



**SC ELECTROCARBON SA SLATINA**  
 str. Silozului nr.9, jud. OLT  
 J28/13/1991 C.U.I.: 1515382; Atribut fiscal:RO  
 Capital social: 44.871.602,50 RON  
 Cont IBAN RO10 RNCB 0133 0091 1509 0001



e-mail: office@electrocarbon.ro\_Tel. 0249/412390, 91 ; 0372 016 300 FAX: 0249/412080, 0249/412122

Nr. 24 / 12.01.2015

### Raport curent

**Intocmit conform Regulamentul CNVM 1/2006 privind emitentii si operatiunile cu valori mobiliare**

Data raportului :12.01.2015, ora 17<sup>30</sup>  
 Denumirea societatii SC ELECTROCARBON SA  
 Sediul social:Slatina str.Silozului nr.9, jud.Olt  
 Nr.inregistrare ORC:J/28/13/1991  
 Cod unic de inregistrare :1515382  
 Atribut fiscal:RO

#### Evenimente de raportat:

La data de **12.01.2015 orele 10,00** a avut loc sedinta Consiliului de Administratie al SC Electrocarbon SA prin care s-au aprobat urmatoarea:

### CONVOACARE

A Adunarii Generale Extraordinare a Acționarilor S.C. ELECTROCARBON S.A. Slatina, care va avea loc in data de **20 februarie 2015, orele 11:00**, la sediul societatii din localitatea Slatina, strada Silozului, nr. 9, jud. Olt, cu următoarea ordine de zi:

1. Prezentarea raportului Consiliului de Administratie cu privire la cadrul juridic aplicabil tranzactionarii actiunilor pe o piata reglementata respectiv a tranzactionarii in cadrul unui sistem alternativ de tranzactionare (ATS) precum si la pietele reglementate si sistemele alternative de tranzactionare pe care pot fi tranzactionate actiunile societatii

2. Aprobarea efectuării de catre societate a demersurilor legale necesare in vederea optarii pentru una din urmatoarele variante alternative conferite de Legea nr. 151/2014:

a)Admiterea la tranzactionare pe o piata reglementata a actiunilor societatii

Sau

b)Admiterea la tranzactionare in cadrul unui sistem alternativ de tranzactionare – ATS a actiunilor societatii.

3. Aprobarea modalitatii de retragere din societate a actionarilor in cazul in care nu se aproba nicio propunere de la primul punct al ordinii de zi, cu respectarea prevederilor art. 3 din Legea 151/2014 si cu consecinta delistarii si transformarii in societate de tip inchis.

4. Aprobarea mandatarii Consiliului de Administratie pentru aprobarea si efectuarea tuturor formalitatilor legale necesare, utile si oportune in vederea implementarii hotararilor adoptate in cadrul acestei Adunari Generale Extraordinare, pentru reprezentarea si semnarea de catre reprezentatii Societatii a tuturor documentelor necesare, in fata ASF, BVB, Depozitarul Central,dupa caz, precum si in fata oricaror autoritati persoane fizice si juridice, dupa cum va fi necesar in scopul implementarii hotararilor adoptate.

5. Aprobarea datei de 09.03.2015 ca data de inregistrare pentru identificarea actionarilor asupra carora se rasfrang efectele hotararii Adunarii Generale Extraordinare a Actionarilor. Aprobarea datei de 06.03.2015 ca data „ex-date” in conformitate cu prevederile art.2 lit. f) din regulamentul 6/2009 privind exercitarea anumitor drepturi ale actionarilor in cadrul adunarilor generale ale societatilor comerciale, cu modificarile si completarile ulterioare.
6. Imputernicirea persoanei care va indeplini toate formalitatile cerute de lege pentru inregistrarea hotararii adoptate.

La data convocarii AGEA capitalul social al societatii este de 44.871.602,50 lei format din 17.948.641 actiuni nominative, dematerializate cu valoare nominala de 2.5 lei fiecare, fiecare actiune dand dreptul la un vot in Adunarea Generala Extraordinara a Actionarilor Societatii.

Vor putea participa la Adunarea Generala Extraordinara toti actionarii societatii inregistrati la data de referinta de 10.02.2015.

Unul sau mai multi actionari reprezentand, individual sau impreuna, cel puțin 5% din capitalul social, au dreptul de a introduce puncte pe ordinea de zi a AGEA, cu conditia ca fiecare punct sa fie insotit de o justificare sau de un proiect de hotarare propus spre adoptare de adunarea generala si de a prezenta proiecte de hotarare pentru punctele incluse sau propuse spre a fi incluse pe ordinea de zi a adunarii generale.

