



UZTEL S.A.

OILFIELD EQUIPMENT MANUFACTURING AND REPAIRS

243 MIHAI BRAVU St., code 100410, PLOIESTI , PRAHOVA-ROMANIA

Phone: + 40(0)372/441111; Fax: +40(0)244/521181; E-mail: office@uztel.ro

FISCAL CODE RO1352846 , R.C. PLOIESTI NO. J29/48/1991; web site: www.uztel.ro

CURRENT REPORT

according to Law no. 24/2017 on issuers of financial instruments and market operations and the FSA Regulation no. 5/2018 regarding the issuers of financial instruments and market operations

Report date: **29.10.2021**

Issuer's name: **UZTEL S.A.**

Headquarters: **Ploiesti, Mihai Bravu nr.243, Prahova County**

Phone/fax number : **0372-441.111 / 0244-521.181**

Unique registration code: **1352846**

Trade registration Number : **J29/48/1991**

Subscribed and paid-up share capital: **13.413.647,50 lei**

Regulated market on which the issued securities are traded: **BVB - Standard category**

Important event to report:

CONVENER Of Ordinary General Meeting and Extraordinary Meeting of Shareholders of UZTEL S.A. Ploiesti for the date of 06/07.12.2021

The Board of Directors of S.C. UZTEL S.A., located in Ploiesti, 243, Mihai Bravu Street, Prahova County, fiscal code RO 1352846, number in the Trade Register J29 / 48/1991 (hereinafter "**Company**"),), convened in the meeting of 29.10.2021, in accordance with the provisions of Law no. 31/1990 regarding the companies, republished, with the subsequent modifications and completions, of Law no. 24/2017 regarding the issuers of financial instruments and market operations, of the FSA Regulation no. 5/2018 regarding the issuers of financial instruments and market operations, as well as in accordance with the Articles of Association of the Company,

CALLS:

Ordinary General Meeting of Shareholders (hereinafter called "OGMS") and the Extraordinary General Meeting of Shareholders (hereinafter called "EGMS") to the date of **06.12.2021, at 10.00 a.m.**, and respectively **11.00 a.m.** at the Company's premises in Ploiesti, str. Mihai Bravu, no. 243, Prahova County, for all shareholders registered in the Register of Shareholders, held by Central Depository Bucharest at the end of **25.11.2021**, established as the Reference Date for both meetings, with the mention that only the persons who are shareholders on this date have the right to participate and vote in the OGMS and EGMS.

If on the date mentioned above the necessary quorum provided by Law no. 31/1990 regarding the companies and the Articles of Association of the Company, the second Ordinary General Meeting of Shareholders ("OGMS") and the Extraordinary General Meeting of Shareholders ("EGMS") are convened and fixed on **07.12.2021, at 10.00 a.m.**, respectively **11.00 a.m.**, at the same address, with the same agenda and reference date.



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Agenda of the Ordinary General Meeting of Shareholders is as follows:

1. Revocation of the mandate of financial auditor ECOTEH EXPERT SRL Bucharest beginning with 06.12.2021.
2. Appointment as financial auditor of UZTEL S.A. of LEXEXPERT AUDIT S.R.L. , having the registered office at Galati, street Arcasilor, number 13, registered with the Trade Register at number J17/11/2011, unique number of registration RO 27883213, having the authorization no. 1047/2011 issued by the Body of Financial Auditors of Romania , as well setting the duration of the financial contract to 3 years, namely for the year statement of 2021, 2022 and 2023.
3. Approval of the date of: (i) 23.12.2021 as the Registration Date, according to art. 86 par. (1) of the Law no. 24/2017; (ii) 22.12.2021 as Data, "ex date", according to art.2 para. (2) (l) of Regulation no. 5/2018.
4. Mandate of the Chairman of the Board of Directors, Hagi Neculai to sign the resolutions of this OGMS and to carry out all the legal formalities necessary for the registration and enforcement of the adopted decisions, as well as to grant Mr. Hagi Neculai the right to delegate another person to perform the aforementioned formalities.

