

**To: Bucharest Stock Exchange, Issuers Service
ASF, Financial Instruments and Investments Sector**

CURRENT REPORT

Report date: **29.04.2022**

Name of the entity: ELECTROMAGNETICA S.A.

Address: CALEA RAHOVEI NR. 266-268, SECTOR 5, BUCHAREST

Phone: 404.21.02; 404.21.31 FAX: 404.21.95; 404.21.94

Serial number in the Trade Register: J 40/19/1991

Unique Registration Code: 414118

The subscribed and paid-in share capital: 67,603,870.4 lei

Regulated market on which the issued securities are traded: Premium Category,

BVB

Events to be reported: **Decision of the Ordinary General Meeting of Shareholders of ELECTROMAGNETICA SA dated April 28, 2022.**

DECISION OF THE ORDINARY GENERAL MEETING OF ELECTROMAGNETIC SHAREHOLDERS OF 28.04.2022

Ordinary General Meeting of Shareholders of **ELECTROMAGNETICA S.A.**, headquartered in Calea Rahovei no. 266-268, sector 5, Bucharest, registered at the Trade Register Office near the Bucharest Court under no. J40 / 19/1991, CUI 414118, convened for 28.04.2022 at 10:00, respectively 29.04.2022 at 10:00, with the reference date 14.04.2022, at the company's headquarters, by publishing in the Official Gazette of Romania part IV -a, no. 1263 / 28.03.2022 and the newspaper "Bursa" from 25.03.2022, in the meeting of April 28, 2022, legally constituted, with a capital of 676,038,704 shares, a number of 430,426,970 shares, having the voting right 430,426,970. shares, in which shareholders representing 63.6690% of the company's share capital participated, respectively 430,426,970 shares, with a nominal value of 0.10 lei / share, of which 398,620,854 shares were registered by mail (92.6105 % of the total votes cast) and 31,806,316 shares present in the present shareholders' vote (7.3895% of the total votes cast), based on the rights conferred by law and by its own Articles of Incorporation,

DECIDE :

1. Item 1 on the agenda ("Approval of the individual annual financial statements for the year ended 31.12.2021 according to the Accounting Regulations in accordance with International Financial Reporting Standards, accompanied by the report of the Board of Directors and the report of the financial auditor, consisting of:

- the situation of the financial position;
- the situation of the global result;
- statement of changes in equity;
- cash flow statement;
- the notes to the individual financial statements. ").

This agenda item was approved by 372,212,096 votes in favor (86,4751%), against 0 votes (0,00%), abstention 58,214,874 votes (13.5249%).

2. Item 2 on the agenda ("Approval of the consolidated annual financial statements for the year ended 31.12.2021 in accordance with the Accounting Regulations in accordance with International Financial Reporting Standards accompanied by the report of the Board of Directors and the financial auditor's report, consisting of:

- consolidated statement of financial position;
- the consolidated situation of the global result;
- consolidated statement of changes in equity;
- consolidated statement of cash flows;
- notes to the consolidated financial statements. ").

This agenda item was approved by 372,212,096 votes to 86 (75,4751%), 0 against (0,00%), abstention 58,214,874 votes (13,5249 %).

3. Item 3 on the agenda ("Approval of the distribution of the net profit and fixing of the dividend for the year 2021, after the allocation of the legal reserve, as follows:

3.1. non-distribution of dividends

3.2 full coverage of the accounting loss recorded on December 31, 2021 in the amount of 16,113,467 lei by using the reserves as follows:

Account 1061.001 Inflation adjustments - legal reserves (IAS29) 8,649,877

Account 1068.9 Adjustments to other reserves from tax facilities (IAS 29) 194,879

Account 1068.3 Other reserves - own sources of financing 7,268,711

Total 16,113,467 ")

3.1. This agenda item was approved by 372,212,096 votes in favor (86,4751%), against (0,000%), abstention 58,214,874 votes (13,5249 %).

3.2. This agenda item was approved by 372,212,096 votes in favor (86,4751%), against 0 votes (,0,00%), abstention 58,214,874 votes (13,5249 %).

4. Item 4 on the agenda ("Approval of the Report for the full coverage of the accounting loss recorded on 31 December 2021 by using the reserves and mandating the Board of Directors to choose the method of registration in the best conditions from a fiscal point of view. will take place in 2022, after the approval of the general assembly ")

This agenda item was approved by 372,212,096 votes in favor (86,4751%), against 0 votes (0,00%), abstention 58,214,874 votes (13,5249 %).

