



**VRANCART S.A.**  
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RO 1454846, J39/239/1991  
Capital social subscris și vărsat 86.371.792 RON  
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*Translation for information propose only*

**DRAFTS**  
**OF THE DECISIONS OF THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF**  
**27/28.04.2016**

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 27<sup>th</sup>, 2016** 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:**

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Art.1.** The approval of the Report of the Management Board for 2015, the Auditor's report for the financial year corresponding to 2015.

**Art.2.** The approval of the financial statements (individual and consolidated) drawn up in accordance with the International Financial Reporting Standards (the Financial position statement, the Statement of Comprehensive Income, the Statement of treasury flows and the Notes to the financial statements) for the financial year 2015

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** The approval of the Report of the Management Board President on the coordination of the Management Board's activity during 2015.

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** The approval to give discharge to the Management Board for the financial year 2015.

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** The approval of the distribution of a gross dividend of 0.016 lei/share, (ie a total dividend of 13,819,486.72 lei), of the profit for the financial year ended December 31<sup>th</sup>, 2015.

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** The approval to bear the expenses related to the payment of dividends from the Vrancart's financial resources (the bank fees, postage and other expenses of the same nature).

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** The approval of the Income and Expense Budget for the financial year 2015, and the Investment Plan for the period 2016-2017.

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** Choosing the vacancies of two (2) directors for a term equal to the period remaining until the expiration of the term in office administrators (April 29<sup>th</sup>, 2018).

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** The approval of the remuneration owed to the members of the Management Board, for the financial year January 1<sup>th</sup>, 2016 - December 31<sup>th</sup>, 2016, in the net amount of 10.000 lei/ month.

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** The approval of the general limits of all the additional remunerations of the members of the Management Board, for the financial year January 1<sup>th</sup>, 2016 - December 31<sup>th</sup>, 2016, in the net amount of 500.000 lei.

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** The approval of the general limit of the monthly remuneration provided in the mandate agreement of the General Manager, for the financial year January 1<sup>th</sup>, 2016 - December 31<sup>th</sup>, 2016, in the net amount of 525.000 lei/ year.

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** The approval of the date **September 12<sup>th</sup>, 2016** as the ex-date as defined by the provisions of the National Securities Commission (CNVM) Regulation no. 6/2009

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** The approval of the date **September 13<sup>th</sup>, 2016** as the registration date defining the shareholders upon which there shall be reflected the decisions made within the Ordinary General Meeting of the Shareholders of **April 27<sup>th</sup>/28<sup>th</sup>, 2016**.

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** The approval of the date **September 30<sup>th</sup>, 2016** as the payment date as defined by the provisions of the National Securities Commission (CNVM) Regulation no. 6/2009.

**THE DECISION NO. .... dated April 27<sup>th</sup>, 2016**

**Sole article.** The approval of empowerment Chairman of the Meeting and the Secretary of the Meeting signing decisions Ordinary General Meeting of Shareholders on April 27<sup>th</sup>, 2016.

The result of the vote for the Decisions no. 1 – 14 of the Ordinary General Meeting of the Shareholders of **April 27<sup>th</sup>, 2016**

| The Decision of the O.G.M.S.      | Number of votes | % FOR | % AGAINST | % ABSTENTION | % CANCELLED | % TOTAL |
|-----------------------------------|-----------------|-------|-----------|--------------|-------------|---------|
| 1/April 27 <sup>th</sup> , 2016   |                 |       |           |              |             |         |
| 2/ April 27 <sup>th</sup> , 2016  |                 |       |           |              |             |         |
| 3/ April 27 <sup>th</sup> , 2016  |                 |       |           |              |             |         |
| 4/ April 27 <sup>th</sup> , 2016  |                 |       |           |              |             |         |
| 5/ April 27 <sup>th</sup> , 2016  |                 |       |           |              |             |         |
| 6/ April 27 <sup>th</sup> , 2016  |                 |       |           |              |             |         |
| 7/ April 27 <sup>th</sup> , 2016  |                 |       |           |              |             |         |
| 8/ April 27 <sup>th</sup> , 2016  |                 |       |           |              |             |         |
| 9/ April 27 <sup>th</sup> , 2016  |                 |       |           |              |             |         |
| 10/ April 27 <sup>th</sup> , 2016 |                 |       |           |              |             |         |
| 11/ April 27 <sup>th</sup> , 2016 |                 |       |           |              |             |         |
| 12/ April 27 <sup>th</sup> , 2016 |                 |       |           |              |             |         |
| 13/ April 27 <sup>th</sup> , 2016 |                 |       |           |              |             |         |
| 14/ April 27 <sup>th</sup> , 2016 |                 |       |           |              |             |         |

**PRESIDENT OF THE MEETING,**

**GENERAL SECRETARY OF O.G.M.S.,**