

CURRENT REPORT

Acc. to the Regulation no. 1/2006 and no. 6/ 2009 of the National Commission of Securities

Transaction market: Stock Exchange - Bucharest

Date: March 27th, 2014

Important issues to the reported:

NOTICE TO ATTEND

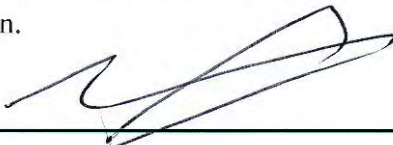
The Board of Directors of S.C. ELECTROPUTERE S.A. (hereinafter referred to as "Electroputere" or "the Company") with the headquarters in Craiova, 80 Calea Bucuresti Street, Dolj County, registered at the Trade Register Office near the Tribunal Dolj with no. J/16/12/1991, Tax Registration Code RO 6312800, according to the provisions of the Law no. 31/1990 on companies, republished, as further amended and completed, Law no. 297/2004 on capital market, as further amended and completed, Regulations of the National Commission of Securities no. 6/2009 concerning the exercise of certain rights of the shareholders in general meetings of corporations and the Company's Act of Incorporation, updated on February 21st, 2014,

SUMMONS

THE ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS and **THE EXTRAORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS** for **April 29th, 2014, hours 11.00, respectively 12.00**, taking place in the meeting room, at the Company headquarters, from Craiova, 80 Calea Bucuresti Street, Dolj County at which **only** the shareholders registered in the registrar of the Company's shareholders, at the end of **April 18th, 2014 (Reference Date)**, have the right to participate and vote, with the following agenda for:

I. THE ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS

1. To submit, debate and approve the administrators' Annual Report for the Fiscal Year 2013;
2. To present, debate and approve the Report issued by the Financial Auditor for the Fiscal Year 2013;
3. To present, debate and approve the Financial Statement for the Fiscal Year 2013;
4. To present, discuss and approve the Annual Report according to the Regulation of the National Commission of Securities no. 1/2006;
5. To give final discharge to the Company's administrators for the Fiscal year 2013, based on the reports presented at items 1 and 2 above;
6. To debate and approve the Revenue and Expenditure Budget for the Fiscal Year 2014;
7. To analyze the activity of the financial audit for 2013; to discuss and approve the extension with one year of his mandate and decide the payment limits for the financial auditor for 2014;
8. To acknowledge the resignation of Mr. Hans-Joachim SCHMIDT from the member of the Board of Directors position.



9. To appoint a new member of the Board of Directors, as a result of the resignation of Mr Hans-Joachim SCHMIDT; the period of its mandate being limited to the period of the mandate of the current Board of Directors. List with names, domicile locality and professional qualification of the person proposed for the position of director will be at the disposal of the shareholders, at the headquarters of the Company and also on the web-sites of the Company, being consulted and completed by them, starting with **March 28th 2014**.
10. Settle **May 19th, 2014** as **Date of Registration** for the shareholders who will be affected by the decisions of the Ordinary General Assembly of Shareholders.
11. Power of attorney of the representative of the majority shareholder, of the president and of the secretary of the Ordinary Shareholders' General Assembly reunion for signing the decision of the Ordinary Shareholders' General Assembly and power of attorney for Mr. Ionascu Stefan, employee of the Company, to sign all other documents and fulfill the necessary formalities concerning the registration and publication of the decision of the Ordinary Shareholder's General Assembly.

