

**To the attention of: FINANCIAL SUPERVISION AUTHORITY
Department of Financial Instruments and Investments
BUCHAREST STOCK EXCHANGE
No. 209 / May 16th, 2023**

CURRENT REPORT

According to Law 24/2017 regarding the issuers and the capital market and Commission Regulation no. 5/2018 on issuers of and market operations

Report Date: May 16nd, 2023

Name of the Issuing Company: The Company CARBOCHIM S.A. – JOINT STOCK COMPANY

Registered Office: P-ta. 1 Mai nr. 3, CLUJ-NAPOCA

Phone 0264 437 005; Fax: 0264 437 026

Taxpayer Identification Number: 201535, Tax attribute RO

Registration Number with Cluj Trade Register: J12/123/1991;

Subscribed and paid-up share capital: **RON 12,313,405 lei**

Regulated market where the issued securities are traded: **Bucharest Stock Exchange**
Stock (Market Symbol: **CBC**)

Important events to report:

CONVENING NOTICE

THE BOARD OF DIRECTORS OF CARBOCHIM S.A., based in Cluj-Napoca, Bld. Muncii , no. 18, Cluj County, registered in the Trade Register under no. J12/123/1991, having CUI RO 201535, subscribed and paid-up capital in the amount of **12,313,405 Lei,**

Convened in the meeting of **May 15th , 2023**, pursuant to the Companies Law no. 31/1990, Law no. 24/2017 regarding issuers of financial instruments and market operations, Regulation no. 5/2018 regarding the issuers of financial instruments and market operations and the Articles of Association of the company, convenes

**ORDINARY GENERAL MEETING OF SHAREHOLDERS
&
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

The meetings will take place on **June 20th, 2023, starting at 10:00 a.m.**, at the company headquarters in Cluj-Napoca, Bdul. Muncii, no. 18, Cluj county, for all Shareholders registered in the Register of Shareholders of the Company kept by Depozitarul Central S.A. Bucharest, at the end of **June 8, 2023**.

In case of non-fulfillment of the statutory conditions or any other validity conditions, the second meeting of the two Assemblies will take place on **June 21th, 2023, starting at 10:00 a.m.**, at the same address, with the same Agenda and Reference Date .

The Ordinary General Meeting of Shareholders will have the following

AGENDA

1. To present and approve the annual financial statements concluded on **March 31th, 2023**, prepared according to the International Financial Reporting Standards, adopted by the European Union and the Order of the Ministry of Public Finance no. 2844 / 2016 for the approval of Financial Regulations pursuant to the reports put forward by the Board of Directors and the financial auditor.
2. Approving the distribution of interim dividends of the amount of **111.000.000 Lei** from the profit registered at on **March 31th, 2023** in accordance with Law 163 /2018, representing a gross dividend per share of **22.54 Lei**.
3. Approval of the dividend distribution of the amount of **36,000,000 Lei** from the retained profit registered on, **March 31th, 2023** representing reserves from the revaluation of realized and taxed assets, representing a dividend gross per share of **7.31 Lei**.
4. Approval of the date of **July 7th, 2023**, as the date of identification of the Shareholders, on whom the effects of the decision of the Ordinary General Meeting of Shareholders will be applied, according to Art. 87 para. (1) from Law 24/2017 regarding issuers of financial instruments and market operations and the approval of the date of **July 6th, 2023 as ex-date** and the approval of the payment of dividends starting with the date of **July 21st, 2023**.
5. The empowerment of the Mr. POPOVICIU VIOREL - DORIN to draft and sign the adopted Decision, to represent the company with full and unlimited powers in the relationship with the public authorities and any other third party, to undertake the necessary steps in order to fulfill the provisions of the General Assembly Decision and to carry out all the necessary formalities to mention/register the Decision at the Trade Registry Office and for its publication in the Official Monitor of Romania, with the possibility of subdelegating/substituting/mandating other persons.

The Extraordinary General Meeting of Shareholders will have the following

AGENDA

1. Deletion of the work point in Cluj-Napoca, Bdul Muncii, no. 18, Cluj county.
2. The empowerment of the Mr. POPOVICIU VIOREL - DORIN to draft and sign the adopted Decision, to represent the company with full and unlimited powers in relation to the public authorities and any other third party, to undertake the necessary steps in order to fulfill the provisions of the General Assembly Decision and to carry out all the necessary formalities to mention/register the Decision at the Trade Registry Office and for its publication in the Official Monitor of Romania, with the possibility of subdelegating/substituting/mandating other persons.

In the framework of the General Meetings, the Shareholders registered in the Register of Shareholders on the reference date set for the end of **June 8th, 2023** have the right to participate and vote.

Shareholders can participate directly, by representation or by correspondence.

In the case of direct participation, the access of the Shareholders entitled to participate in the General Meetings is allowed by simple proof of their identity, made with the identity document, in the case of natural person Shareholders or, in the case of legal person Shareholders and represented natural person Shareholders, with the Power of Attorney (special or general power of attorney) given to the natural person who represents them, accompanied by their identity document.

Shareholders may participate directly, through representation or by correspondence.

In case of direct attendance, the access of shareholders entitled to attend the General Meeting of Shareholders is permitted by the simple proof of their identity, made, in the case of shareholders natural persons, by identity document or, in the case of legal persons and shareholders natural persons represented, by power of attorney (special or general power of attorney) granted to the natural person representing them and the identity document of the representative.

