

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

**Informative materials for the Ordinary General Assembly of the Shareholders of ELECTROPUTERE S.A. ("The Assembly")
 convened for 12th/13th of December 2019**

At the Convening date of the Ordinary and Extraordinary General Assembly Electroputere S.A. has issued a total number of 1,037,602,913 nominative and dematerialized shares, with a nominal value of 0,1 Ron/share.

Date of November 29th, 2019 is set as **Reference Date** by the Board of Directors, pursuant to art. 123 paragraph (2) of Romanian Law no. 31/1990 on trading companies, republished and modified, to art. 2, paragraph 2, letter g) from the ASF Regulation no 5/2018 on issuers of financial instruments and market operations. Only the persons acting as shareholders upon the reference date may exert their right of participating to the Assembly, as well as the right to vote in the Assembly.

Data of January 7th, 2020 is the **registration date** proposed by the Board of Directors, pursuant to art. 86 paragraph (1) of Law no. 24/2017 on issuers of financial instruments and market operations, date which will be used for identifying of the shareholders who are impacted by the resolution of the Assembly.

At the Convening date of the Assembly, the synthetic shareholders structure is the following:

No	Shareholder	Shares Number	Percent
1.	AL-ARRAB CONTRACTING COMPANY LIMITED	991,284,640	95.5360309402%
2.	Other shareholders	46,318,273	4.4639690598%
	TOTAL	1,037,602,913	100.00000%

The agenda of the assembly is the following:

I. THE ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS

1. The appointment of the Board of Directors of the Company.
2. The determination of the remuneration and benefits of the Company's Directors.
3. The approval of the mandate/administration contracts for the Company's Directors and the appointment of the person who will sign this mandate contracts, for on behalf of the Company, within the limits set out in the point 2 of the meeting agenda and the imperative relevant rules.
4. Settle **January 7th, 2020** as **Date of Registration** for the shareholders who will be affected by the decisions of the Ordinary General Assembly of Shareholders.

5. Setting the date of **January 6th, 2020** as “**ex-date**”, namely the date prior to the registration date on which the financial instruments which make object of the company’s resolutions are traded without the rights derived from the resolution, in accordance with the provisions of art. 2, paragraph 2, letter l) from the ASF Regulation no 5/2018 on issuers of financial instruments and market operations.
6. The empowerment of the natural person who will accomplish the publicity and registering formalities of the Assembly’s decisions.

I. ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS

1. The appointment of the Board of Directors of the Company;

Note : The Board of Directors is proposing for the administrator position, for a mandate of four years period, according to the Articles of Association of Electroputere S.A., the following candidates:

- 1) **Mr. HESHAM AHMED MOHAMED ELSAYED HEIKAL**, Egyptian citizen, born on 10.02.1972, identified with passport no A04079705,
- 2) **DI. AL-KHATIB AMER ABDEL JABER ABDALLATIF**, Jordanian citizen, born on 13.11.1970, identified with passport no N601666,
- 3) **DI. SYED NADEEM UDDIN AHMED**, Pakistani citizen, born on 18.12.1965, identified with passport no BM1157693
- 4) **DI. SAMER AZZAM ABDELRAHEIM ALSHALABI**, Jordanian citizen, born on 15.05.1977, identified with passport no N687106.

Between candidates and managers or officials Electroputere S.A. are not family or business relationships.

See the attached file pdf “**The list of the persons proposed for the director position**” on the Company website (www.electroputere.ro).

Other proposals for this positions may be presented by the Board of Directors or by the shareholders of the company by November 24th 2019, 15:00 hours, close of business day for the Company.

The list of the candidates for the Company's administrator position shall be updated as receipt of proposals of candidates and communicated on 24.11.2019, starting at 18.00.

2. The determination of the remuneration and benefits of the Company’s Directors.

Note : The Board of Directors proposal is for the remunerations and benefits of the Company’s Directors to be maintained at the current level.

3. The approval of the mandate/administration contracts for the Company’s Directors and the appointment of the person who will sign this mandate contracts, for on behalf of the Company, within the limits set out in the point 2 of the meeting agenda and the imperative relevant rules.

Note : Please see attached pdf: “Mandate/administration contract” on the Company’s website (www.electroputere.ro).

The Board of Directors proposal is for Mrs. Hallabrin Elena Liliana, domiciled in Pitesti, no 14 Ion Agarbiceanu street, Arges County, identified with ID series AS no 646710, issued by APCLEP Pitesti at 12.08.2009, to sign these mandate contracts, for and on behalf of the Company, mentioned at the point 2 of the meeting agenda.

4. Setting January 7th, 2020 as Date of Registration for the shareholders who will be affected by the decisions of the Ordinary General Assembly of Shareholders.

Note: Electroputere S.A. is a public owned company, its shares are listed on the Bucharest Stock Exchange, and Date of January 7th, 2020 is the registration date proposed by the Board of Directors, pursuant to art. 86 paragraphs (1) of Law no. 24/2017 on issuers of financial instruments and market operations, date which will be used for identifying of the shareholders which are subject to the effects of the resolution taken by the Assembly.

5. Setting the date of January 6th, 2020 as “ex-date”, namely the date prior to the registration date on which the financial instruments which make object of the company’s resolutions are traded without the rights derived from the resolution, in accordance with the provisions of art. 2, paragraph 2, letter l) from the ASF Regulation no 5/2018 on issuers of financial instruments and market operations.

NOTE: Under the circumstances that the date of 07.01.2020 is proposed as the Registration Date to the resolutions adopted in the shareholders’ Meeting, "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, is 06.01.2020.

6. The empowerment of the natural person who will accomplish the publicity and registering formalities of the Assembly’s decisions.

Note: The decision which will be adopted by the Assembly, following debate of the proposal submitted on the agenda of the Assembly, shall be published in the Official Gazette of Romania and it shall be registered with the Trade Register Office of Dolj County. To this purpose, a power-of-attorney is hereby granted to Mr Osama AL HALABI – Electroputere CEO –, Syrian citizen, born on 22.08.1971, in Homs, domiciled in Yammama Str., Jeddah, 21412, Kingdom of Saudi Arabia, identified with passport no 009848120, issued by Syrian authorities on 18.03.2015. Mr. Osama AL HALABI is empowered to carry out the publishing and registration formalities hereof. Mr. Osama AL HALABI can appoint third parties, legal adviser of the Company included, in order to carry out the said formalities.

The decision about the issues submitted on the agenda is taken by open vote, except for point. no 1 (Appointment of the Members of the Board of Directors) for which the vote is secret. Each shareholder present or represented in the Assembly will receive a “Voting bulletin” (bearing the stamp of Company) on which are drawn all the items on the agenda and options “for”, “against” and "abstention".

Additional information can be obtained at the telephone number: 0372 703 450 or at the e-mail address rionescu@electroputere.ro.

Chairman of the Board of Directors

Electroputere SA
80 Calea Bucuresti street
200440 Craiova
Romania

Tel: +40372 703450
+40251 438190
Fax: +40372 003056
www.electroputere.ro

Registrations: J 16/12/1991
CUI: 6312800
TVA/VAT: 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