



DECISION OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS

The Ordinary General Meeting of Shareholders of SC Transilvania Constructii SA Cluj Napoca, 47 Tăietura Turcului Street, 3rd floor, held on April 27th, 2020, at 12 P.M., at the company's headquarters in Cluj-Napoca, 47 Tăietura Turcului street, 3rd floor, in the presence of shareholders who own 760,423 company shares, comprising 95.08 % of the company share capital, respectively **760.423 shares, representing 95.91 % of the total voting rights**, following the debates on the items of the agenda, hereby makes the following decisions:

1. Approves the Board of Directors' Management Report for 2019, after its presentation and discussion

With 95.08 % of the share capital and **95.91 % of the voting rights**, respectively 95.91 % votes for 0 % votes against, 0 % votes for abstention

2. Approves the financial statements on 31.12.2019, based on the materials submitted by the directors and auditor.

With 95.08 % of the share capital and **95.91 % of the voting rights**, respectively 95.91 % votes for 0 % votes against, 0 % votes for abstention

3. Approves the net profit distribution of RON 9,798,335 for the year 2019 as follows:

- legal reserve:	553.663 lei;
- Reserves related to fiscal facilities:	1,829,642 lei;
- dividends:	7,397,697 lei, as follows

- The amount of 3,998,755 lei (gross dividend / share being 5 lei) was distributed at partial dividends according to the Decision of The Ordinary General Meeting of Shareholders as on 31.10.2019, the dividends being paid on 10.12.2019;
- The amount of 3,398,942 lei, the gross dividend per share being of 4.25 lei is distributed to dividends, the date of their payment being on 11.06.2020

-profit not allocated: 17,333 lei;

With 95.08 % of the share capital and **95.91 % of the voting rights**, respectively 95.91 % votes for 0 % votes against, 0 % votes for abstention

4. Approves the discharge of directors from management for the year 2019.

With 95.08 % of the share capital and **95.91 % of the voting rights**, respectively 95.91 % votes for 0 % votes against, 0 % votes for abstention

5. Approves the general limits for the additional remunerations granted to the General Manager for



the tax year 2020.

With 95.08 % of the share capital and 95.91 % **of the voting rights**, respectively 95.91 % votes for 0 % votes against, 0 % votes for abstention

6. Approves the budget for revenues and expenses for the year 2020, the investment plan for 2020 and its funding sources. Grant power to the Board of Directors for amendment of any positions of the investment plan for the year 2020.

With 95.08 % of the share capital and 95.91 % **of the voting rights**, respectively 95.91 % votes for 0 % votes against, 0 % votes for abstention

7. Approves May 22th, 2020 as registration date.

With 95.08 % of the share capital and 95.91 % **of the voting rights**, respectively 95.91 % votes for 0 % votes against, 0 % votes for abstention

8. Approves the power granted to an individual for publishing decisions in the Official Journal, signing documents and conducting the necessary registrations to the Trade Register Officer and other competent institutions

The mandated person is Mrs. Vîtcă-Megyés Ildiko-Julia, employed at the company as a legal adviser, resident in Cluj-Napoca, 21 Unirii, Ap. 59, Cluj County, identified by ID Number CJ 205679. Mrs. Vîtcă-Megyés Ildiko-Julia is mandated to carry out all the procedures and formalities provided by law for the fulfillment of the decision of Ordinary General Meeting of Shareholders to submit, to take documents and to sign on behalf of the Company in relationship with public or private entities. The mandated person will be able to delegate the powers granted according to the above, to any person, as he/she deems necessary.

With 95.08 % of the share capital and 95.91 % **of the voting rights**, respectively 95.91 % votes for 0 % votes against, 0 % votes for abstention

9. Approves May 21th, 2020 as 'ex date' date.

With 95.08 % of the share capital and 95.91 % **of the voting rights**, respectively 95.91 % votes for 0 % votes against, 0 % votes for abstention

Chairman of The Board of Directors
Timofte Mircea