Agenda of EGMS will be as follows:

1. Approval for the completion of the object of activity of the Company, with the following activity corresponding to the NACE code Rev.2: 3511 Electricity production, and consequently the modification of chapter II, art. 5 of the Articles of Association of the Company.
Pursuant to art. 117, para. (7) of the Companies Law no. 31/1990 we present the full text of the proposed amendment:

CHAPTER II

Art. 5 - The object of activity of the company..

1039 Processing and preserving of fruits and vegetables n.c.a.

1085 Manufacture of prepared meals

1089 Manufacture of other food products nec

1610 Cutting and planning wood

1622 Manufacture of parquet assembled in panels

1623 Manufacture of other builders' carpentry and joinery

1624 Manufacture of wooden containers

1629 Manufacture of other products of wood; manufacture of articles of cork, straw and plaiting materials

2223 Manufacture of builders' ware of plastic

2229 Manufacture of other plastic products

2433 Production of cold-formed profiles

2451 Casting

2452 Casting steel

2453 Casting of light non-ferrous metals

2454 Casting of other non-ferrous metals

2511 Manufacture of metal structures and parts of structures

2550 Manufacture of metal products obtained by plastic deformation; powder metallurgy



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- 2561 Treatment and coating of metals
- 2562 General mechanical operations
- 2571 Manufacture of cutting products
- 2573 Manufacture of tools
- 2593 Manufacture of articles of metal wire; manufacture of chains and springs
- 2594 Manufacture of screws, drums and other threaded articles; manufacture of rivets and washers
- 2599 Manufacture of other fabricated metal products nec
- 2630 Manufacture of communications equipment
- 2651 Manufacture of instruments and appliances for measuring, verification, checking, navigating
- 2660 Manufacture of equipment for radiology, electrodiagnosis and electrotherapy
- 2670 Manufacture of optical instruments and photographic equipment
- 2732 Manufacture of other electric and electronic wires and cables
- 2733 Manufacture of electrical and electronic wires and cables
- 2751 Manufacture of household appliances
- 2790 Manufacture of other electrical equipment
- 2811 Manufacture of engines and turbines (except for aircraft, motor vehicles and motorcycles)
- 2812 Manufacture of hydraulic motors
- 2813 Manufacture of pumps and compressors
- 2814 Manufacture of taps and fittings
- 2815 Manufacture of bearings, gears, gearboxes and mechanical transmission elements
- 2822 Manufacture of lifting and handling equipment
- 2829 Manufacture of other general purpose machinery nec
- 2841 Manufacture of metalworking machinery and machine tools
- 2849 Manufacture of other machine tools n.c.a.
- 2891 Manufacture of equipment for metallurgy
- 2892 Manufacture of mining and quarrying machinery
- 2894 Manufacture of machinery for textiles, clothing and leather
- 2896 Manufacture of plastics and rubber processing machinery
- 2899 Manufacture of other specific machinery and equipment n.c.a.
- 2932 Manufacture of other parts and accessories for motor vehicles and their engines
- 3101 Manufacture of office and shop furniture
- 3250 Manufacture of medical and dental appliances, apparatus and instruments
- 3299 Manufacture of other manufacturing products nec
- 3311 Repair of articles of metal
- 3312 Repair of machines
- 3313 Repair of electronic and optical equipment
- 3314 Repair of electrical equipment
- 3319 Repair of other equipment
- 3320 Installation of industrial machinery and equipment
- 3511 Production of electricity**
- 3600 Water capture, treatment and distribution
- 3700 Wastewater collection and treatment
- 3811 Collection of non-hazardous waste
- 3812 Hazardous waste collection
- 3821 Treatment and reduction of non - hazardous waste
- 3822 Treatment and disposal of hazardous waste



