

TO: BUCHAREST STOCK EXCHANGE (BSE)
ADDRESS: 34-36 Carol I Boulevard, Bucharest, postal code 020922

FINANCIAL SUPERVISORY AUTHORITY
Financial Investments and Instruments Sector
Issuers, Transactions Monitoring and Market Abuse Department
15 Splaiul Independenței, district 5, Bucharest

CURRENT REPORT

Date of the report:	23 February 2022
Name of the issuing company:	Aquila Part Prod Com S.A.
Headquarters:	Ploiești city, 105A Malu Rosu street, Prahova county, Romania
Telephone number:	0244.594.793
Sole identification code:	6484554
Trade registry reg. no.:	J29/2790/1994
Subscribed and paid capital:	30,000,060 lei
Total no. of shares:	200,000,400 shares
Market on which securities are traded:	Bucharest Stock Exchange, Premium Tier

IMPORTANT EVENT: Resolutions of the Extraordinary General Shareholders Meeting and Ordinary General Shareholders Meeting of Aquila Part Prod Com S.A. of 23.02.2022

AQUILA PART PROD COM S.A.

RESOLUTIONS OF THE EXTRAORDINARY GENERAL SHAREHOLDERS MEETING OF AQUILA PART PROD COM S.A.

No. 1 OF 23.02.2022

The extraordinary general shareholders meeting of Aquila Part Prod Com S.A., a joint stock company managed based on a one-tier system and operating according to Romanian law, with registered office in Romania, Prahova county, Ploiești, 105A Malu Roșu Str., registered at the Trade Register of Prahova Court under no. J29/2790/1994, tax code 6484554, having a subscribed and paid up share capital of RON 30,000,060 (the "**Company**"), duly and statutorily convened, according to art. 117 of Companies Law no. 31/1990, as republished,

Law no. 24/2017 on issuers of financial instruments and market operations and the secondary regulations issued in the application thereof, as well as according to art. 9 of the Company's Articles of Association, by publishing the convening notice in Romania's Official Gazette, Part IV no. 293/19.01.2022 and in the newspaper "Ziarul National" of 19.01.2022, as well as by sending the convening notice to Bucharest Stock Exchange and Financial Supervisory Authority as part of the current report of 18.01.2022, duly and statutorily assembled on 23.02.2022, 11:00 am, at the first call at Printex meeting room, located in Ploiești, 5 Poligonului Street, Prahova county, Printex building, by the presence in person or by attorney, as well as by casting votes by correspondence, of 50 shareholders registered in the shareholders register that held, as of the Reference Date 14.02.2022, 172,738,094 shares with voting rights, accounting for 86% of total voting rights (the "**Meeting**"),

RESOLVES

- 1. Based on the unanimity of votes validly cast at the Meeting by the shareholders present, represented or who voted by correspondence*

Approves

To amend the Company's Articles of Association as follows:

- 1.1 IN sentence II of art. 6.1, the wording regarding the condition for the shares to be admitted to trading on a regulated market is removed, and the first sentence is removed completely. Thus, art. 6.1 will have the following content:

"The Shareholders Register is kept by Depozitarul Central S.A. or by the entity appointed to operate the shareholders register for the companies the shares of which are admitted to trading on the BSE."

- 1.2 in sentence II of art. 9.3, the wording regarding the condition for the shares to be admitted to trading on a regulated market is removed. Thus, art. 9.3 will have the following content:

"The convening notice, containing at least the information required by law, will be published in Romania's Official Gazette, Part IV, in a widely spread newspaper and

on the Company's website. The convening notice will also be communicated to the Financial Supervisory Authority and the BSE and will be made public according to capital market legislation".

1.3 art. 14.1 is amended and will have the following content:

"The Company is managed based on a one-tier system, by a Board of Directors formed of five (5) members appointed by the OGSM for a period of maximum 4 years, with the option of being re-elected for subsequent 4-year periods, save for the first members of the Board of Directors who were appointed for a period of 2 years."

1.4 art. 14.2 will be updated by the president of the Board of Directors after the appointment of two new members of the Board of Directors by the Company's Ordinary General Shareholders Meeting.

1.5 in art. 14.6 the wording regarding the condition for the shares to be admitted to trading on a regulated market is removed and it will have the following content:

"The members of the Board of Directors may be elected using the cumulative vote method."

1.6 art. 15.5 is amended and will have the following content:

"The meeting of the Board of Directors is legally assembled if at least three (3) members of the Board of Directors are present or represented and decisions may be made based on the vote of the majority of members of the Board of Directors present or represented at the meeting. In the event of a tie, the President of the Board of Directors will have the casting vote."

1.7 in art. 16.6, the wording regarding the condition to extend the structure of the Board of Directors to 5 members is removed and it will have the following content:

"The Board of Directors will set up at least an Audit Committee and a Nomination and Remuneration Committee."