II. THE EXTRAORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS

1. Amendment of article 17.1.2 from the Company's Constitutive Act, updated at 21.02.2014, as follows:
"The ordering acts for the assets of a company may be concluded pursuant to the powers conferred to the legal representatives of the company, as applicable, by the law, the constitutive act or the decisions of the statutory bodies of the company adopted in compliance with the legislative provisions in force and the constitutive act of the company, without being required a special proxy in authentic form for this purpose, even if the ordering acts must be concluded in authentic form."
2. To approve the Company's Constitutive Act, updated with the above-mentioned changes, the updated Constitutive Act to be submitted and registered with the Trade Registry, according the Romanian company Law no 31/1990, republished, as further amended and supplemented. The new Constitutive Act shall enter into force as of its submission to the Trade Registry, in authentic format, and will replace the Constitutive Act updated at 21.02.2014, which validity will end that date.
3. Settle **May 19th, 2014** as **Date of Registration** for the shareholders who will be affected by the decisions of the Extraordinary General Assembly of Shareholders.
4. Power of attorney of the representative of the majority shareholder, of the president and of the secretary of the Extraordinary Shareholders' General Assembly reunion for signing the decision of the Extraordinary Shareholders' General Assembly and power of attorney for Mr Ionascu Stefan, employee of the Company, to sign all other documents and fulfill the necessary formalities concerning the registration and publication of the decisions of the Extraordinary Shareholder's General Assembly, including to sign the updated Constitutive Act, in the presence of the Public Notary and submitting it to the Trade Registry.

If the necessary quorum is not met on April 29th, 2014, the Ordinary General Assembly of Shareholders and the Extraordinary General Assembly of Shareholders will gather again on

April 30th, 2014, at 11 o'clock, respectively at 12 o'clock, in the meeting room, at the Company headquarters in Craiova, 80 Calea Bucuresti Street, Dolj County, having the same agenda.

The **Date of Registration** of the shareholders, who will be affected by the decisions of the Ordinary General Assembly of Shareholders and of the Extraordinary General Assembly of Shareholders, shall be established by the general assemblies, considering May 19th, 2014 as proposed by the Board of Directors therein.

The decision projects/drafts of the Ordinary General Assembly of Shareholders and of the Extraordinary General Assembly of Shareholders, as well as the meeting documents and materials are available starting with the date the Notice to Attend is put in (March 28th 2014), both in electronic format on the web-site of the company (www.electroputere.ro), following the link [Companie/Actionariat \(Company/Shareholders\)](#), and on paper, at the company registered office located in Craiova, 80 Calea Bucuresti Street, Dolj County, between 9 a.m. and 3 p.m. every working day, at the Secretary Office of GAS (General Assembly of Shareholders) and BoD (Board of Directors) (responsible person, Mr. Ionascu Stefan). The interested persons can get, at request, copies of the respective documents.

The shareholder(s) who own, individually or together, at least 5% of the share capital, is/are entitled:

- to include new items on the agenda of the general assembly, provided that each item is supported by a justification and by a draft for decision submitted for the approval of the general assembly, within maximum 15 days after the Notice to Attend is published (March 28th, 2014), namely until April 14th, 2014, at 3 o'clock p.m.
- to present decision drafts for the existing items or for the items suggested to be included in the Agenda of the meeting, within maximum 15 days after the Notice to Attend is published (March 28th, 2014), namely until April 14th, 2014, at 3 o'clock p.m.

The deadline for nomination of candidates for the appointment as member of the Board of Directors is 14.04.2014, hours 15.00. The list including info about names, hometown and professional qualification of the candidates for position of member in the Board of Directors, shall be made available at shareholders disposal, both at Company headquarters, or on Company's web-site at www.electroputere.ro.

The aforesaid rights can be prosecuted only in writing and the related documents should be sent as follow:

- by post and/or courier with acknowledgement of receipt, at Company's headquarter in Craiova, no 80 Calea Bucuresti street, Dolj county, postal code 200440, to the attention of Mr. Ionascu Stefan, or
- by e-mail, bearing the extended electronic signature, according to the Law no. 455/2001 regarding the electronic signatures, at the e-mail address: actionari@electroputere.ro. At the "Subject" it must be mentioned: "pentru Adunarea Generala a Actionarilor din 29/30 Aprilie 2014" ("for GAS – April 29th/ 30th, 2014").