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- 3831 Disassembly (disassembly) of end-of-life machinery and equipment for material recovery
- 3832 Recovery of sorted recyclable materials
- 4321 Electrical installation work
- 4322 Plumbing, heating and air - conditioning installation work
- 4329 Other construction installation work
- 4332 Joinery and carpentry
- 4391 Roofing, framing and terrace construction work
- 4511 Sale of cars and light motor vehicles (less than 3.5 tones)
- 4519 Sale of other motor vehicles
- 4520 Maintenance and repair of motor vehicles Wholesale of motor vehicle parts and accessories
- 4531 Wholesale of motor vehicle parts and accessories
- 4532 Retail sale of parts and accessories for motor vehicles
- 4612 Intermediation in trade in fuels, ores, metals and chemicals for industry
- 4613 Agents involved in the sale of timber and building materials
- 4615 Agents involved in the sale of furniture, household goods and hardware
- 4616 Agents involved in the sale of textiles, fur clothing, footwear and leather goods
- 4617 Agents involved in the sale of food, beverages and tobacco
- 4619 Agents involved in the sale of a variety of goods
- 4637 Wholesale of coffee, tea, cocoa and spices
- 4671 Wholesale of solid, liquid and gaseous fuels and related products
- 4677 Wholesale of waste and scrap
- 4719 Retail sale in non-specialized stores with food, beverages or tobacco predominating
- 4721 Retail sale of fresh vegetables and fruit in specialized stores
- 4724 Retail sale of bread, pastry, cakes and sugar confectionery in specialized stores
- 4726 Retail sale of tobacco products in specialized stores
- 4729 Retail sale of other food in specialized stores
- 4730 Retail sale of automotive fuel in specialized stores
- 4743 Retail sale of audio and video equipment in specialized stores
- 4751 Retail sale of textiles in specialized stores
- 4753 Retail sale of carpets, rugs, wall and floor coverings in specialized stores
- 4754 Retail sale of electrical household appliances and goods in specialized stores
- 4759 Retail sale of furniture, lighting equipment and other household articles in specialized stores
- 4761 Retail sale of books in specialized stores
- 4762 Retail sale of newspapers and stationery in specialized stores
- 4763 Retail sale of magnetic disks and tapes with or without audio / video recording in specialized stores
- 4771 Retail sale of clothing in specialized stores
- 4772 Retail sale of footwear and leather goods in specialized stores
- 4775 Retail sale of cosmetics and perfumery in specialized stores
- 4779 Retail sale of second-hand goods in stores
- 4781 Retail sale of food, beverages and tobacco in booths, kiosks and markets
- 4782 Retail sale of textiles, clothing and footwear in stalls, kiosks and markets
- 4789 Retail sale via stalls and markets of other products
- 4791 Retail sale via mail order houses or via the Internet
- 4799 Retail sale outside of shops, stands, kiosks and markets
- 4939 Other land passenger transport n.c.a.



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- 4941 Road transport of goods
 - 4942 Moving services
 - 5210 Storage
 - 5221 Ancillary services for land transport
 - 5629 Other food services n.c.a.
 - 5821 Computer game editing activities
 - 5829 Publishing of other software
 - 5920 Audio recording activities and music editing activities
 - 6201 Custom software development activities (customer-oriented software)
 - 6202 Information technology consultancy activities
 - 6203 Management activities (management and operation) of computer aids
 - 6209 Other information technology service activities
 - 6311 Data processing, web page administration and related activities
 - 6399 Other information service activities n.c.a.
 - 6820 Renting and subletting of own or leased real estate
 - 6832 Real estate administration on a commission or contract basis
 - 7112 Engineering activities and related technical consultancy
 - 7120 Technical testing and analysis activities
 - 7220 Research - development in natural sciences and engineering
 - 7410 Specialized design activities
 - 7430 Written and oral translation activities (interpreters)
 - 7490 Other professional, scientific and technical activities n.c.a.
 - 7739 Renting and leasing of other machinery, equipment and tangible goods n.c.a.
 - 7740 Leasing of intangible assets (exclusively financial)
 - 8020 Security systems service activities
 - 8110 Other combined support services
 - 8211 Combined secretarial activities
 - 8219 Photocopying, document preparation and other specialized secretarial activities
 - 8220 Call center activities
 - 8230 Organization of exhibitions, fairs and congresses
 - 8291 Activities of collection agencies and credit reporting bureaus
 - 8299 Other business support service activities n.c.a.
 - 8425 Firefighting and prevention activities
 - 8430 Compulsory social protection activities
- The main object of activity of the company is:
- 2892 Manufacture of mining and quarrying machinery
2. Approval of the Articles of Association of the Company, in updated form, taking into account the completion of the object of activity of the Company with the NACE code Rev.2: 3511 Electricity production
 3. Authorization of Mr. Anghel George Marinelo, as General Manager of the Company, to sign the Articles of Association of UZTEL S.A. Ploiești, in updated form.
 4. Approval of the principle sale of the land building with an area of 4.687 sqm consisting of 3 (three) Lots with cadastral numbers 125567, 125566 and 125565 and the constructions related to the land, respectively Post Trafo - 125567 C1, School Workshop - 125567 C2, Metal Warehouse - 125567 C3 (advanced degree of physical and moral degradation), Pig Warehouse - 125566 C1 (advanced degree of physical and moral degradation) and Pig Speakers - 125566 C2 (advanced