The special power of attorney granted by a shareholder to a credit institution that provides custody services to participate and vote at the Ordinary General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders shall be signed by the respective shareholder and shall be accompanied by a statement given by the credit institution that received the representation power of attorney through a special power of attorney, from which it will result:

- a) the credit institution provides the custody services for the specific shareholder;
- b) the instructions under the special power of attorney are identical to the instructions in the SWIFT message received by the credit institution to vote on behalf of the specific shareholder;
- c) the special power of attorney is signed by the shareholder.

Legal entities and shareholders who do not have full exercise capacity can be represented by their legal representatives, who, in turn, can authorize other persons.

Documents required to shareholders for:

I Direct participation

- a) natural persons: the identity document in original;
- b) legal entities: copy of the Incorporation Certificate with the Trade Register Office (CUI) of the legal entity shareholder, certified by the Trade Register Office certifying the capacity of legal representative of the company, in original, and the identity-document in original of the legal representative of the shareholder.
- c) in case of participation by a conventional representative, the documents referred to at sections a) or b) plus the special or general power of attorney.

II Participation by representation with the Special or General Power of Attorney or vote on Ballot Paper by Correspondence:

- a) Natural persons who represent the shareholders: special or general power of attorney (drawn up in 3 original copies of which one shall be submitted to the company, one shall be submitted by the appointed representative attending the

Ordinary General Meeting of Shareholders and Extraordinary General Meeting of Shareholders and one which stays with the shareholder) accompanied by the copy of the identity document of the shareholder who gives the power of attorney; or, as applicable, the ballot paper by correspondence, in original, accompanied by the copy of the shareholder's identity document;

b) Legal entities who represent the shareholders: special or general power of attorney (drawn up in 3 original counterparts, one of which shall be submitted to the company, one shall be submitted by the appointed representative attending the Ordinary General Meeting of Shareholders and Extraordinary General Meeting of Shareholders and one shall stay with the shareholder), accompanied by the copy of the Incorporation Certificate with the Trade Register Office (CUI) of the shareholder legal person, the Confirmation of Company details issued by the Trade Register Office, certifying the capacity of legal representative of the person signing the power of attorney, the original copy of the identity document of the legal representative of the shareholder legal person, as well as the identity document in original to be presented by the agent when entering the room; or, as the case may be, the ballot paper by correspondence in original, accompanied by the copy of the Incorporation Certificate with the Trade Register Office (CUI) of the shareholder legal person, the Confirmation of Company details issued by the Trade Register Office, certifying the capacity of legal representative of the person signing the ballot paper, in original, and copy of the identity document of the legal representative of the shareholder legal entity.

The forms for the Special Power of Attorney and Ballot Papers by Correspondence can be obtained by shareholders from the administrative headquarters in Cluj Bdul Muncii nr.18, every business day starting with May, 19th, 2023 between 08:00 a.m. - 03:30 p.m. or from the Company's website www.carbochim.ro, both in Romanian and in English.

The special or general powers of attorney and ballot papers by correspondence shall be submitted in original, with the required documents enclosed, in Romanian or in English, at the Company's headquarters, and the notification of the appointment of the representative can be sent by email to the address viorel.popoviciu@carbochim.ro until June 19th, 2023, 03.30 p.m.

Ballot papers by correspondence will only be taken into consideration if they are submitted with the Company until the deadline term, i.e. June 19th, 2023, 03.30 p.m. Shareholders who make proposals for supplementing the agenda or ask questions on the items on the agenda, must present the

In accordance with ASF regulation no. 5/2018, 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 of the General Meetings, provided that each item is accompanied by a justification or a draft decision proposed for adoption by the General Assembly and a present draft decisions for the items included or proposed to be included on the agenda of the Assembly. They can be sent to the e-mail address viorel.popoviciu@carbochim.ro.

The stipulated rights can only be exercised in writing, within no more than 15 days from the date of publication of the Call (transmitted by courier services or by electronic means), respectively until, **May 31nd 2023**.

Each shareholder has the right to ask questions about the items on the agenda. Shareholders who make proposals for supplementing the agenda or ask questions on the items on the agenda, must present the

documents certifying their identity, as well as the account statement issued by the central depository, certifying on the capacity of shareholder and the number of shares owned.

Materials on the issues included in the agenda are at the disposal of the shareholders and can be consulted and supplemented by them.

Meeting materials (documents or information regarding the issues on the agenda) the form of special powers of attorney, the ballot paper by correspondence and the draft decisions related to the items on the agenda can be consulted at the Company headquarters starting with **May 19th, 2023**, every business day between 08:00 a.m. - 03:30 p.m. or can be accessed on the Company's website www.carbochim.ro starting the same date.

Additional information can be obtained by phone at 0264-437005.

**CHAIRMAN OF THE BOARD OF DIRECTORS CHIEF EXECUTIVE OFFICER
POPOVICIU VIOREL, ENGINEER**



The circular seal contains the text "CARBOCHIM" in the center, surrounded by "SOCIETATEA COMERCIALĂ PE ACȚIUNI" and "CLUJ-NAPOCA - ROMANIA" on the border.