2. *Based on the unanimity of votes validly cast at the Meeting by the shareholders present, represented or who voted by correspondence*

Approves

To increase the share capital by RON 150,000,300 (representing share premiums) from the current value of RON 30,000,060 to RON 180,000,360 by issuing 1,000,002,000 new shares having a nominal value of RON 0.15/share (the "Share Capital Increase") to be allocated free of consideration to the Company's shareholders registered in the shareholders register kept by Depozitarul Central - S.A. as of the record date (each shareholder will receive free 5 newly-issued shares for each share held as of the record date), as well as the following aspects in connection to the Share Capital Increase:

- 2.1 The Share Capital Increase will be carried out by partially incorporating the share premiums, to sustain the Company's current activity.
- 2.2 Amending the Company's Articles of Association following the Share Capital Increase, as follows:
- 2.2.1 Art. 4.1 is amended and will have the following content:
"The Company's share capital is RON 180,000,360 fully subscribed and paid up, out of which RON 543,381.5 represents contribution in kind and RON 179,456,978.5 represents contribution in cash. The contributions in kind consist in assets contributed by the Company's founders equally in share capital increases approved by shareholders' decisions made while the Company was organised as limited liability company, and registered at the Trade Register Office accordingly."
- 2.2.2 Art. 4.2 is amended and will have the following content:
"The share capital is divided in 1,200,002,400 shares with a nominal value of RON 0.15 /share."
- 2.2.3 Annex 1 is amended and will have the following content:

Shareholder	Number of shares held	Contribution to share capital (RON)	Voting rights/share capital held	Quota of benefits and losses
Alin Adrian Dociu	400,000,800	60,000,120, out of which: 271,690.75 contribution in kind and 59,728,429.25 contribution in cash	33.33%	33.33%
Constantin Cătălin Vasile	400,000,800	60,000,120, out of which: 271,690.75 contribution in kind and 59,728,429.25 contribution in cash	33.33%	33.33%
Other shareholders natural and legal persons	400,000,800	60,000,120, contribution in cash	33.34%	33.34%
TOTAL	1,200,002,400	180,000,360	100%	100%

2.3 Grant power of attorney to the Company's Board of Directors to carry out the Share Capital Increase, as well as to prepare and sign any and all the documents needed for the Share Capital Increase, including for updating the Company's Articles of Association.

2.4 Approve the following relevant dates in connection to the Share Capital Increase:

2.4.1 11.03.2022 – *record date* for identifying the shareholders subject to the effects of the decision on the Share Capital Increase;

2.4.2 10.03.2022 - *ex date*, date starting on which the Company's shares are traded without the rights derived from the decision on the Share Capital Increase;

2.4.3 14.03.2022 – *payment date* for the free shares to be issued under the Share Capital Increase.

3 *Based on the unanimity of votes validly cast at the Meeting by the shareholders present, represented or who voted by correspondence*

Approves

To grant power of attorney to the president of the Board of Directors to sign the EGSM decisions in the shareholders' name and to carry out any act or formality



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required by law for the registration of EGSM Decisions. The president of the Board of Directors may delegate all or part of the powers granted above to any person/s having the competence to carry out such mandate.

These Resolutions were elaborated and signed in Ploiești, in 4 originals, each having a number of 5 pages, today 23.02.2022.

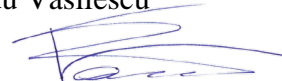
President of the Meeting

Alin Adrian Dociu



Secretary of the Meeting

Radu Vasilescu



AQUILA PART PROD COM S.A.

RESOLUTIONS OF THE ORDINARY GENERAL SHAREHOLDERS MEETING OF AQUILA PART PROD COM S.A.

NO 2 OF 23.02.2022

The ordinary general shareholders meeting of Aquila Part Prod Com S.A., a joint stock company managed based on a one-tier system and operating according to Romanian law, with registered office in Romania, Prahova county, Ploiești, 105A Malu Roșu Str., registered at the Trade Register of Prahova Court under no. J29/2790/1994, tax code 6484554, having a subscribed and paid up share capital of RON 30,000,060 (the "**Company**"), duly and statutorily convened, according to art. 117 of Companies Law no. 31/1990, as republished, Law no. 24/2017 on issuers of financial instruments and market operations and the secondary regulations issued in the application thereof, as well as according to art. 9 of the Company's Articles of Association, by publishing the convening notice in Romania's Official Gazette, Part IV no. 293/19.01.2022 and in the newspaper "Ziarul National" of 19.01.2022, as well as by sending the convening notice to Bucharest Stock Exchange and Financial Supervisory as part of the current report of 18.01.2022, duly and statutorily assembled on 23.02.2022, 12:30 pm, at the first call at Printex meeting room, located in Ploiești, 5 Poligonului Street, Prahova county, Printex building, by the presence in person or by attorney, as well as by casting votes by correspondence, of 49 shareholders registered in the shareholders register that held, as of the Reference Date 14.02.2022, 171,653,050 shares with voting right, accounting for 86% of total voting rights (the "**Meeting**"),

RESOLVES

3. Elects

Two members of the Board of Directors for a period of 2 years starting on the decision date, namely Mrs. Daniela-Mandru Petrovici and Mr. Vlad Alexandru



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Deliu. The president of the Board of Directors is empowered to update the Company's Articles of Association after the election of the new members.