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degree of physical and moral degradation). The sale price of the land with an area of 4.687 sqm is 14 Euro / sqm without VAT. The sale price of the constructions related to the land will be according to the Evaluation Report prepared by the authorized evaluator.

5. Approval of the date of: (i) 23.12.2021 as the Registration Date, according to art. 86 par. (1) of the Law no. 24/2017; (ii) 22.12.2021 as Data, "ex date", according to art.2 para. (2) (1) of Regulation no. 5/2018.

6. Mandate of the Chairman of the Board of Directors, Hagi Neculai to sign the resolutions of this EGMS and to carry out all the legal formalities necessary for the registration and enforcement of the adopted decisions, as well as to grant Mr. Hagi Neculai the right to delegate another person to perform the aforementioned formalities.

I. The right of shareholders to participate to OGMS and EGMS

Shareholders registered in the Register of Shareholders of the Company kept by Depozitarul Central S.A. on the reference date 25.11.2021, to participate are entitled to participate and can exercise their right to vote, personally (through legal representative) or through representative (based on special / general power of attorney or declaration on their own responsibility given by the custodian, or before the OGMS and EGMS, by mail (based on ballot by mail).

The access and / or voting by mail of the shareholders entitled to participate in the OGMS and EGMS is allowed by simply proving their identity, made, in the case of individual shareholders, with the identity document (bulletin / identity card for Romanian citizens or, as the case may be, passport / residence permit for foreign citizens) and in the case of legal entities, with the identity document of the legal representative (identity card / card for Romanian citizens or, as the case may be, passport / residence permit for foreign citizens).

The representatives of the individual shareholders will be identified on the basis of the identity document (ID card for Romanian citizens or, as the case may be, Passport / residence permit for foreign citizens), accompanied by the Special / General Power of Attorney signed by the individual shareholder or Declaration on his own responsibility given by the custodian and signed by his legal representative.

The representatives of the legal entities shareholders will prove their quality based on the identity document (ID card for Romanian citizens or, as the case may be, Passport / residence permit for foreign citizens), accompanied by the Special / General Power of Attorney signed by the legal representative of the legal entity respectively or the Declaration on own responsibility given by the custodian and signed by his legal representative.

The quality of shareholder, as well as, in the case of shareholders of legal entities or entities without legal personality, the quality of legal representative is established based on the list of shareholders of UZTEL S.A. from the Reference Date, received from the Depozitarul Central S.A.

In the situation where: a) the natural persons shareholders have not registered in the system of the Depozitarul Central S.A. valid and updated identification data, then they will present the copy of the updated identity document (bulletin / identity card / Passport / residence permit); b) the legal representative of the legal persons shareholders is not mentioned in the list of UZTEL SA



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shareholders, from the Reference Date received from Depozitarul Central SA, then they will present an official document attesting the quality of legal representative (proof issued by a competent authority, in original or copy in accordance with the original, not older than 3 months before the date of publication of the OGMS and EGMS convening).

The documents presented in a foreign language, other than English (except for the identity documents valid on the Romanian territory) will be accompanied by the translation made by an authorized translator, in Romanian or in English.

II. Mentions on the OGMS and EGMS meeting

The convening notice of the OGMS and EGMS of 06/07.12.2021, the documents related to the items on the OGM and EGMS agenda, the draft decisions proposed for the adoption of the OGMS and EGMS, the special power of attorney form for the representation of shareholders, the ballot form by correspondence for participation and expression of shareholders' vote, will be available starting with the date on 05.11.2021, on working days at the registration office at the headquarters of the Company located in Mihai Bravu str., no. 243, Ploiesti, Prahova County, Romania ("UZTEL Registry"), as well as on the website www.uztel.ro, the Shareholding / AGA section.

