



VRANCART S.A.
625100 Adjud-Vrancea, România, Str. Ecaterina Teodoroiu 17
RO 1454846, J39/239/1991
Capital social subscris și vărsat 103.168.354,70 RON
RO54 RNCB 0268 0087 9340 0001 - BCR Adjud
RO95 RZBR 0000 0600 0094 5306 - Raiffeisen Bank Adjud
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DRAFTS
OF THE DECISIONS OF THE ORDINARY GENERAL MEETING
OF THE SHAREHOLDERS OF APRIL 24th, 2019

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 24th, 2019 at the company's headquarters, based on art. 111 of Law no. 31/1990, as republished and supplemented by the Government Emergency Ordinance no. 82/2007 and the Government Emergency Ordinance no. 52/2008

HEREBY DECIDES:

DECISION No. dated April 24th, 2019

Art.1. The approval of the Report of the Board of Administrators for 2018, of the Auditor's report for the financial year corresponding to 2018.

Art.2. The approval of the (individual and consolidated) financial statements drawn up in accordance with the International Financial Reporting Standards (the Statement of financial position, the Statement of comprehensive income, the Statement of cash flows and the Notes to the individual and consolidated financial statements) for the financial year ended on December 31st, 2018.

DECISION No. dated April 24th, 2019

Sole article. The approval of the Report of the Board of Administrators Chairman on the coordination of the Board's activity during 2018.

DECISION No. dated April 24th, 2019

Sole article. The approval to give discharge to the Board of Administrators for the financial year 2018.

DECISION No. dated April 24th, 2019

Sole article. The approval to distribute dividends with a gross amount of RON 0,0095/share (respectively of dividends with a total amount of RON 9.800.993,70) from the profit for the financial year ended on December 31st, 2018.

DECISION No. dated April 24th, 2019

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

DECISION No. dated April 24th, 2019

Sole article. The approval of the Revenues and Expenditures Budget for the financial year 2019 and of the Investment Plan for the period between 2019 and 2020.

DECISION No. dated April 24th, 2019

Sole article. Selecting an administrator to fill the vacancy, for a mandate equal to the period of time remaining until the expiry of mandates of the directors currently in position (April 27th, 2022).

..... - Member of the Board of Administrators

DECISION No. dated April 24th, 2019

Sole article. Selecting and appointing the financial auditor and setting the minimum duration of the agreement with the financial auditor, following the expiry of the audit agreement.

..... - Financial Auditor

DECISION No. dated April 24th, 2019

Sole article. The approval of the remuneration owed to the members of the Board of Administrators, for the financial year between January 1st, 2019 - December 31st, 2019, in the amount of 12.000 lei net/month.

DECISION No. dated April 24th, 2019

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 1st, 2019 - December 31st, 2019, in the net amount of 600.000 lei.

DECISION No. dated April 24th, 2019

Sole article. The approval of the overall limit of the monthly remuneration provided in the mandate agreement of the General Manager, for the financial year between January 1st, 2019 - December 31st, 2019, in the net amount of 575.000 lei/year.

DECISION No. dated April 24th, 2019

Sole article. The approval of the date **October 7th, 2019** as the ex-date as defined by the provisions of the Financial Supervisory Authority Regulation no. 5/2018.

DECISION No. dated April 24th, 2019

Sole article. The approval of the date **October 8th, 2019** as the registration date defining the shareholders that the decisions adopted within the Ordinary General Meeting of the Shareholders of **April 24th/25th, 2019** shall be reflected upon.

DECISION No. dated April 24th, 2019

Sole article. The approval of the date **October 22nd, 2019** as the payment date as defined by the provisions of the Financial Supervisory Authority Regulation no. 5/2018.

DECISION No. dated April 24th, 2019

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 Shareholders dated **April 24th/25th, 2019**.

The result of the vote for the Decisions no. 1-15 of the ordinary General meeting of the Shareholders dated April 24th, 2019:

Decision of the O.G.M.S.	NUMBER OF VOTES	% IN FAVOUR	% AGAINST	% ABSTENTION	% CANCELLED	% TOTAL
1/24.04.2019						
2/24.04.2019						
3/24.04.2019						
4/24.04.2019						
5/24.04.2019						
6/24.04.2019						
7/24.04.2019						
8/24.04.2019						
9/24.04.2019						
10/24.04.2019						
11/24.04.2019						
12/24.04.2019						
13/24.04.2019						
14/24.04.2019						
15/24.04.2019						

CHAIRMAN OF THE MEETING,

SECRETARY OF THE O.G.M.S.,