5. Item 5 on the agenda ("Discharge of directors for the financial year 2021, respectively:

a) the period 01.01-11.09.2021;

b) the period 11.09-25.09.2021;

c) the period 25.09-31.12.2021 ")

5.1 The discharge for the period 1 January 2021 - 11 September 2021 was as follows:

- **Scheusan Eugen** - President of the Board

This item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

- **Macovei Octavian** - member of the Board;

This item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

- **Stancu Traian** - member of the Board;

This item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

- **Stancu Ioan** - member of the Board;

This item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

- **Hodea Cristina-Ioana-Rodica** - board member;

This item was approved by 370,240,498 votes in favor (86,0170%), against (0,00%), abstention 60,186,472 votes (13.9830%).

- **Calitoiu Elena** - member of the Board;

This agenda item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

- **Sichigea Elena** - member of the Board

This agenda item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

5.2.The discharge related to the periods September 11, 2021 - September 25, 2021 was as follows:

- **Scheusan Eugen** - President of the Board;

This item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

- **Macovei Octavian** - member of the Board;

This item was approved by 370,240,498 votes in favor (86.0170%), against 0 votes (0.00%), abstention 60,186,472 votes (13.9830%).

- **Stancu Traian** - member of the Board;

This item was approved by 370,240,498 votes in favor (86.0170%), against 0 votes (0.00%), abstention 60,186,472 votes (13.9830%).

- **Stancu Ioan** - member of the Board

This item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

- **Hodea Cristina-Ioana-Rodica** - member of the Board

This item was approved by 370,240,498 votes in favor (86.0170%), against 0 votes (0.00%), abstention 60,186,472 votes (13.9830%).

5.3 The discharge for the period 25 September 2021-31 December 2021 was as follows:

- **Scheusan Eugen** - President of the Board;

This item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

- **Macovei Octavian** - member of the Board;

This item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

- **Stancu Traian** - member of the Board;

This item was approved by 370,240,498 votes in favor (86.0170%), against 0 votes (0.00%), abstention 60,186,472 votes (13.9830%).

- **Stancu Ioan** - member of the Board

This item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

- **Hodea Cristina-Ioana-Rodica** - member of the Board

This item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

- **Busu Cristian** - member of the Board of Directors (temporary administrator with a mandate until the general meeting of shareholders);

This item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

- **Zoescu Mihai** - member of the Board of Directors (temporary administrator with a mandate until the general meeting of shareholders)

This item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

6. Item 6 on the agenda ("Approval of the Revenue and Expenditure Budget for 2022 and the Activity Program for the financial year 2022, with the mandate of the Board of Directors to reclassify the items of revenue and expenditure, in the event of events unpredictable randomness ")

This agenda item was approved by 372,212,096 votes in favor (86,4751%), against 0 votes (0,00%), abstention 58,214,874 votes (13.5249%).

7. Item 7 on the agenda "Presentation and submission of the advisory vote of the" Remuneration Report "of the company's directors (executive and non-executive directors), in accordance with the provisions of art. 107, paragraph (6) of Law no. 24/2017 on issuers of financial instruments and market operations. ")

This agenda item was approved by 370,240,498 votes in favor (86,0170%), against 0 votes (0,00%), abstention 60,186,472 votes (13.9830%).

8. Item 8 on the agenda (" Notice of the resignation of Ms Sichigea Elena from the post of director since 11.09.2021 and of the resignation of Ms Calitoiu Elena from the post of administrator since 11.09.2021, the finding of legal cessation of the term of office of the interim administrator held by Mr. Busu Cristian on the date of this meeting, the finding of legal termination of the term of office of the interim administrator held by Mr. Zoescu Mihai on the date of this meeting ")

This agenda item was approved by 430,426,970 votes in favor (100%), 0 against (0,00%), 0 abstentions (0,00%)).

9. Item 9 on the agenda (" Approval of the completion of the deregistration formalities from the records of the Trade Register Office attached to the Bucharest Tribunal, from the positions of administrators (Ms Sichigea Elena and Ms Calitoiu Elena) Mr. Zoescu Mihai), as a result of the legal termination ")

This agenda item was approved by 430,426,970 votes "for" (100%), "against" 0 votes (0,00%), "abstention" 0 votes (0,00 %).

