



**VRANCART S.A.**  
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*Translation for information propose only*

## **THE DECISIONS OF THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF 26.04.2017**

The Ordinary General Meeting of the Shareholders of VRANCART S.A. Adjud, registered with the Vrancea Trade Registry under no. J39/239/1991, gathered on **April 26<sup>th</sup>, 2017** at the company's headquarters, under art. 111 of Law no. 31/1990, as republished and amended by the Government Emergency Ordinance no. 82/2007 and the Government Emergency Ordinance no. 52/2008

### **DECIDES:**

#### **DECISION No. 1 dated April 26<sup>th</sup>, 2017**

**Art.1.** The approval of the Report of the Board of Administrators for 2016, of the Auditor's Report on the financial year 2016.

**Art.2.** The approval of the individual financial statements drawn up in accordance with IFRS (the Statement of financial position, the Statement of comprehensive income, the Statement of cash flows and the Notes to the financial statements) for the financial year 2016.

**Art.3.** The approval of the consolidated financial statements, drawn up in accordance with IFRS (the Statement of financial position, the Statement of comprehensive income, the Statement of cash flows and the Notes to the financial statements) for the financial year 2016.

#### **DECISION No. dated April 26<sup>th</sup>, 2017**

**Sole article.** The approval of the Report of the Board of Administrators Chairman on the coordination of the Board's activity in 2016.

#### **DECISION No. 3 dated April 26<sup>th</sup>, 2017**

**Sole article.** The approval to give discharge to the Board of Administrators for the financial year 2016.

**DECISION No. 4 dated April 26<sup>th</sup>, 2017**

**Sole article.** The approval to distribute dividends in the gross amount of 0,0136 lei/share (respectively a total amount of the dividends of 14.030.896,24 lei) from the profit of the financial year ended on December 31<sup>st</sup>, 2016.

**DECISION No. 5 dated April 26<sup>th</sup>, 2017**

**Sole article.** The approval to bear the expenses related to the payment of dividends from the financial resources of VRANCART (bank charges, postage fees and other expenses of the same kind).

**DECISION No. 6 dated April 26<sup>th</sup>, 2017**

**Sole article.** The approval of the Expenses and revenues budget for the financial year 2017 and of the investment plan for the period between 2017 and 2020.

**DECISION No. 7 dated April 26<sup>th</sup>, 2017**

**Art. 1.** The approval to appoint K.P.M.G. AUDIT S.R.L. Bucharest as the company's Financial Auditor.

**Art. 2.** The approval to set the minimum duration of the agreement concluded with the Financial Auditor to 2 years.

**DECISION No. 8 dated April 26<sup>th</sup>, 2017**

**Sole article.** The approval of the remuneration owed to the members of the Board of Administrators for the financial year between January 1<sup>st</sup>, 2017 – December 31<sup>st</sup>, 2017, in the amount of 12.000 lei net/month.

**DECISION No. 9 dated April 26<sup>th</sup>, 2017**

**Sole article.** The approval of the overall limits of all the additional remunerations of the members of the Board of Administrators for the financial year between January 1<sup>st</sup>, 2017 – December 31<sup>st</sup>, 2017, in the net amount of 600.000 lei.

**DECISION No. 10 dated April 26<sup>th</sup>, 2017**

**Sole article.** The approval of the overall limit of the monthly remuneration provided by the mandate agreement of the general manager for the financial year between January 1<sup>st</sup>, 2017 – December 31<sup>st</sup>, 2017 to 575.000 lei/year.

**DECISION No. 11 dated April 26<sup>th</sup>, 2017**

**Sole article.** The approval of the date **October 11<sup>th</sup>, 2017** as the ex-date, as defined by the provisions of the CNVM Regulation no. 6/2009.

**DECISION No. 12 dated April 26<sup>th</sup>, 2017**

**Sole article.** The approval of the date **October 12<sup>th</sup>, 2017** as the registration date, the date that defines the shareholders that the decisions adopted within the Ordinary General Meeting of the Shareholders dated **April 26<sup>th</sup>, 2017** shall be reflected upon.

**DECISION No. 13 dated April 26<sup>th</sup>, 2017**

**Sole article.** The approval of the date **October 26<sup>th</sup>, 2017** as the payment date, as defined by the CNVM Regulation no. 6/2009.

**DECISION No. 14 dated April 26<sup>th</sup>, 2017**

**Sole article.** The approval to empower the Chairman of the meeting and the meeting Secretary to sign the decisions of the Ordinary General Meeting of the Shareholders **dated April 26<sup>th</sup>, 2017**.

The result of the vote for the Decisions 1 – 14 of the Ordinary General Meeting of the Shareholders dated April 26<sup>th</sup>, 2017

Decision of the O.G.M.S.	NUMBER OF VOTES	% IN FAVOUR	% AGAINST	% ABSTENTION	% CANCELLED	% TOTAL
1/26.04.2017	900.505.944	100%	-	-	-	100%
2/26.04.2017	900.505.944	100%	-	-	-	100%
3/26.04.2017	900.505.944	100%	-	-	-	100%
4/26.04.2017	900.505.944	100%	-	-	-	100%
5/26.04.2017	900.505.944	100%	-	-	-	100%
6/26.04.2017	900.505.944	100%	-	-	-	100%
7/26.04.2017	900.505.944	100%	-	-	-	100%
8/26.04.2017	900.505.944	86,00%	-	14,00%	-	100%
9/26.04.2017	900.505.944	86,00%	-	14,00%	-	100%
10/26.04.2017	900.505.944	86,00%	-	14,00%	-	100%
11/26.04.2017	900.505.944	100%	-	-	-	100%
12/26.04.2017	900.505.944	100%	-	-	-	100%
13/26.04.2017	900.505.944	100%	-	-	-	100%
14/26.04.2017	900.505.944	100%	-	-	-	100%

PRESIDENT OF THE MEETING  
ec.Ciucioi Ionel-Marian



GENERAL SECRETARY OF O.G.M.S.,  
Dobre Laurențiu