



**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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To,

**The Financial Supervisory Authority  
The Bucharest Stock Exchange**

**Current report according to the Financial Supervisory Authority  
Regulation no. 5/2018**

<b>Date of report:</b>	<b>April 28<sup>th</sup>, 2020</b>
<b>Name of the issuing entity:</b>	<b>VRANCART S.A.</b>
<b>Registered office:</b>	<b>Adjud, 17 Ecaterina Teodoroiu Street, Vrancea County</b>
<b>Telephone/fax no.:</b>	<b>0237-640.800/0237-641.720</b>
<b>Tax Identification Number:</b>	<b>1454846</b>
<b>Trade Registry registration number:</b>	<b>J39/239/1991</b>
<b>Subscribed and paid-in share capital:</b>	<b>103.168.354,70 lei</b>
<b>The regulated trading market:</b>	<b>The Bucharest Stock Exchange</b>

**Major events to report:**

On April 28<sup>th</sup>, 2020, the Ordinary General Meeting of the Shareholders gathered on the first convocation (at 11<sup>00</sup>) at the headquarters of VRANCART S.A. in Adjud, 17 Ec. Teodoroiu Street, Vrancea County.

Shareholders representing 94,3317% of the share capital, respectively 973.204.761 shares, were present, were empowered and voted by correspondence within the General Meetings of the Shareholders, the General Meetings of the Shareholders being statutory.

The Ordinary General Meeting of the Shareholders of VRANCART S.A. Adjud were legally convened through the publishing of the notice to attend the meetings in the Official Gazette of Romania, Part IV, no. 1097/March 20<sup>th</sup>, 2020 and in Ziarul de Vrancea dated March 20<sup>th</sup>, 2020 and by the notification sent to the Bucharest Stock Exchange, to the Financial Supervisory Authority, respectively by posting it on the company's website.

I. Following the debates, **THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS adopted the following decisions on the points on the agenda:**

**DECISION No. 1 dated April 28<sup>th</sup>, 2020**

**Art.1.** The approval of the Report of the Board of Administrators for 2019, of the Auditor's Report on the financial year 2019.

**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 2019.

**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 2019.

**DECISION No. 2 dated April 28<sup>th</sup>, 2020**

**Sole article.** The approval of the Report of the Board of Administrators Chairman on the coordination of the Board's activity in 2019.

**DECISION No. 3 dated April 28<sup>th</sup>, 2020**

**Sole article.** The approval to give discharge to the Board of Administrators for the financial year 2019.

**DECISION No. 4 dated April 28<sup>th</sup>, 2020**

**Sole article.** The approval to distribute dividends in the gross amount of 0,0116 lei/share (respectively a total amount of the dividends of 11.967.530 lei) from the profit of the financial year ended on December 31<sup>st</sup>, 2019.

**DECISION No. 5 dated April 28<sup>th</sup>, 2020**

**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 28<sup>th</sup>, 2020**

**Sole article.** The approval of the Expenses and revenues budget for the financial year 2020 and of the Investment Plan for the same period 2020.

**DECISION No. 7 dated April 28<sup>th</sup>, 2020**

**Art. 1.** Election of Mr. FERCU ADRIAN as a member of the Board of Directors of VRANCART S.A., by secret vote, mandatory, for a term equal to the remaining period until the expiration of the term of office of the incumbent directors (27.04.2022).

**Art. 2.** Termination of the administrative mandates of Mr. MINEA ALEXANDRU-LUCIAN and Mr. EL LAKIS RACHID, provisional members of the Board of Directors of VRANCART S.A., starting with 28.04.2020.

**DECISION No. 8 dated April 28<sup>th</sup>, 2020**

**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>, 2020 – December 31<sup>st</sup>, 2020, in the amount of 12.000 lei net/month.

**DECISION No. 9 dated April 28<sup>th</sup>, 2020**

**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>, 2020 – December 31<sup>st</sup>, 2020, in the net amount of 600.000 lei.

**DECISION No. 10 dated April 28<sup>th</sup>, 2020**

**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>, 2020 – December 31<sup>st</sup>, 2020, to the net amount of RON 575.000/year.

**DECISION No. 11 dated April 28<sup>th</sup>, 2020**

**Sole article.** The approval of the date **October 08<sup>th</sup>, 2020** as the ex-date, as defined by the provisions of the ASF Regulation no. 5/2018.

**DECISION No. 12 dated April 28<sup>th</sup>, 2020**

**Sole article.** The approval of the date **October 09<sup>th</sup>, 2020** as the registration date, the date that defines the shareholders that the decisions adopted within the Ordinary General Meeting of the Shareholders dated **April 28<sup>th</sup>, 2020** shall be reflected upon.

**DECISION No. 13 dated April 28<sup>th</sup>, 2020**

**Sole article.** The approval of the date **October 23<sup>rd</sup>, 2020** as the payment date, as defined by the A.S.F. Regulation no. 5/2018.

**DECISION No. 14 dated April 28<sup>th</sup>, 2020**

**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 28<sup>th</sup>, 2020**.

The result of the vote for the Decisions 1 – 14 of the Ordinary General Meeting of the Shareholders dated April 28<sup>th</sup>, 2020

Decision of the O.G.M.S.	NUMBER OF VOTES	% IN FAVOUR	% AGAINST	% ABSTENTION	% CANCELLED	% TOTAL
1/28.04.2020	973.204.761	100%	-	-	-	100%
2/28.04.2020	973.204.761	100%	-	-	-	100%
3/28.04.2020	973.204.761	100%	-	-	-	100%
4/28.04.2020	973.204.761	100%	-	-	-	100%
5/28.04.2020	973.204.761	100%	-	-	-	100%
6/28.04.2020	973.204.761	100%	-	-	-	100%
7/28.04.2020	973.204.761	100%	-	-	-	100%
8/28.04.2020	973.204.761	100%	-	-	-	100%
9/28.04.2020	973.204.761	100%	-	-	-	100%
10/28.04.2020	973.204.761	100%	-	-	-	100%
11/28.04.2020	973.204.761	100%	-	-	-	100%
12/28.04.2020	973.204.761	100%	-	-	-	100%
13/28.04.2020	973.204.761	100%	-	-	-	100%
14/28.04.2020	973.204.761	100%	-	-	-	100%

Following the Ordinary General Meeting of the Shareholders held on April 28<sup>th</sup>, 2020, the audited individual and consolidated financial statements for the financial year 2019 (according to IFRS), the Annual Report of the Board of Administrators that includes the Statement on the compliance with the Code of Corporate Governance of the Bucharest Stock Exchange, the Report of the Board of Administrators Chairman, the Financial Auditor's report, the Revenues and Expenditures Budget for 2020, the Investment plan for the same period 2020.

Chairman of the Board of Administrators,  
**Ionel-Marian CIUCIOI**