In order to be taken into consideration, the documents submitted according to the above mentioned, must be accompanied by documents certifying the shareholders' identity, as follow:

For the shareholders - individuals:

- a copy of a valid I.D. or passport; and

- a signature sample authenticated/certified by a notary public or another body competent to validate/certify signatures; the validation/certification date must be subsequent to the date of the Notice to Attend for the present general assembly of shareholders; the signature sample must be legible and comparable against signatures applied on the documents already sent exercising the shareholder's rights.
- if applicable, a copy of the valid I.D./passport and signature sample complying with all the above mentioned conditions of the legal representative of the shareholder – natural person, and a copy of the official document certifying his/her quality as legal representative.

For the shareholders – legal entities:

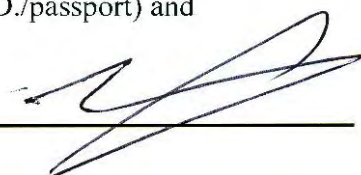
- a copy of a valid I.D. or passport of the legal representative of the shareholder – legal entity, and
- the documents submitted for exercising the rights of a shareholder must be signed only by the legal representative; otherwise they are void; and
- the signature sample of the legal representative, authenticated/certified by a notary public or another body competent to authenticate/certify signatures; the authentication/certification date must be subsequent to the date of the Notice to Attend for the present general assembly of shareholders; the signature sample should be legible and comparable against the legal representative's signature applied on the documents already sent for the exercising of the shareholder's rights; and
- copy of the registration document or a similar document, and
- original or copy of the official document certifying the quality of legal representative of the natural person signing the documents submitted by the shareholder – legal entity (issued after the date of Notice to Attend for the present general assembly of shareholders provided therein).

Each shareholder is entitled to ask questions regarding the Agenda of the general meeting, until April 25th, 2014, at 3 p.m., at the Secretary Office of GAS (General Assembly of Shareholders) and the BoD (Board of Directors) (in attention of Mr. Ionascu Stefan). The questions can be submitted in writing at the company registered office, sent by post and/or courier with acknowledgement of receipt or by e-mail at the e-mail address: actionari@electroputere.ro. At the "Subject" it must be mentioned: "pentru Adunarea Generala a Actionarilor din 29/30 Aprilie 2014" ("for the General Assembly of Shareholders – April 29th/ 30th, 2014"). For identification of the persons asking the questions, they will also submit all document mentioned in the previous paragraph, needed for identifying the shareholders/shareholders' legal representatives. It is a condition for taking into consideration the respective questions. If a question is given an answer, the information will be available on the web page of the company, (www.electroputere.ro), following the link Compania/Actionariat (Company/Shareholding), section "intrebari frecvente" (frequent questions), in a question-answer format.

The persons bearing the quality of shareholders on the reference date are entitled to attend and vote in the Ordinary General Assembly of Shareholders and in the Extraordinary General Assembly of Shareholders from April 29th/ 30th, 2014, personally or by representation. The representation can be assured by persons other than the shareholders, based on a special power of attorney.

The access of the shareholders who are entitled to attend the Ordinary General Assembly of Shareholders and the Extraordinary General Assembly of Shareholders is allowed by mere proof of their identity, as follows:

- in case of shareholders – individuals: an identity card (I.D./passport) and



- in case of shareholders - legal entities and of shareholders - individuals attending the meeting by legal representative: a special mandate given to the representative and a copy of his/her I.D.

The special mandate forms (both in Romanian and English language) can be obtained from the Company registered office, at the Secretary Office of GAS (General Assembly of Shareholders) and BoD (Board of Directors) or can be downloaded from the web-site of the Company: www.electroputere.ro, following the link Compania/Actionariat (Company/Shareholding) starting from 28th of March, 2014. In the special mandate, the shareholders must give clear and specific voting instructions to the person representing them, for each and every item included in the agenda of the meeting.

