



ȘANTIERUL NAVAL ORȘOVA S.A.  
Nr. RC J25/150/1991 CIF: RO 1614734  
Capital social: - subscris 28.557.297,5 lei  
- varsat 28.557.297,5 lei  
Str. Tufări, nr. 4, Orșova, 225200, Mehedinți  
Tel.: 0252/362.399; 0252/361.885; Fax: 0252/360.648  
E-mail: [mircea.sperdea@snorsova.ro](mailto:mircea.sperdea@snorsova.ro); [marketing@snorsova.ro](mailto:marketing@snorsova.ro)  
Codul LEI (Legal Entity Identifier): 254900UAXJ8TPIKLXG79  
Cod IBAN: RO96RNCB0181022634120001- B.C.R. Orșova  
Cod IBAN: RO59BRDE260SV03176142600- B.R.D. Orșova



## **RESOLUTION OF THE GENERAL ORDINARY MEETING OF THE SHAREHOLDERS FROM THE DATE OF 20.04.2023**

Analyzing the points registered in the agenda of the General Ordinary Meeting of the Shareholders which will be held on the date of 20.04.2023 – the first invitation, respectively 21.04.2023 – the second invitation, the Management Board of Santierul Naval Orșova S.A. proposes the following

### **RESOLUTION DRAFT:**

**Art.1.** The election of the meeting secretariat consisting of three members, respectively Mrs. Maria Cirstoiu, Mrs. Carmen Inca and Mr. Horia Ciorecan, shareholders with the identification data available at the company's headquarters, in charge of verifying the presence of shareholders, fulfilling the formalities required by law and the constitutive act for holding the general assembly, counting the votes expressed during the meeting of the general assembly and drawing up the minutes of the meeting is approved;

**Art.2.** The results of the revaluation of tangible assets from the ship groups are approved. Approval of the registration of the revaluation differences amounting to 836,984.15 lei in the accounting records on 31.12.2022., as it results from the presented report.

**Art.3.** The annual financial reports concluded on 31.12.2021, based on the management report of the Management Board and the Report of the independent financial auditor are approved:

- LEI -

TOTAL OPERATIONAL INCOMES	58.311.667
TOTAL FINANCIAL INCOMES	1.102.354
OPERATIONAL EXPENSES	(63.135.344)
FINANCIAL EXPENSES	(512.380)
RESULT BEFORE TAXATION	(4.233.703)
TAX PER PROFIT+ SPECIFIC TAX -expenses/(incomes)	(18.586)
NET PROFIT	(4.215.117)

**Art.4.** The Remuneration Report for the financial year 2022 is approved;

**Art.5.** The discharge of the administrators for the financial year 2022 is approved.

**Art.6.** The level of the monthly remuneration due to the administrators, valid from the date of this Ordinary General Meeting of Shareholders and until the date of the next Ordinary General Meeting of Shareholders, is approved, as follows:

- President: 8,000 lei net/month
- Vice-president: 7,500 lei net/month
- Member: 7,000 lei net/month

**Art.7.** The performance indicators and objectives for the financial year 2023, annexed to the administration and mandate contract, are approved.

**Art.8.** The draft Budget of Revenues and Expenditures and the investment program for 2023 are approved, according to the administrators' proposal.

**Art.9.** It is approved the performance in the financial year 2023 of the accounting registration at “income” of the undivided dividends for more than 3 years from the due date, for which the right to dividend is extinguished by prescription, respectively the dividends related to the financial year 2018 existing in balance as unpaid on 31.12.2022 in the amount of 62,455.91 lei.

**Art.10.** The date of May 16, 2023 is approved as the registration date and the ex-date of May 15, 2023 for the identification of the shareholders on whom the effects of the decision of the Ordinary General Meeting of Shareholders are reflected.

**Art.11.** The power of attorney of Mr. Mircea Ion Sperdea, general manager of the company is approved, for the conclusion of the general ordinary meeting of the shareholders' resolution (AGOA) and for any other documents which are necessary to the putting into execution of the AGOA resolution and to carry out the publicity and registration forms.

PRESIDENT OF THE MANAGEMENT BOARD,  
Rosca Radu-Claudiu