

**To: Bucharest Stock Exchange
Financial Supervisory Authority**

CURRENT REPORT

according to ASF Regulation no.5/2018

Date of Report: 29.01.2019

Company Name : SC SOCEP SA
Headquarter : Constanta, New Port Dana 34
Telephone/Fax : 0241/693856; 0241/693759
Tax Registration Cod : RO 1870767
Order Number of the Trade Register : J 13/643/1991
Stock Market : BVB, first category, symbol SOCP
Share Capital : 34,342,574.4 lei divided into 343,425,44 uncertificated registered shares with nominal value of 0.10 lei / share

Event report: Convening the Extraordinary General Meeting of Shareholders SOCEP SA on March 05th / 06th 2019.

Directorate SOCEP S.A., sitting of January 28th 2019, decided convening the Extraordinary General Meeting of Shareholders, according to the following

CONVENING NOTICE

**of the EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS of
SOCEP S.A.**

Directorate SOCEP S.A. Constanta, registered in Trade Registry Office Constanta with Reg. No. J13/643/1991, CUI (Fiscal Code) RO 1870767, legally represented by Mr. Dorinel Cazacu – President of Managing Board - complying to art. 117 in Law No.31/1990 republished and amended, **is hereby convening the EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS on March 05th 2019 at 10:00 hrs.**, at company head-office - Incinta Port, Dana 34, Constanta, Conference Room, first floor.

Only persons who are shareholders on **February 25th 2019 - set as reference date** are entitled to attend to and vote in this general meeting.

Agenda:

1. Approval of principle for fusion by absorption by SOCEP SA of Casa de Expeditii Pheonix SA, a company with headquarters in Constanta County, Incinta Port, Constanta County, having registration number in the Trade Register J13 / 703/1991 and unique code registration RO 1878000.
2. Approval of the financial statements on December 31-st 2018 on the basis of which the absorption fusion project will be done.
3. Mandate of the SOCEP SA Directorate, together with the administrators of Casa de Expeditii Pheonix SA, to prepare the fusion project and to carry out all legal and statutory steps in this respect.
4. Approval of March 22th 2019 as registration date according to Art.86 of Law no. 24/2017 on issuers of financial instruments and market operations.
5. Approval of March 21th 2019 as ex-date, according to art.2 of ASF Regulation no. 5/2018.
6. Empowering Mrs. Ileana Graur to submit to the Trade Register Constanta decision extraordinary general meeting of shareholders and to make the necessary endorsements.

Given that on March 05th 2019, the quorum conditions required by law are not met, a second meeting will be held on March 06th 2019, at the same hour and in the same place, and same meeting Agenda.

One or more shareholders representing/gathering - individually or jointly - at least 5% of the total share capital are entitled to insert new items into the Agenda, provided that each of those items has a justifying note or a draft-decision proposed as subject to approval.

All the requests for insertion of new items into the Agenda, having enclosed copies of shareholders' identity cards (called *initiators*) may be brought to SOCEP head-office, until February 14 th 2019, 16:00 hrs. (end of working day), in a sealed envelope, with following clearly written mention: "FOR EGMS ON March 05 th / 06 th 2019". They also may be sent by e-mail with extended electronic signature in the message, according to Law No.455/2001 regarding electronic signature, until February 14 th, 2019, 16:00 hrs., sent to socep@socep.ro with following mention written in *Subject* heading: "FOR EGMS ON March 05 th / 06 th 2019".

Requests for insertion of new items into the Agenda of EGMS must have enclosed copies of Initiators' identity cards (Identity Card for natural persons and Registration Certificate for legal entities). Each new proposed item must have a justifying note or a draft-decision proposed as subject to approval of EGMS.

One or more shareholders representing/gathering - individually or jointly - at least 5% of the total share capital are also entitled to present draft-decisions for inserted or proposed to be inserted items into the Agenda of the meeting.

Draft-decisions for inserted or proposed to be inserted items into the EGMS Agenda, together with copies of Initiators' identity cards (Identity Card for natural persons and Registration Certificate for legal entities), may be brought to SOCEP head-office, until February 14th 2019, 16:00 hrs., in a sealed envelope, with following clearly written mention: "FOR EGMS ON March 05 th / 06 th 2019". They also may be sent by e-mail with extended electronic signature in the message, according to Law No.455/2001 regarding electronic signature, until February 14 th 2019, 16:00 hrs., sent to socep@socep.ro with following mention written in *Subject* heading: "FOR EGMS ON March 05 th / 06 th 2019".

Company shareholders, regardless of their shareholding percentage in the total share capital, may submit written questions related to items of the Agenda. These enquiries must be brought together with copies of Initiators' identity cards (Identity Card for natural persons and Registration Certificate for legal entities) to SOCEP SA head-office, in a sealed envelope, with following clearly written mention: "FOR EGMS ON March 05 th / 06 th 2019", until February 25th 2019, 16,00 hrs. They also may be sent by e-mail with extended electronic signature in the message, according to Law No.455/2001 regarding electronic signature, sent to socep@socep.ro with following mention written in *Subject* heading: "FOR EGMS ON March 05 th / 06 th 2019", until February 25th 2019, 16,00 hrs..

Access of shareholders - natural persons - entitled to attend to Extraordinary General Meeting of the Shareholders is allowed based upon their identity card - simply proving their identity.

Shareholders may attend to EGMS represented by other persons than themselves, based upon a special mandate issued for only one general meeting of shareholders or an extensive mandate issued for one or several general meetings.

Shareholders who do not have legal capacity and also the shareholders –legal entities may be represented by their legal (guardians) representatives. These legal representatives may also authorize with a mandate other persons to attend to the general meeting in question.

Mandates may be sent also by e-mail with extended electronic signature in the message, according to Law No.455/2001 regarding electronic signature, until March 01 st, 2019, 12:00 hrs., sent to socep@socep.ro with following mention written in *Subject* heading: "FOR EGMS ON March 05 th / 06 th 2019". However, they must be brought to SOCEP head-office in original form no later than March 04 th 2019, 12:00 hrs., written in Romanian or in English. Mandates which do not fulfill above mentioned legal conditions shall be penalized by losing the vote. Special Mandate forms may be picked-up from SOCEP head-office, or from company site www.socep.ro, starting with February 01st 2019. Special Mandate form is also available in English language.

SOCEP SA shareholders registered at the Reference Date within the shareholders' registry – issued by Depozitarul Central S.A. have the possibility to vote by mail, previous to EGMS, by using the Voting by mail Form. This form may be picked-up from SOCEP head-office starting with February 01 st 2019, or from company site www.socep.ro.

In this case, the Voting by mail Form written either in Romanian or in English, filled-in and signed, together with a copy of shareholder's valid identity card (Identity Card for natural persons and Registration Certificate for legal entities) may be sent to SOCEP head-office no later than March 04th 2019, 12:00 hrs., in a sealed envelope, with following clearly written mention: "FOR EGMS ON March 05 th / 06 th 2019".

Voting by mail Forms which are not received in SOCEP head-office up to this specific date and hour shall not be taken into consideration neither for quorum determining nor for determining the majority of EGMS. Voting by mail Form is also available in English language.

At their request, items/reports related to meeting Agenda and draft-decisions shall be available for all the shareholders, at SOCEP head-office, they may be also downloaded from the company site www.socep.ro, starting with February 01 st 2019.

PRESIDENT OF MANAGING BOARD

and

GENERAL MANAGER

DORINEL CAZACU