Propunerile privind introducerea de puncte noi pe ordinea de zi precum si de a prezenta proiecte de hotarare pot fi exercitate in termen de 15 zile de la data publicarii convocarii, numai in scris si transmise sau depuse la sediul SC Electrocarbon SA in termenul de mai sus, in zilele lucratoare intre orele 8,00-16,00 sau pe e-mail cu semnatura electronica extinsa incorporata conform Legii 455/2001 privind semnatura electronica, la adresa office@electrocarbon.ro, cu mentiunea scrisa clar cu majuscule “PENTRU ADUNAREA GENERALA EXTRAORDINARA A ACTIONARILOR DIN DATA DE 20/21.02.2015”.

Propunerile privind introducerea de puncte noi pe ordinea de zi a AGEA si a proiectelor de hotarare pentru punctele incluse sau propuse spre a fi incluse pe ordinea de zi trebuie sa fie insotite de copiile actelor de identitate ale initiatorilor (buletin/carte de identitate in cazul persoanelor fizice, respectiv certificatul de inregistrare in cazul persoanelor juridice), fiind necesar ca pentru fiecare punct sa existe o justificare sau un proiect de hotarare propus spre adoptare de AGEA.

Actionarii societatii, indiferent de nivelul participatiei la capitalul social au dreptul sa adreseze intrebări in scris privind punctele de pe ordinea de zi a adunarii generale, insotite de copiile actelor de identitate ale initiatorilor (buletin/carte de identitate in cazul persoanelor fizice, respectiv certificatul de inregistrare in cazul persoanelor juridice) la sediul SC Electrocarbon SA in termen de 15 zile de la data publicarii convocarii. Raspunsurile la intrebarile adresate vor fi transmise actionarilor initiatori.

Actionarii inregistrati la data de referinta pot participa si vota in adunarea generala direct sau pot fi reprezentati si prin alte persoane decat actionarii, pe baza de procura speciala.

Accesul actionarilor indreptatiri sa participe la adunarea generala a actionarilor este permis prin simpla proba a identitatii acestora, facuta cu actul de identitate in cazul persoanelor fizice iar in cazul persoanelor juridice sau a reprezentantilor actionarilor persoane fizice sau juridice cu procura speciala data persoanei care le reprezinta.

Formularele de procuri speciale de reprezentare pot fi obtinute la cerere, in fiecare zi lucratoare, intre orele 10-15, de la sediul societatii, prin fax sau posta, incepand cu data publicarii prezentei convocari. Procurile speciale in original, completate, semnate, eventual stampilate, insotite de copii ale actelor de identitate valabile ale actionarilor (buletin/carte de identitate in cazul persoanelor fizice, respectiv certificatul de inregistrare in cazul persoanelor juridice), se vor depune/expedia la sediul societatii din Slatina, str. Silozului nr. 9, jud. Olt cu 48 de ore inainte de data tinerii adunarii, până la orele 15<sup>00</sup>, in plic inchis cu mentiunea scrisa clar si cu majuscule PENTRU ADUNAREA GENERALA EXTRAORDINARA A ACTIONARILOR DIN DATA DE 20/21.02.2015”, cel de-al doilea exemplar urmand a fi inmanat/expediat reprezentantului, care il va avea asupra sa in adunare.


**SC ELECTROCARBON SA SLATINA**

str. Silozului nr.9, jud. OLT

J28/13/1991 C.U.I.: 1515382; Atribut fiscal:RO

Capital social: 44.871.602,50 RON

Cont IBAN RO10 RNCB 0133 0091 1509 0001


**e-mail: office@electrocarbon.ro\_Tel. 0249/412390, 91 ; 0372 016 300 FAX: 0249/412080, 0249/412122**

Incepand cu data publicarii convocatorul, numarul total de actiuni si drepturile de vot la data convocarii, documentele, materialele informative si proiectele de hotarari in legatura cu adunarea generala, referitoare la punctele de pe ordinea de zi, in conditiile legislatiei in vigoare se pot consulta si procura la cerere, de catre actionari de la sediul societatii din Slatina, str. Silozului nr. 9, jud. Olt, prin fax sau posta intre orele 10 – 15, în zilele lucrătoare.

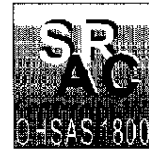
In caz de neindeplinire a condițiilor necesare desfasurarii sedintei in data de **20.02.2015**, Adunarea Generala Extraordinara a Actionarilor se convoacă, pentru a doua sedinta, la data de **21.02.2015**, orele 11:00 in acelasi loc anuntat pentru prima sedinta si cu aceiasi ordine de zi. Informatii suplimentare se pot obține la sediul societatii din Slatina, strada Silozului, nr. 9, judetul Olt sau la telefon: 0249/412.051, fax: 0249/415.080.

