follows:
  - legal reserve 1,804,720.61 lei,
  - reinvested profit reserve: 314,952.00 lei,
  - undistributed profit: 42.414.198,13 lei,
  - dividend: 50.000.000 lei.
11. Approval of the dividend payment date: according to art. 87(3) of Law no. 24/2017 within 30 days from the date of publication of the decision of the general meeting of shareholders in the Official Gazette of Romania, Part IV.
12. Appointment of the financial auditor of the company for a period / mandate of 3 (tree) years, respectively from April 29<sup>th</sup> 2024 to April 29<sup>th</sup> 2027.
13. Approval of the date of May 17<sup>th</sup> 2024 as the date of registration according to art. 87 of Law no. 24/2017 regarding issuers of financial instruments and market operations.
14. Approval of the date of May 16<sup>th</sup> 2024 as ex-date, according to art. 2 of the ASF Regulation no. 5/2018.
15. The power of attorney Ms. Ileana Graur to submit to the Constanta Trade Registry Office the decision of the ordinary general meeting of shareholders and to make the necessary mentions.

Item 10 of the agenda was completed at the request of the shareholder Sammarina Imobiliare SA. Item 11 of the agenda was completed according to the Directorate's Decision of 04/09/2024.

The Ordinary General Meeting of Shareholders is convened for April 25<sup>th</sup>2024 at 11:00 a.m. at the company's headquarters in the municipality of Constanta, Port Nou Precinct, Dana 34, Constanta county, Protocol Room, 1st floor.

At the general meeting of shareholders, shareholders registered in the shareholders' register at the end of April 12<sup>th</sup> 2024, the day set as the reference date, are entitled to participate and vote.

If, on April 25<sup>th</sup> 2024, the quorum conditions stipulated by law are not met, the second meeting will take place on April 26<sup>th</sup> 2024 at the same time and in the same place, the agenda remaining unchanged.

The deadline for the submission of technical and financial offers for the financial auditor is April 16<sup>st</sup> 2024, 15.00.

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.

The proposals regarding the introduction of new items on the agenda, accompanied by the copies of the identity documents of the shareholders, called Initiators, could be submitted to the headquarters of SOCEP SA until April 08<sup>th</sup> 2024, at 12:00 p.m., the closing time of the company's schedule, in a closed envelope, clearly written: "For the AGOA of April 25<sup>th</sup>/26<sup>th</sup> 2024", or sent by e-mail with the extended electronic signature incorporated according to Law no. 455/2001 on electronic signature, until April 08<sup>th</sup> 2024 at 12:00, to the address socep@socep.ro mentioning in the subject "For the AGOA of April 25<sup>th</sup>/26<sup>th</sup> 2024".

The proposals regarding the introduction of new points on the AGOA agenda had to 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 AGOA.

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.

The draft decisions for the points included or proposed to be included on the AGOA agenda, 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) could be submitted to the headquarters of SOCEP SA until April 08<sup>th</sup> 2024, at 12:00, in a sealed envelope, with the clearly written mention: "For the AGOA of April 25<sup>th</sup> /26<sup>th</sup> 2024", or sent by e-mail with the extended electronic signature incorporated in accordance with Law No. 455/2001 on electronic signatures, until April 08<sup>th</sup> 2024 at 16:00, to the address socep@socep.ro mentioning in the subject "For the AGOA of April 25<sup>th</sup>/26<sup>th</sup> 2024."

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 April 22<sup>nd</sup> 2024, 12:00 p.m., in a sealed envelope, with the clearly written mention: "For the AGOA of April 25<sup>th</sup>/26<sup>th</sup> 2024 ", or sent by e-mail with the extended electronic signature incorporated in accordance with Law no. 455/2001 on electronic signatures, until April 22<sup>nd</sup> 2024, at 12:00, to the address socep@socep.ro, mentioning in the subject line "For AGOA from April 25<sup>th</sup>/26<sup>th</sup> 2024."

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.

The representation of the shareholders in the AGOA may be done by persons other than the 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 April 23<sup>rd</sup> 2024, at 11.00, to the address [socep@socep.ro](mailto:socep@socep.ro), mentioning in the subject "For the AGOA of April 25<sup>th</sup>/26<sup>th</sup> 2024", and will be submitted in original at the latest on April 23<sup>rd</sup> 2024, 11:00 a.m., either in Romanian or in English, at the company's headquarters, under the penalty of losing the voting exercise in the assembly. The updated special power of attorney forms can be picked up from the company's headquarters or downloaded from the website [www.socep.ro](http://www.socep.ro), starting from April 11<sup>th</sup> 2024. The special proxy 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 AGOA, by using the Mail Voting Form. Voting by mail form. The updated voting form can be obtained, starting from April 11<sup>th</sup> 2024, from the company headquarters or from the website [www.socep.ro](http://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 April 23<sup>rd</sup> 2024, 11:00 at the latest, in a sealed envelope, with the clearly written mention: "For the AGOA of April 25<sup>th</sup>/26<sup>th</sup> 2024".

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 AGOA. 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](http://www.socep.ro), starting on March 26<sup>th</sup> 2024.

President of the Directorate and CEO  
Dorinel Cazacu