



Electroputere

ELECTROPUTERE S.A.

Romanian Legal Person, Headquartered at Craiova, No 80 Calea Bucuresti, Dolj County
Registered with the Trade Registry under no J16/12/1991, Fiscal Identification Code RO6312800
Share Capital 103,760,291.3 Ron

DECISION NO. 78/ 26.04.2018 OF THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF ELECTROPUTERE S.A. (the "Assembly")

The Extraordinary General Assembly of the shareholders of **Electroputere S.A.** (the "**Company**"), convened according to the provisions of art.117 corroborated with art.111 from Law no 31/1990 concerning companies, as republished and modified, of art.92 of Law no 24/2017 on issuers of financial instruments and market operations, of National Securities Commission Regulation no 6/2009 regarding exercise of certain rights of shareholders in general meetings of companies and of art.14 of the Company's Act of Incorporation, pursuant to the publication of the convening announcement in the Official Gazette of Romania, Part IV no. 1227/26.03.2018, as well as in the Gazeta de Sud journal, 26.03.2017 edition, and to the transmittal thereof to the Bucharest Stock Exchange and to the Financial Supervisory Authority – Financial Instruments and Investments Sector,

Duly held, under the law and the Act of Incorporation, on 26 April 2018, 12:00 hours, upon the first convening, at the company offices in Craiova, Calea Bucuresti nr.80, Dolj County, and attended, either in person or by proxy, a number of 4 (four) shareholders holding together 999,546,130 shares, representing 96.33% of the total Company share capital,

By a total no of 999,546,130 valid expressed votes, accounting for 999,546,130 shares and 96.33% of the Company's registered capital, out of which **991,284,640** "affirmative" votes accounting for 95.53% of the total share capital, 8,261,490 "negative" votes accounting for 0.80% of the total share capital and no "abstain" votes, with regard the first, and second paragraph hereby, respectively,

By a total no of 999,546,130 valid expressed votes, accounting for 999,546,130 shares and 96.33% of the Company's registered capital, out of which **991,296,880** "affirmative" votes accounting for 95.54% of the total share capital, 8,249,250 "negative" votes accounting for 0.80% of the total share capital and no "abstain" votes, with regard the third and fourth paragraph hereby, respectively,

By a total no of 999,533,890 valid expressed votes, accounting for 999,533,890 shares and 96.33% of the Company's registered capital, out of which **999.533,890** "affirmative" votes accounting for 96.33% of the total share capital, no "negative" votes and no "abstain" votes, with regard the fifth paragraph hereby,

DECIDES:

Art. 1 To approve free assignment (donation) to the Mogosoia Municipality of 39% quota of ownership on the following plots of land the Company currently owns in Mogosoia, Ilfov County:

- (1) A plot of land with the surface of 100,000 sqm, identified with cadastral no 1188, registered within the Land Book no 1036 of Mogosoia, Ilfov County;

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www.electroputere.ro

Registrations: J 16/12/1991
CUI: 6312800
TVAVAT: RO6312800
Share capital: 103.760.291 LEI

Bank accounts:
Blom Bank France SA Paris - Romania Branch
Acc. RO43BLOM6304912946260014/RON
Acc. RO62BLOM6304912840260012/USD
Acc. RO38BLOM6304912978260016/EUR



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- (2) A plot of land with the surface of 40,000 sqm, identified with cadastral no 1187, registered within the Land Book no 1037 of Mogosoiaia, Ilfov County;
- (3) A plot of land with the surface of 13,000 sqm, identified with cadastral no 1277, registered within the Land Book no 1132 of Mogosoiaia, Ilfov County;
- (4) A plot of land with the surface of 12,000 sqm, identified with cadastral no 1279, registered within the Land Book no 1035 of Mogosoiaia, Ilfov County;
- (5) A plot of land with the surface of 9,000 sqm, identified with cadastral no 1272, registered within the Land Book no 1133 of Mogosoiaia, Ilfov County;
- (6) A plot of land with the surface of 9,000 sqm, identified with cadastral no 1276, registered within the Land Book no 1134 of Mogosoiaia, Ilfov County;
- (7) A plot of land with the surface of 1,000 sqm, identified with cadastral no 1273, registered within the Land Book no 3413 of Mogosoiaia, Ilfov County.

Art.2 To approve the empowerment of Mr. Osama AL HALABI, CEO of the Company, for carrying out any formalities, negotiations or transactions and signing any intermediary documents necessary for preparing and concluding the donations and to sign the donation contracts and to represent the company in front of a notary public to authenticate such contracts (when legislation in force provides such formality).

Art. 3 The date of 16.05.2018 is set as “Registration Date”, in the meaning of art. 86 paragraphs (1) of Law no. 24/2017 on issuers of financial instruments and market operations, date which will be used for identifying the shareholders which are subject to the effects of the resolution taken by the present Assembly.

Art. 4 The date of 15.05.2018 is set as “ex-date”, namely the date prior to the Registration Date on which the financial instruments which make the object of the company’s resolutions are traded without the rights derived from the resolution, in accordance with the provisions of art.2, letter (f) from the Romanian National Securities Commission Regulation no 6/2009 regarding exercise of certain rights of shareholders in general meetings of companies, as subsequently amended.

Art. 5 This decision shall be filed at the Trade Register Office of Bucharest in order to be mentioned into register and published in the Official Gazette of Romania, Part IV. To this purpose Mr Osama AL HALABI – Electroputere CEO –, Syrian citizen, identified with passport no 009848120, issued by Syrian authorities on 18.03.2015, is empowered to carry out the publishing and registration formalities hereof, including to sign the updated Act of Incorporation of the Company. Mr. Osama AL HALABI can appoint third parties, legal adviser of the Company included, in order to carry out the said formalities.

This Decision was drawn up and executed in Craiova, in four original counterparts, 2 (two) pages long each, this day of April 26, 2018, in Romanian and English versions. In case of any discrepancies between the two versions, the Romanian version shall prevail.

Chairman of the General Assembly



Secretary of the General Assembly

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