One original document of the power of attorney, filled in and signed by the shareholder, must be submitted (in Romanian or English version) to the Company registered office to be available at the Secretary Office of GAS (General Assembly of Shareholders) and BoD (Board of Directors) the latest on April 25th, 2014, at 12 o'clock, as follows:

- by handing it in to the Company Registry Office, in a sealed envelope, bearing the clear indication "Procura pentru Adunarea Generala Ordinara si Extraordinara a Actionarilor din 29/30 Aprilie 2014" (in atentia dlui Ionascu Stefan) ("Power of Attorney for the Ordinary and Extraordinary General Assembly of Shareholders from April 29th/ 30th, 2014 (to the attention of Mr. Ionascu Stefan))"
- or
- shipped at the Company registered office, by post and/or courier with acknowledgement of receipt, to the attention of Mr Ionascu Stefan
- or
- by e-mail, bearing the extended electronic signature, according to the Law no. 455/2001 on electronic signatures, on the following address: actionari@electroputere.ro. At the "Subject" it must be mentioned: "pentru Adunarea Generala Ordinara si Extraordinara a Actionarilor din 29/30 Aprilie 2014" ("for the Ordinary and Extraordinary General Assembly of Shareholders – April 29th/ 30th, 2014").

In order to be taken into consideration, the powers of attorney must enclose documents that allow verifying the shareholders' identity, as previously mentioned in the paragraphs above.

The special power of attorneys that do not include at least the information required by the form made available by the Company or are not sent in the due time, are not opposable to the Company and entail losing the voting right in the general assembly for which it has been granted.

The shareholders registered on the Reference Date have the possibility to vote by mail, before the general assembly, by using the mail-vote form. The forms (both in Romanian and English language) are made available as of with March 28th 2014 at the Company registered office (the Secretary Office of the General Assembly of Shareholders and BoD– Mr. Ionascu Stefan) or can be downloaded from the site of the company: www.electroputere.ro, following the link Compania/Actionariat (Company/Shareholding).

The mail vote-forms - in Romanian or in English language - (filled in and signed by the shareholders/shareholders' legal representatives and accompanied by documents verifying their identity as hereby detailed, under penalty of not being taken into consideration, if otherwise)

should be submitted to the Company until April 25th 2014, at 12.00 hours, under penalty of not being taken into consideration, if received after the given date and time, as follows:

- by handing it in to the Company Registry Office (in a sealed envelope, bearing the clear indication about its content and having Mr. Ionascu Stefan as the addressee)
or
- shipped at Company registered office, by post and/or courier with acknowledgement of receipt, to the attention of Mr. Ionascu Stefan
or
- by e-mail, bearing the extended electronic signature, according to the Law no. 455/2001 on electronic signatures, on the following address: actionari@electroputere.ro. At the "Subject" it must be mentioned: "pentru Adunarea Generala Ordinara si Extraordinara a Actionarilor din 29/30 Aprilie 2014" ("for the Ordinary and Extraordinary General Assembly of Shareholders – April 29th/ 30th, 2014").

The internal regulation regarding the mail-voting procedure agreed by the Company can be consulted by the shareholders on the company website www.electroputere.ro, following the link Compania/Actionariat (Company/Shareholding), from the date of publishing this Note to Attend. If summons amends the internal regulation regarding the mail-voting procedure, the amendments will be considered as part of the regulation and will prevail over other opposite provisions.

In case of shareholders individuals and/or legal entities who submit some or all of the above mentioned documents concerning the proof of their identity or the prosecution of their shareholder rights in a foreign language, they should also be accompanied by the translation performed by an authorized translator from Romania, except when a bi-lingual form of the respective document is issued and/or accepted and signed by the shareholder and the paper bears the special indication that, in case of discrepancies between the foreign language (other than English language) and Romanian, the Romanian version prevails.

Additional information can be obtained at the telephone numbers: 0251/438450, 0251/438100 - extension 4211 or at the e-mail address sionascu@electroputere.ro.

**Chairman of the Board of Directors,
Ahmed Ibrahim Al Bassam**

