

COMCM S.A. CONSTANTA
B-dul Aurel Vlaicu, nr. 144, Constanța County
J13 / 613/1991
TIN RO 1868287

NOTICE TO ATTEND

Board of Directors of COMCM S.A., with registered address in Constanta, B-dul Aurel Vlaicu, nr. 144, Trade Register number J13/613/1991, TIN RO 1868287, according to the provisions of Companies Act no. 31/1990 republished, as amended and supplemented, Law 24/2017, of the Capital Market Regulations and the provisions of the Articles of Incorporation, gathered upon request General Manager, on 12.08.2022, calls the Extraordinary General Meeting of Shareholders for 17.09.2022, at 13:00 hrs at the company registered address at B-dul Aurel Vlaicu Nr. 144, Constanța city, CONSTANTA County, with the following

AGENDA

1. Elect the secretariat of the meeting consisting of one person, namely Mr. Calin Dragos, shareholder of the company with the identification data available at the company's registered office.
2. Approve to run a program to buy back own shares, through a public offer to buy, in compliance with the legal provisions, followed by their cancellation and the corresponding decrease of the share capital in accordance with art. 207 of Law 31/1990, with a number of 137,063,674 shares, representing 58% of the share capital, under the following conditions:
 - the purpose of the program: the company will buy back its own shares to decrease the share capital, by canceling the shares bought back;
 - the maximum number of shares redeemed through the public purchase offer is 137,063,674 shares, representing 58% of the share capital;
 - the minimum price is the market price as per BVB, valid at the time of the purchase, and the maximum price is 0.3458 lei/share;
 - duration of the program is a maximum of 18 months from the date of publication of the resolution in the Official Gazette, Part IV - a, and will take place in the minimum period necessary for its implementation;
 - payment of the redeemed shares will be made from the current available funds of the company and from the amount obtained from the sale of a land, owned by the company, according to the EGMS resolution.

Authorize the Board of Directors to take all the necessary steps to implement the EGMS resolution.

3. Approve the sale of an asset consisting of land with an area of 110,000 sqm, identified with cadastral number 255951 and the buildings on this land, respectively the buildings identified with the cadastral numbers from 255951 - C1 to 255951 - C26, as well as any other special constructions or facilities existing on this land, not registered, located at the following address: Constanta city, Bld. Aurel Vlaicu nr. 144, County of Constanta, for the minimum price of 10,600,000 euros, to finance the share buyback program through the public offer. The sale will be done by public procurement procedure. Authorize the Board of Directors to take all the steps necessary to carry out the sale of the above asset according to the EGMS resolution.
4. Set the date of 03.10.2022 as the date of registration of the shareholders on whom the effects of the resolutions adopted by the EGMS are applied.

5. Appoint the General Manager, Alexe Gabriela, to carry out all the steps necessary for the publication and registration of the resolutions adopted by the Extraordinary General Meeting of Shareholders.

In the event that the legal quorum for the Extraordinary General Meeting of Shareholders is not met at the first call, the Extraordinary General Meeting of Shareholders is called for **18.09.2022**, with the same agenda, at the same time and in the same place.

Only shareholders registered in the company's Shareholder Register on **07.09.2022**, set as the reference date, may participate and vote in the meeting.

The share capital of the company COMCM S.A. consists of 236,316,678 registered shares, each share giving the right to one vote in the Extraordinary General Meeting of Shareholders.

Shareholders representing, individually or together, at least 5% of the share capital, until **31.08.2022**, at 16.00 hrs, have the right:

- to include items on the agenda of the Extraordinary General Meeting of Shareholders, provided that each item is accompanied by a justification or a project proposed for adoption by the Extraordinary General Meeting of Shareholders;
- to present draft resolutions for the items included or proposed to be included on the agenda of the Extraordinary General Meeting of Shareholders.

These rights can only be exercised in writing and submitted or sent by mail/courier to the registered office of the company in Constanta County, Constanta city, Bd. Aurel Vlaicu, nr. 144 or by electronic means, with extended electronic signature, to the e-mail address comcmsa.financiar@gmail.com.

Each shareholder has the right to ask questions regarding the items on the agenda of the Extraordinary General Meeting of Shareholders. The shareholders mentioned in the previous paragraphs have the obligation to send the questions in writing, in sealed envelopes, accompanied by certified copies of the identity documents, identity card/passport in the case of individuals, and registration certificate in the case of legal entities, respectively, as well as the copy of the document that proves they are the company's authorized representatives, at the company registered address, with the clearly written mention, in capital letters: "**FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS set for 17/18.09.2022**" or by e-mail to the address comcmsa.financiar@gmail.com, with the extended electronic signature attached.

The documents, informative materials and draft decisions of the Extraordinary General Meeting of Shareholders regarding the issues included on the agenda are available and can be consulted at the company's headquarters in Constanta County, Constanta city, Bd. Aurel Vlaicu, Nr. 144, starting from 17.08.2022, on working days, between 09.00 and 15.00 or on the company's website www.comcm.ro.