Shareholders may receive, upon request, copies of the documents related to the items included on the agenda of the OGMS and EGMS meeting Shareholders may receive, upon request.

III. The right of shareholders to introduce new items on the OGMS and EGMS agenda

One or more shareholders representing, individually or together, at least 5% of the share capital of the Company have the right:

(a) to enter items on the OGMS and EGMS agenda, provided that each item is accompanied by a justification or a draft decision proposed for adoption by the OGMS and EGMS; and

(b) to present draft decisions for items included or proposed for inclusion on the OGMS and EGMS agenda.

The shareholders' requests regarding the introduction of new items on the agenda, as well as the draft decisions for the items included or proposed to be included on the OGMS and EGMS agenda, will be addressed to the Board of Directors and sent in writing, in Romanian or English, either in physical format (personal or by mail / courier services, with acknowledgment of receipt) registered at the UZTEL Registry, or by e-mail, with extended electronic signature incorporated according to Law no. 455/2001 on electronic signature, at office@uztel.ro, so that they will be received by the Company no later than 16.11.2021, at 15.00. Both methods of transmission must contain the mention written in clear "FOR OGMS AND EGMS FROM 06/07.12.2021". In the case of proposals submitted in physical format, they must be signed by individual shareholders or by the legal representatives of legal entity shareholders.

The documents justifying the proposals for the introduction of new items on the agenda and the draft decision for them, together with the completed call, if applicable, will be available to shareholders, starting with 24.11.2021 at 15.00, at the UZTEL Registrar Office as well as on the Company's website at www.uztel.ro, section Shareholders / GMS.

IV. Agenda questions

The Company's shareholders may ask questions in writing, in Romanian and English, in connection with the items on the OGMS and EGMS agenda. The respective questions will be addressed to the Board of Directors of the Company and will be sent either in physical format (personal or by mail /



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courier services, with confirmation of receipt) registered at the UZTEL Registrar Office or by e-mail, with extended electronic signature incorporated according to Law no. 455/2001 regarding the electronic signature, at the address office@uztel.ro, so that they can be received by the Company until 29.11.2021. Both methods of transmission must contain the mention written in clear "FOR OGMS AND EGMS FROM 06/07.12.2021" The answers will be available on the Company's website www.uztel.ro, Shareholders / GMS section.

For the valid exercise of the rights mentioned in points III) and IV), the shareholders will send to the Company the following documents issued by Depozitarul Central S.A. or by the intermediaries defined in art. 2 para. (1) point 20 of Law no. 24/2017 which provides custody services: a) the account statement from which results the quality of shareholder and the number of shares held; b) documents attesting the registration of the information regarding the legal representative at the Central Depository S.A./ the respective intermediaries (in case of shareholders of legal entities).

V. General power of attorney, Special power of attorney, Ballot paper by mail and Declaration on one's own responsibility

The general power of attorney may be granted by the shareholder, as a client, only to an intermediary defined according to art. 2 para. (1) point 20 of Law no. 24/2017 regarding the issuers of financial instruments and market operations, or a lawyer.

Together with the General Power of Attorney, the shareholders will send to the Company the declaration on their own responsibility given by the legal representative of the intermediary or by the lawyer who received the power of attorney, signed in original and, as the case may be, stamped, showing:

- i).the power of attorney is given by the respective shareholder, as client, to the intermediary or, as the case may be, to the lawyer;
- ii) the general power of attorney is signed by the shareholder, including by attaching an extended electronic signature, if applicable.

Special power of attorney

The representation of the shareholders in the OGMS and EGMS can be done through a representative / agent, who can be another shareholder or a third person, by filling in the special power of attorney form.

Special power of attorney form:

- a)can be obtained, in Romanian and English, starting with 05.11.2021, from the UZTEL Registrar and from the Company's website www.uztel.ro, section Shareholders / GMS;
- b)will contain the manner of identifying the quality of shareholder and the number of shares held, as well as the mention of vote "for" or "against" or "abstention" of each issue subject to approval;
- c)it will be updated by the Company if new items are added to the OGMS and EGMS agenda;
- d)will be completed by the shareholder in three copies: one for the shareholder, one for the representative and one for the Company.

