

RAPORT CURENT
Intocmit conform regulamentului ASF nr. 5/2018
data raportului 18.03.2019

METAV S.A. este o societate pe actiuni infiintata si functionand conform legilor din Romania, cu sediul social in strada Biharia nr. 67-77, Sector 1, Bucuresti, avand capital social: 49.043.220 RON si fiind inmatriculata in Registrul Comertului sub nr. J40/4031/1991, Cod Unic de Inregistrare 1583522 (“**Societatea**”), ale carei actiuni sunt cotate in cadrul Sectiunii Instrumente Financiare listate pe ATS, Categoria actiuni din cadrul Sectorului Titluri de Capital (AeRO) a Bursei de Valori Bucuresti.

Evenimente importante de raportat:

Actionarii Societatii s-au intrunit la data de 18.03.2019, ora 12:00, la prima convocare, in Adunarea Generala Ordinara a Actionarilor (“**Adunarea**”) la sediul Societatii, cu indeplinirea formalitatilor cerute de lege pentru convocarea unei astfel de Adunari, conform Articolului 117 din Legea nr. 31/1990 societatilor si Articolului 13 din Actul Constitutiv al Societatii.

In Adunare si-au exprimat votul actionarii reprezentand 54,26991% din capitalul social si din drepturile de vot ale Societatii (“**Actionarii**”).

Actionarii au adoptat, in mod legal si statutar, urmatoarele hotarari:

HOTARAREA nr. 1

Actionarii au aprobat raportul de gestiune al Consiliului de Administratie pentru exercitiul financiar al anului 2018, precum si descarcarea de gestiune a actualilor membri ai Consiliului de Administratie.

HOTARAREA nr. 2

Actionarii au aprobat descarcarea de gestiune a fostilor membri ai Consiliului de Administratie, Dl. Mircea Constantin si Dl. Dimitrios Sophocleous.

HOTARAREA nr. 3

Actionarii au aprobat raportul auditorului financiar independent in legatura cu situatiile financiare incheiate la data de 31.12.2018.

HOTARAREA nr. 4

Actionarii au aprobat situatiile financiare anuale pentru exercitiul financiar al anului 2018, compuse din: bilant, cont de profit si pierderi, situatia fluxurilor de numerar, situatia modificarii capitalurilor proprii si notele explicative la situatiile financiare pentru exercitiul financiar al anului 2018, in baza raportului de gestiune al Consiliului de Administratie si a raportului auditorului financiar independent.

HOTARAREA nr. 5

Actionarii au aprobat repartizarea profitului net aferent exercitiului financiar al anului 2018 astfel: repartizarea sumei necesare pentru constituirea rezervei legale si diferenta de profit va ramane nerepartizata.

Astfel, profitul net realizat de 1.200.046 lei va fi repartizat dupa cum urmeaza:

- a. 130.154 lei constituie rezerva legala;
- b. 1.069.892 lei va ramane nerepartizat.

HOTARAREA nr. 6

Actionarii au aprobat remuneratiile administratorilor pentru exercitiul financiar al anului 2019.

HOTARAREA nr. 7

Actionarii au aprobat stabilirea datei de 11.04.2019 ca data de inregistrare pentru identificarea actionarilor asupra carora se vor rasfrange efectele hotararilor Adunarii Generale Ordinare in conformitate cu prevederile art. 86 (1) din Legea 24/2017 privind emitentii de instrumente financiare si operatiuni de piata si a datei de 10.04.2019 ca "ex date".

HOTARAREA nr. 8

Actionarii au aprobat imputernicirea doamnei Cristina – Valentina Dinu sa semneze orice documente aferente hotararilor Adunarii Generale Ordinare a Actionarilor si sa efectueze, personal sau printr-o imputernicire subsecventa, toate procedurile si formalitatile prevazute de lege in scopul indeplinirii hotararilor Adunarii Generale Ordinare a Actionarilor.

Prezentul raport curent a fost intocmit astazi, 18.03.2019, de catre directorul general, in calitate de reprezentant legal al Societatii.



Cristina – Valentina Dinu
Director General

CURRENT REPORT
pursuant to FSA Regulation no. 5/2018
report date 18.03.2019

METAV S.A. is a joint stock company incorporated and existing under the Romanian Law, with its registered office in 67 – 77 Biharia Street, District 1, Bucharest, having the share capital: RON 49.043.220 and being registered with the Registered Office under no. J40/4031/1991, Sole Registration Number 1583522 (the “**Company**”), which shares are traded within the Financial Instruments listed on ATS Section, Shares Category from the Capital Titles Sector (AeRO) of the Bucharest Stock Exchange.

Important events to report:

The Company’s shareholders met on 18.03.2019, 12:00 hours, on the first convening, in the Ordinary General Meeting of Shareholders (the “**Meeting**”) at the Company’s headquarters, in accordance with the formalities provisioned by the law for the convening of such Meeting, according to Article 117 from the Companies Law nr. 31/1990 and Article 13 from the Company’s Articles of Incorporation.

In the Meeting expressed their voting the shareholders representing 54,26991% from the Company’s share capital and vote rights (“**Shareholders**”).

The Shareholders took, in a statutory and legal way, the following decisions:

RESOLUTION no. 1

The Shareholders approved the Board of Directors’ administration report for the financial year 2018, as well as discharge of duties for the current members of the Board of Directors.

RESOLUTION no. 2

The Shareholders approved the discharge of duties for the former members of the Board of Directors, Mr. Mircea Constantin and Mr. Dimitrios Sophocleous.

RESOLUTION no. 3

The Shareholders approved of the independent financial auditor’s report in connection with the financial statements concluded on 31.12.2018.

RESOLUTION no. 4

The Shareholders approved the annual financial statements for the financial exercise of the year 2018, composed of: balance sheet, profit and losses account, cash flow statement, own capital statement and explanatory notes for the financial statements for the financial year 2018, on the basis of the administration report of the Board of Directors and the report of the independent financial auditor.

RESOLUTION no. 5

The Shareholders approved the assignment of the net profit subsequent to the financial year 2018 as follows: assignment of the amount necessary for constituting the legal reserve and the profit difference will remain unassigned.

So, the net profit of lei 1,200,046 shall be assigned as follows:

- a. lei 130,154 representing the legal reserve;
- b. lei 1,069,892 shall remain unassigned.

RESOLUTION no. 6

The Shareholders approved the directors' remuneration for the financial year 2019.

RESOLUTION no. 7

The Shareholders approved setting of 11.04.2019 as registration date for identification of shareholders who will be affected by the decisions of the Ordinary General Meeting in accordance with the provisions of art. 86 (1) of the Law no. 24/2017 on issuers of financial instruments and market operations and 10.04.2019 as "ex date".

RESOLUTION no. 8

The Shareholders approved the item from the agenda regarding empowerment of certain persons in order to sign any documents related to the resolutions of the Ordinary General Meeting of Shareholders, and to perform, personally or by a subsequent empowered person, all the procedures and formalities required pursuant to the applicable laws for the valid fulfilment of the resolutions of the Ordinary General Meeting of Shareholders.

This current report was drafted today, 18.03.2019, by the general manager, acting as Company's legal representative.

A handwritten signature in blue ink is written over a circular stamp. The stamp contains the text 'ANILIA COMERC' at the top and 'SOCIETÀ' at the bottom. The signature is a stylized, cursive script.

Cristina – Valentina Dinu
General Manager