Shareholders registered on the reference date may participate and vote at the Extraordinary General Meeting of Shareholders directly or may be represented by persons other than shareholders, on the basis of a special or general power of attorney.

The access of the shareholders entitled to participate in the Extraordinary General Meeting of Shareholders is allowed by simply proving their identity, in the case of individual shareholders by identity document, and in the case of company shareholders or represented individual shareholders, with the special or general power of attorney given to the individuals who represents them.

In the case of shareholders that are legal entities, they can participate in the Extraordinary General Meeting of Shareholders through their proxy/proxies. The quality of proxy is proven by checking the list of shareholders on the reference date received from the Central Depository.

In the event that the data regarding the capacity of proxy have not been updated at the Central Depository by the company shareholder corresponding to the reference date, the

proxy capacity is proven with a certificate issued by the Trade Registry, submitted in original copy or true copy, or a document issued by a competent authority in the state where the shareholder is legally registered, certifying the capacity of proxy. The documents certifying the proxy capacity of the company shareholder will be issued no later than 30 days before the date of publication of the notice to attend the Extraordinary General Meeting of Shareholders.

Special power of attorney forms, in Romanian and English, can be obtained from the company registered address in Constanta County, Constanta city, Bd. Aurel Vlaicu, Nr. 144, starting on 17.08.2022, between 9:00 a.m. and 3:00 p.m., or on the company's website www.comcm.ro.

A copy of the special power of attorney, in Romanian or English, will be submitted/sent to the address in Constanta County, Constanta city, Bd. Aurel Vlaicu, Nr. 144, for the Extraordinary General Meeting of Shareholders, until 15.09.2022, 10.00 a.m., under the penalty of losing the voting exercise in this meeting, in a sealed envelope with the clearly written mention, in capital letters: "**FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS set for 17/18.09.2022**". One copy will be made available to the proxy, so that they can prove their capacity, and one copy will be kept by the shareholder. The special power of attorney can also be sent by electronic means with an extended electronic signature, to the e-mail address comcmsa.financiar@gmail.com.

The special powers of attorney that are not received, at the address mentioned in the notice to attend, by 15.09.2022, 10.00 a.m., under the penalty of losing the right to vote in the Extraordinary General Meeting of Shareholders, cannot be taken into account for determining the quorum and majority in during the Extraordinary General Meeting of Shareholders of 17/18.09.2022.

The general power of attorney granted by the shareholder, as a client, to an intermediary defined according to art. 2 para. (1) point 20 of Law no. 24/2017 or to a lawyer, drawn up in compliance with the legal provisions, before the first use, will be submitted/sent to the company registered address in Constanta County, Constanta city, Bd. Aurel Vlaicu, Nr. 144, until 15.09.2022, 10.00 a.m., under penalty of losing the right to vote in the Extraordinary General Meeting of Shareholders of 17/18.09.2022.

The general powers of attorney before the first use, which are not received at the address mentioned in the notice to attend, by the date and time indicated above, cannot be taken into account for determining the quorum and majority at the Extraordinary General Meeting of Shareholders on 17/18.09.2022.

The votes cast by the proxies for all items on the agenda will be validated based on the copies of the special powers of attorney submitted/transmitted to the company headquarters in Constanta County, Constanta city, Bd. Aurel Vlaicu, Nr. 144, by the shareholders.

Shareholders registered on the reference date have the opportunity to vote by mail, before the Extraordinary General Meeting of Shareholders, by using the postal ballot.

The absentee ballot, in Romanian or English, can be obtained starting on 17.08.2022, between 09.00 and 15.00, at the company's registered address in Constanta County, Constanta city, Bd. Aurel Vlaicu, No. 144, or from the company website www.comcm.ro.

In the case of voting by mail, the ballot, completed and signed in Romanian or English, accompanied by a copy of the identity document (identity ballot/card in the case of natural persons, verification certificate issued by the Trade Register in the case of legal entities), can be sent to the company headquarters in Constanta County, Constanta city, Bd. Aurel Vlaicu, Nr. 144, for the Extraordinary General Meeting of Shareholders until 15.09.2022, 10.00 a.m., under the penalty of losing the right to vote in the Extraordinary General Meeting of Shareholders, in a sealed envelope, with the clearly written mention, in capital letters: "**FOR THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS set for 17/18.09.2022**". The ballot can also be sent by electronic means with an extended electronic signature, to the e-mail address comcmsa.financiar@gmail.com, with the subject

"FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS set for 17/18.09.2022" .

Absentee ballots that are not received at the address mentioned in the notice to attend by 15.09.2022, 10.00 a.m., cannot be taken into account for determining the quorum and majority at the Extraordinary General Meeting of Shareholders.

Documents submitted in a foreign language (except the identity documents and those written in English) will be accompanied by a translation made by an certified translator in Romanian or English.

Additional information can be obtained from the company's registered address or at the telephone number 0744483020, between 09:00 and 15:00, on working days.

**CHAIRMAN,
BOARD OF DIRECTORS,
MIHAITA GIANI - VATUIU**