Ballot by mail

The Company's shareholders have the opportunity to vote by mail, prior to the OGMS and the EGMS, using the ballot form, for voting by mail ("Ballot by mail")

Ballot by mail:



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- a) can be obtained, in Romanian and English, starting with 05.11.2021, from the UZTEL Registry and from the Company's website www.uztel.ro, section Shareholders / GMS;
- b) will contain the manner of identifying the quality of shareholder and the number of shares held, as well as the mention of vote "for" or "against" or "abstention" of each issue subject to approval;
- c) it will be updated by the Company if new items are added to the OGMS and EGMS agenda;

Statement on honor

If a shareholder is represented by a credit institution that provides custody services, it will be able to vote in the OGMS and EGMS based on the voting instructions received by electronic means of communication, without the need to draw up a special or general power of attorney by shareholder. The custodian votes in the OGMS and EGMS exclusively in accordance with and within the limits of the instructions received from his clients having the quality of shareholders of the Company at the Reference Date. The credit institution may participate and vote in the OGMS and EGMS in the conditions in which it presents a Declaration on its own responsibility and in which it is specified:

- a) clearly, the name / name of the shareholder in whose name the credit institution participates and votes in the OGMS and EGMS ;
- b) the credit institution provides custody services for the respective shareholder;
- c) clearly, the name of the person who is part of the administration or management body or among the employees of the credit institution that will represent the credit institution in the OGMS and EGMS .

Documents accompanying the Declaration on honor:

- an official document attesting the quality of legal representative of the signatory of the Declaration on his own responsibility (proof issued by a competent authority, in original or copy conforming to the original, not older than 3 months before the date of publication of the OGMS and EGMS convening notice);
- copy of the identity document of the person who is part of the administration or management body or of the employees of the credit institution, nominated in the Declaration on his / her own responsibility, who will represent the credit institution in the OGMS and EGMS .

The general powers of attorney, accompanied by the related documents, the special powers of attorney, the ballot papers by correspondence and the Declarations on own responsibility, will be sent / submitted, in original, in Romanian or English, to the UZTEL Registry, by mail / courier services, with confirmation of receipt no later than 04.12.2021, 10.00 am for the OGMS, respectively 11.00 a.m. for EGMS., mentioning on the envelope clearly "FOR OGMS AND EGMS FROM 06/07.12.2021"

The general powers of attorney, accompanied by the related documents, the special powers of attorney, the ballot papers by correspondence and the Declarations on own responsibility, can be sent to the Company, and by e-mail with the extended electronic signature incorporated according to Law no. 455/2001 regarding the electronic signature, at the e-mail address office@uztel.ro, until 04.12.2021 at the latest, at 10.00 a.m., for the OGMS, respectively 11.00 a.m. for EGMS, mentioning on the subject "FOR OGMS AND EGMS FROM 06/07.12.2021".

The documents presented in a foreign language, other than English (except for the identity documents valid on the Romanian territory) will be accompanied by the translation made by an authorized translator, in Romanian or in English.



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The general powers of attorney, accompanied by the afferent documents, the special powers of attorney, the ballot papers by correspondence and the Declarations on own responsibility that are not received at the UZTEL Registry or by e-mail with the extended electronic signature incorporated according to Law no. 455/2001 regarding the electronic signature, at the e-mail address office@uztel.ro, until 04.12.2021 at the latest, at 10.00 a.m. for OGMS respectively 11.00 for EGMS, will not be taken into account for determining the quorum and the valid votes expressed in the OGMS and EGMS.

In case of introducing new points, after the publication of the call, the special power of attorney form and the ballot form by mail can be obtained from the UZTEL Registry and from the Company's website www.uztel.ro, section Shareholders / GMS, starting dated 24.11.2021 at 15.00.

At the date of convening, the share capital of the Company is 13.413.647,50 lei and consists of 5.365.459 registered shares, dematerialized, with a nominal value of 2,5 lei, each share giving the right to one vote in the OGMS and EGMS.

Additional information can be obtained every working day, at the company's Registry, between 08.00-16.00, at the telephone number 0372/441111, ext. 120 and from the Company's website www.uztel.ro, section Shareholders / GMS.

Chairman of the Board of Directors,
HAGIU NECULAI