*Președintele Consiliului de Administrație al*  
 S.C. ELECTROCARBON S.A. Slatina  
 Ing. Fanel Neagu Gusoi





**SC ELECTROCARBON SA SLATINA**  
 str. Silozului nr.9, jud. OLT  
 J28/13/1991 C.U.I.: 1515382; Atribut fiscal:RO  
 Capital social: 44.871.602,50 RON  
 Cont IBAN RO10 RNCB 0133 0091 1509 0001



e-mail: office@electrocarbon.ro\_Tel. 0249/412390, 91 ; 0372 016 300 FAX: 0249/412080, 0249/412122

NR: 24/12.01.2015

**Current report**  
**Done according to CNVM Regulation 1/2006 regarding the issuers and the operations with transferable securities**

**Date of the report :** 12.01.2015, time 11<sup>30</sup>

**Company name :** SC ELECTROCARBON SA

**Registered office :** Slatina, Silozului street, number 9, Olt county

**Registration number ORC :** J/28/13/1991

**Registration Code :** 1515382

**Fiscal attribute :** RO

**Events to be reported :**

On 12.01.2015 at 10:00 am, took place the meeting of the Administration Board of SC ELECTROCARBON SA whereby were approved following CONVOCATION.

President of the Board of Directors of

SC Electrocarbon SA Slatina

Eng. Fanel Neaga Gusni



*Translation from Romanian Language into English Language of the document  
entitled " Convocation" Issued by Joint stock Company " Electrocarbon " Slatina:*  
=====

## **SC ELECTROCARBON SA SLATINA**

9, "Silozului" Street, OLT County

J28/ 13/ 1991 ; Fiscal code : 1515382 ; Fiscal attribute: RO

Share capital: 44,871,602.50 RON

IBAN account: RO10 RNCB 0133 0091 1509 0001

E-mail: [office@electrocarbon.ro](mailto:office@electrocarbon.ro) ; Phone: 0040 249 412 390 , 91 ; 0372 016 300

Fax: 0040 249 412 122

The Board of Directors of S.C. ELECTROCARBON S.A. Slatina- having the headquarters in Slatina Locality, 9 , " Silozului" Street, Olt County, registered with the Office of Trade Register under number J28/ 13/1991 , unique fiscal code RO 1515382, subscribed and paid share capital 44,871,602.50 RON, which had a meeting on 12.01.2015 , 10:00 according to the provisions of the Law number 31/1990 concerning the trade companies, republished, with its subsequent modifications and completions , to the Law 297 / 2004 and to the Memorandum of Association- issues the present---

### **CONVOCAȚION**

of the Extraordinary General Assembly of the Shareholders of S.C. ELECTROCARBON S.A. Slatina, which will take place at the date of **20<sup>th</sup> of February 2015, 11:00 a.m.** having the following agenda: ---

1. Presenting the report of the Board of Directors concerning the judicial base applicable for the trading of the shares on a regulated market, respectively on performing transactions based on alternative system of trading (ATS) as well as concerning the regulated markets and the alternative systems of trading based on which can be traded the shares of the company. ---
2. Approval for performing by the company of all the legal proceedings in order to choose one of the following alternatives of trading accepted by Law number 151/ 2014: --
  - a) Accepting for trading the shares of the company on a regulated market; ---
  - or
  - b) Accepting for trading the shares of the company in an alternative system of transaction ATS. --
3. Approval of the modality of withdrawal out of the company of the shareholders in case no proposal of the first item of the agenda it is not approved, with the observance of the provisions of the article 3 of the Law 151/ 2014 and with the consequence of delisting and of transforming the company into a closed type company. ---
4. Approval of the empowering of the Board of Directors for the approval and accomplishing all the needed, utile and oportune legal procedures in order to implement the adopted decisions of the Extraordinary General Assembly , in order to represent and to sign by the representative of the Company of all the necessary documents before Financial Supervisory Authority, Bucharest Stock Exchange or Central Depository , depending on the case, as well as before any authority, either natural or legal person, as it would be necessary in order to implement the adopted decisions. ---



5. Approval of the date of 09.03.2015 as the date for entering in order to identify the shareholders which are the subjects of the effects of the decision of the Extraordinary General Assembly. The approval of the date of 06.03.2015 as an "ex -date" according to the provisions of the article 2 , letter f) of the regulation 6/ 2009 concerning the exerting of certain rights of the shareholders in the general assembly of the trade companies, with its subsequent modifications and completions. ---