The resolutions for election of the members of the Board of Directors have been adopted with the following majority:

- Election of Daniela Mandru-Petrovici – the resolution was adopted with a total number of 155,242,931 votes validly cast, accounting for 77.69% of the total voting rights attached to the shares representing the Company's share capital, out of which 143,999,737 votes "for" representing 92.76% of the total number of votes cast in the Meeting, 11,243,194 votes "against" representing 7.24% of the total number of votes cast in the Meeting and 14,632,182 "abstain" votes.
- Election of Vlad Alexandru Deliu – the resolution was adopted with a total number of 169,851,613 votes validly cast, accounting for 85.00% of the total voting rights attached to the shares representing the Company's share capital, out of which 163,222,937 votes "for" representing 96.10% of the total number of votes cast in the Meeting, 6,628,676 votes "against" representing 3.90% of the total number of votes cast in the Meeting and 0 "abstain" votes.

The votes for the other candidates were exercised as follows:

- Mihai Darie – a total number of 170,771,902 votes validly cast, accounting for 85.46% of the total voting rights attached to the shares representing the Company's share capital, out of which 24,703,473 votes "for" representing 14.47% of the total number of votes cast in the Meeting, 146,068,429 votes "against" representing 85.53% of the total number of votes cast in the Meeting and 0 "abstain" votes.
- Simona Carmen Fătu – a total number of 156,163,220 votes validly cast, accounting for 78.15% of the total voting rights attached to the shares representing the Company's share capital, out of which 8,051,813 votes "for" representing 5.16% of the total number of votes cast in the Meeting, 148,111,407 votes "against" representing 94.84% of the total number of votes cast in the Meeting and 14,632,182 "abstain" votes.

4. *Based on a total number of 159,984,868 votes validly cast, accounting for 80,06% of the total voting rights attached to the shares representing the Company's share capital, out*



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of which 149,798,828 votes "for" accounting for 93.63% of the total number of votes expressed in the Meeting, 10,186,040 votes "against" accounting for 6.37% of the total number of votes expressed in the Meeting and 11,668,182 "abstain" votes

approves

The remuneration of the members of the Board of Directors for the year 2022, as follows: (i) RON equivalent of EUR 3,000 /month, net, for every member of the Board of Directors, save for the president and (ii) RON equivalent of EUR 4,000/month, net, for the president of the Board of Directors

5. *Based on a total number of 159,192,868 votes validly cast, accounting for 79.67% of the total voting rights attached to the shares representing the Company's share capital, out of which 147,310,192 votes "for" accounting for 92.54% of the total number of votes expressed in the Meeting, 11,882,676 votes "against" accounting for 7.46% of the total number of votes expressed in the Meeting and 12,460,182 "abstain" votes*

Approves

The remuneration policy having the content made available to shareholders.

6. *Based on a total number of 171,653,050 votes validly cast, accounting for 85.90% of the total voting rights attached to the shares representing the Company's share capital, out of which 169,917,010 votes "for" accounting for 98.99% of the total number of votes expressed in the Meeting, 1,736,040 votes "against" accounting for 1.01% of the total number of votes expressed in the Meeting and 0 "abstain" votes*

Approves

The template management contract to be concluded with the members of the Board of Directors. The president of the Board of Directors is entitled to sign on the Company's behalf the management contracts with the newly elected members, as well as the addendums to the management contracts concluded with the existing members. Furthermore, the vice-president of the Board of Directors is entitled to

sign on the Company's behalf the addendum to the management contract concluded with the president of the Board of Directors.

7. Based on the unanimity of votes validly cast at the Meeting

approves

To grant power of attorney to the president of the Board of Directors to sign the OGSM decisions on the shareholder's behalf and to carry out any act or formality required by law for the registration of OGSM decisions. The president of the Board of Directors may delegate all or part of the powers granted above to any person/s having the competence to carry out such mandate.

These Resolutions were elaborated and signed in Ploiești, in 4 originals, each having a number of 4 pages, today 23.02.2022.

President of the Meeting

Alin Adrian Dociu



Cătălin Vasile
CEO



Secretary of the Meeting

Radu Vasilescu

