



To,

The Office of "The Official Monitor of Romania"

Fax: 021/401.00.71, 021/401.0072

Please publish in your newspaper – part IV - the following announcement:

"The Board of Directors of CHIMCOMPLEX SA BORZESTI, based in Onesti, 3 Industriilor Street, Bacau County, registered with the Trade Register Office attached to the Bacau Court under no. J04/493/1991, CUI RO960322, in accordance with the provisions of art. 117¹ of Law no. 31/1990 on companies, republished, with subsequent additions and amendments, of Law no. 297/2004 on the capital market, of Law no. 24/2017 on issuers of financial instruments and market operations, of the ASF Regulation no. 5/2018 on issuers of financial instruments and market operations, of the Articles of Incorporation of the company, as well as of any applicable legal provisions, following the requests received from the majority shareholder CRC Alchemy Holding BV on 07.11.2022, **by C.A. Decision no. 1/07.11.202 2**, completes the agenda of **the Ordinary General Meeting of Shareholders ("A.G.O.A.")** dated **28.11.2022, 12:00**, which will take place at the company's headquarters located in Onesti, 3 Industriilor Street, Bacau County, with the following points:

1. Approval of the distribution of the amount of 127,000,000 lei, as interim dividends (gross amount), based on the financial statements from 30.06.2022, which will be regularized after the approval of the annual situation of the company.

The gross dividend per share will be worth 0.416519 lei.

Dividends are distributed to shareholders in proportion to the share of the share capital.

The share capital of the company is worth 304,907,851 lei, divided into 304,907,851 registered shares, with a nominal value of 1 leu/share.

The dividends will be made in RON, only to the shareholders registered in the Shareholders' Register held by the Central Depository SA at the registration date, in accordance with the legal provisions.

The details regarding the payment method will be brought to the attention of the shareholders before the date of commencement of the payment.

2. Approval of the date of 29.12.2022, as the payment date, established in accordance with the provisions of Regulation no. 5/2018.

The shareholders registered in the Register of Shareholders issued by the Central Depository SA at the end of the day of **18.11.2022**, considered as the **reference date**, have the right to participate in the meeting.

In the event that on **28.11.2022** the quorum necessary for carrying out the works of A.G.O.A. is not met under the law, it will take place at the second convocation on **29.11.2022**, in the

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Web: www.chimcomplex.com

Reg. Com. J04/493/1991, Cod Unic 960322

Capital Social subscris și vărsat: 304.907.851 RON

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Banca Transilvania Onesti



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place and at the time indicated for the first convocation, with the same agenda, regardless of the quorum met and will adopt decisions with the majority of the votes cast.

After completing, the agenda will be the following:

1. Approval of the appointment of a statutory administrator of the company Chimcomplex SA Borzesti starting with 29.11.2022, following the vacancy of the position occupied by Mr. Eric Kish.

The list of information on the name, place of residence and professional qualification of the persons proposed for the position of administrator is at the disposal of the shareholders, on the company's website at www.chimcomplex.com – Investors/AGA section and at the company's headquarters, which can be consulted and completed until **07.11.2022**.

2. Approval of the term of office of the newly appointed administrator until 31.07.2023.
3. Establishing the indemnity of the newly appointed administrator, based on the Nomination and Remuneration Policy for Administrators and Directors.
4. Approval of the conclusion of the management contract with the newly elected administrator and mandating a person to sign from the shareholders the management contract with him.
5. Approval of the empowerment of the Chairman of the Board of Directors for signing the decisions adopted by the OGMS and of any other related documents.
6. Approval of the power of attorney of Lazarovici and Associates SCA, in order to carry out all the formalities necessary to fulfill the above resolutions in relation to the Trade Register Office and any other institution for this purpose.
7. Approval of the date of 16.12.2022, as the registration date, i.e. the date of identification of the shareholders on which the effects of the decision of the general meeting of shareholders are reflected, in accordance with the provisions of art. 87 of Law 24/2018.
8. Approval of the date of 15.12.2022, as an "ex date", i.e. the date prior to the date of registration with a settlement cycle minus one working day, from which the financial instruments subject to the decisions of the corporate bodies are traded without the rights deriving from that decision, in accordance with the provisions of article 2 letter I) of Regulation no. 5/2018.
9. Approval of the distribution of the amount of 127,000,000 lei, as interim dividends (gross amount), based on the financial statements from 30.06.2022, which will be settled after the approval of the annual situation of the company.

The gross dividend per share will be worth 0.416519 lei.

Dividends are distributed to shareholders in proportion to the share of the share capital.

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The share capital of the company is worth 304,907,851 lei, divided into 304,907,851 registered shares, with a nominal value of 1 leu/share.

The dividends will be made in RON, only to the shareholders registered in the Shareholders' Register held by the Central Depository SA at the registration date, in accordance with the legal provisions.

The details regarding the payment method will be brought to the attention of the shareholders before the date of commencement of the payment.

10. Approval of the date of 29.12.2022, as the date of payment, established in accordance with the provisions of Regulation no. 5/2018.

The draft decision of A.G.O.A., as well as the documents and meeting materials on the agenda are available 30 days before the date of the A.G.O.A. youth, in electronic format, on the company's website at www.chimcomplex.com and at the company's headquarters, starting with **28.10.2022**.

Shareholders may exercise their right to vote at the general meeting, proportionally to the number of shares they possess.