6. Empowering the person which will accomplish all the formalities required by the law for the entering of the adopted decision. -

At the date of convoking the Extraordinary General Assembly of the Shareholder, the share capital of the company is of 44,871,602.50 RON composed of 17,948,641 registered, dematerialized shares with a face value of 2.5 RON each, each share giving the right to one vote in the Extraordinary General Assembly of the Shareholders of the Company. ---

At the Extraordinary General Assembly could take part all the shareholders of the company which are registered at the date of 10.02.2015. ---

One or more shareholders, individual or together, representing at least 5% of the share capital, are entitled to insert items into the agenda of the Extraordinary General Assembly of the Shareholders, providing that each item is accompanied by a justification or by a project of decision proposed for adoption by the general assembly and also is entitled to present projects of decision for the items which are included or which are proposed to be included in the agenda of the general assembly. ---

The proposals for inserting new items into the agenda as well as of presenting projects of decisions can be issued in a delay of 15 days from the date the convocation is published, only in written form and sent or deposited at the headquarters of S.C. Electrocarbon SA in the delay mentioned above, in business days between 8:00 a.m. - 16:00 p.m. or by e-mail under the extended electronic signature incorporated according to the Law 455/2001 concerning the electronic signature, at the address: [office@electrocarbon.ro](mailto:office@electrocarbon.ro) , mentioning clearly in capital letters: " FOR THE EXTRAORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS, DATE 20/21.02.2015". ---

The proposals for inserting new items into the agenda of Extraordinary General Assembly and of the project of decision for the already included items into the agenda must be accompanied by the copies of the identity documents of the initiators ( identity booklet/ card of the natural persons, respectively the certificate of incorporation in case of legal persons) , being necessary that for each item to have a justifying or a project of decision proposed to be adopted by the Extraordinary General Assembly of the Shareholders. ---

The shareholders of the company, independent on their contribution to the share capital, are entitled to rise up questions in written form concerning the items of the agenda of the general assembly, accompanied by the copies of the identity documents of the initiators ( identity booklet/ card of the natural persons, respectively the certificate of incorporation in case of legal persons) at the headquarters of S.C. Electrocarbon S.A. in a delay of 15 days from the date of publishing of the convocation. The answers to the questions will be sent to the shareholders who asked for the answer to the problem. ---

The registered shareholders at the reference date can take part and vote at the general assembly by themselves or by representatives and by other persons than the shareholders, based on the special power of attorney. ---



The access of the shareholders entitled to take part at the general assembly of the shareholders is allowed by simple proving of their identity, based on identity document in case of natural persons and in case of legal persons or of the representatives of the natural persons or of the legal persons based on special power of attorney given to the person representing them. —

The forms of special power of attorney for representing and the voting papers by can be obtained at demand, in every business day, between 10:00 a.m. and 15:00 p.m. at the headquarters of the company, by fax or by mail, beginning with the date of publishing the present convocation. The Powers of attorney in original, dully filled in, signed and eventually stamped, accompanied by the copies of the identity documents of the shareholders (identity booklet/ identity card in case of natural persons, respectively the certificate of incorporation in case of legal persons) will be deposited / sent at the headquarters of the company of Slatina, 9, " Silozului " street, Olt County with 48 hours before the meeting, up to 15:00 p.m., in sealed envelope mentioning clearly in capital letters: " FOR THE EXTRAORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS, DATE 20/21.02.2015" , and the second copy of the document will be handed in / sent to the representative, who will have this document with him at the meeting.

Beginning with the date at which the convoking is published, the total number of shares and rights of vote at the date of convocation, the documents, informative notes and projects of decision of the general assembly, concerning the items of the agenda, according to the laws in force, can be consulted or receive at demand by the shareholders from the headquarters of the company in Slatina, 9, " Silozului " Street, Olt County, by fax or mail, between 10:00 am- 15 :00 p.m. during working days. --

In case the necessary conditions for the meeting are not accomplished for the date of 20.02.2015, the General Extraordinary Assembly of the Shareholders is convoked for a second meeting on 21.02.2015, 11:00 a.m. in the same place announced for the first meeting and with the same agenda. Supplementary information can be obtained at the headquarters of the company in Slatina, 9, " Silozului " Steet, Olt County, or at phone: 0040 249 / 412. 051, fax: 0040 249 / 415.908. --

**President of the Board of Directors of**  
**S.C. ELECTROCARBON S.A. SLATINA**  
**Eng. Fanel Neaga Gusoi**



*The end of translation from Romanian Language into English Language of the document entitled " Convocation " Issued by Joint stock Company " Electrocarbon " Slatina.*