10. Item 10 on the agenda (" In view of the decisions adopted in points 8 and 9, the election of two administrators for the remaining term of office, respectively until 18.10.2023, as well as the establishment of the allowance of the 2 members of the Board of Directors , setting the limits of the professional liability insurance, approving the conclusion of the management contracts as well as the appointment of the conventional agent for the signing of the management contract by the company. ")

10.1. The general meeting of shareholders appointed Mr. Busu Cristian as a member of the Board of Directors with a mandate starting with 28.04.2022 and until 18.10.2023 (430,426,970 votes "for"- respectively 100% "for", 0 votes „against”, respectively 0.00% „against”, and 0 votes" abstentions' respectively 0.00% “abstentions”) and Mr Zoescu Mihai as a member of the Board of Directors with a mandate starting with 28.04.2022 and until 18.10.2023 (430,426,970 votes "for"- respectively 100% "for", 0 votes „against”, respectively 0.00% „against”, and 0 votes" abstentions' respectively 0.00% “abstentions”)

10.2. The indemnity of the 2 administrators is proposed in point 11

This agenda item was approved by 430,426,970 votes in favor (100%), against 0 votes (0,00%), abstention 0 votes (0,00%)).

10.3. The limit of professional liability is the one approved by the ordinary general meeting of shareholders from 19.09.2019

This agenda item was approved by 430,426,970 votes in favor (100%), 0 against (0,00%), 0 abstentions (0,00%)).

10.4. Conclusion of management contracts in the form approved by the OGMS of 18.10.2007, which complies with the Remuneration Policy approved by the OGMS of 28.04.2021

This agenda item was approved by 430,426,970 votes in favor (100%), 0 against (0,00%), 0 abstentions (0,00%)).

10.5. Mandated by Mr. Eugen Scheusan to sign in the name and for ELECTROMAGNETICA SA the management contracts with the 2 administrators appointed in the OGMS of 28.04.2022

This agenda item was approved by 430,426,970 votes in favor (100%), 0 against (0,00%), 0 abstentions (0,00%)).

11. Item 11 on the agenda ("Approval of the remuneration due to the members of the Board of Directors for the financial year 2022")

This agenda item was approved by 370,240,498 votes in favor (86.0794%), against 0 votes (0.00%), abstention 59,874,472 votes (13.9206%), canceled votes 312,000 (0.0725%).

12. Item 12 on the agenda ("Approval of the remuneration of the members of the Committees attached to the Board of Directors established in accordance with Article 140 ind. 2 of Law No. 31/1990 for the financial year 2022")

This agenda item was approved by 372,212,068 votes in favor (86,4751%), against 0 votes (0,00%), abstention 58,214,902 votes (13.5249%).

13. Item 13 on the agenda ("Approval of the conclusion of an addendum to the articles of association in view of the timetable adopted in item 10, respectively updating of the articles of association of the company")

This agenda item was approved by 372,212,096 votes in favor (86,4751%), against 0 votes (0,00%), abstention 58,214,874 votes (13.5249%).

14. Item 14 on the agenda (" Approval of the date of 20.05.2022 as the registration date for the identification of the shareholders affected by the decisions of the A.G.O.A and the date of 19.05.2022 as ex-date (the date on which the shares are traded without the rights deriving from the OGMS decisions ").

This agenda item was approved by 372,212,096 votes in favor (86.4751%), against 0 votes (0.00%), abstention 58,214,874 votes (13.5249%).

15. Item 15 on the agenda (" Mandate of Mr. Eugen Scheusan - Chairman of the Board of Directors, with the possibility of substitution, for: i) signing the addendum and the updated articles of incorporation, for ii) concluding and / or signing , on behalf of the Company and / or the shareholders of the Company, the decisions of this OGMS, any and all decisions, documents, applications, forms and requests adopted / prepared for the purpose or execution of the decisions of this OGMS in relation to any natural or legal person, private or public, and for iii) to perform all the legal formalities for the registration, enforceability, execution and publication of the adopted decisions.

This agenda item was approved by 372,212,096 votes in favor (86.4751%), against 0 votes (0.00%), abstention 58,214,874 votes (13.5249%).

THE PRESIDENT,
Eugen Scheusan

Secretariat:

1.1 Monica Stanila

1.2 Daniela Cucu

Daniel Rugina