In accordance with the provisions of art. 117 index 1 of Law no. 31/1990 on companies and Article 189 of Regulation No 31/1990. 5/2018 regarding the issuers of financial instruments and market operations, one or more shareholders, representing individually or together, at least 5% of the share capital, have the right to:

- to introduce items on the agenda of the general assemblies, provided that each item is accompanied by justification and a draft decision proposed for adoption by the general assemblies until 07.11.2022;
- to present draft decisions for the items proposed to be included on the agenda of the general meetings;
- the completed agenda, after the convocation, will be published in the Official Gazette of Romania at least 10 days before the general assembly mentioned in the initial convocation.

In accordance with Article 198 of Regulation No 198, 5/2018, each shareholder, natural or legal person, has the right to ask questions regarding the items on the agenda of the general meeting, no later than **18.11.2022, 10 o'clock**, the date of the registration number. The Company may also respond by posting the answer on its own web-site www.chimcomplex.com, in the AGA section.

The applications will be submitted in written form, in original, at the company's headquarters in Onesti, strada Industriilor, nr. 3, Bacau County, under the signature of the shareholder or his legal representative.

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In order to identify and prove the quality of a shareholder of a person who addresses questions or requests the completion of the agenda, the person concerned has the obligation to attach to the request, documents attesting his identity (for the natural person: copy of the BI / CI, for the legal person: copy of the BI / CI legal representative and certificate of ascertainment issued by the Trade Register or a document issued by a competent authority, in which the shareholder is legally registered issued no later than 3 months before the date of publication of the convocation of the general meeting, as well as the statement of account showing the status of shareholder and the number of actions issued by the Central Depository.

The same documents will be submitted by the shareholders who submit questions to the Board of Directors.

The deadline for the shareholders to exercise the rights mentioned above is set at the latest 15 days from the date of publication in the Official Journal of Romania.

The proposals for completing the agenda or the questions of the shareholders mentioned in the previous paragraphs may be sent in writing, by post or courier services, to the headquarters of the aforementioned company, with the mention clearly written, in capital letters, **FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS DATED 28.11. 2022.**

The shareholders registered in the shareholders' register on the reference date may participate in the general meeting directly or may be represented by other persons, on the basis of a general or special power of attorney, in accordance with the provisions of art. 188 of the ASF Regulation no. 5/2018, or they can vote by correspondence according to the forms posted on the website of [the company www.chimcomplex.com](http://www.chimcomplex.com).

The access of shareholders, natural persons, entitled to participate in the general meeting is allowed by simply proving their identity.

The special power of attorney may be granted to any person for representation in a single general meeting, containing specific voting instructions from the shareholder.

The special power of attorney form can be obtained from the company's headquarters or downloaded from the company's website www.chimcomplex.com, starting with **28.10. 2022.**

The shareholders may grant a general power of attorney valid for a period not exceeding 3 years, allowing his representative to represent him in one or more general meetings of shareholders of one or more companies identified in the power of attorney, which does not contain specific voting instructions from the shareholder's shareholding.

The general power of attorney must contain at least the following information: 1. the name / name of the shareholder; 2. the name/name of the representative (the one to whom the power of attorney is granted); 3. the date of empowerment, as well as the period of its validity, in compliance with the legal provisions; the powers of attorney having a later date have the effect of revoking the

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powers of attorney dated above; 4. specification of the fact that the shareholder empowers the representative to participate and vote on his behalf by the general power of attorney in the general meeting of shareholders for the entire holding of the shareholder on the reference date, with the express specification of the company / companies for which the respective general power of attorney is used. The general power of attorney ceases by: (i) the written revocation by the managing shareholder of the latter, transmitted to the issuer at the latest by the deadline for submitting the power of attorney applicable to an extraordinary or ordinary general meeting, organized within the mandate, written in Romanian or in English; or (ii) loss of the principal's capacity as shareholder on the reference date applicable to an extraordinary or ordinary general meeting, organized within the mandate; or (iii) the loss of the trustee's capacity as an intermediary or lawyer.

A shareholder is forbidden to cast different votes based on the shares held by him in the same company.

After completion and signing, a copy of the power of attorney, in Romanian, will be submitted in original, 48 hours before the meeting, in a closed envelope, with the mention written in clear and in capital letters **"FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 28.11.2022"**, under the sanction of losing the exercise of the right to vote in the general meeting, according to the provisions of the law.

The powers of attorney can also be transmitted electronically with the extended electronic signature incorporated according to the law, to the email address ir@chimcomplex.com, mentioning the subject **"FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 28.11.2022"**.

Shareholders can also vote by correspondence, before the AGA, using the postal voting form. The form can be obtained from the company's headquarters or can be downloaded from the www.chimcomplex.com website.

The postal voting form completed and signed accompanied by the copy of the shareholder's identity document (pers. physical)/registration certificate (legal pers.), will be sent to the company's headquarters, in original, in Romanian, so as to be received by the company, at least 48 hours before the AGA, in a closed envelope, with the mention written in clear and in capital letters **"FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 28.11.2022"**, under the sanction of losing the exercise of the right to vote in the general assembly, according to the provisions of the law.

The voting forms can also be sent electronically with the extended electronic signature incorporated according to the law, to the email address ir@chimcomplex.com, mentioning the subject **"FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 28.11.2022"**.

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Ballot papers that are not received by the date indicated above cannot be taken into account for determining the quorum and majority in the general meeting.

This convocation is made with the application of the provisions of the ASF Regulation no. 5/2018.

Additional information can be obtained at the company's headquarters or by phone 0234/302007.”

**CHAIRMAN OF THE BoD,
av. dr.ec. Vuza Stefan**

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