



**M.J.MAILLIS Romania S.A.**  
DN BUCURESTI – TARGOVISTE Km 16,5  
BUFTEA, ROMANIA  
Nr. Reg. Comerțului: J23/1189/24.06.2002  
C.U.I: RO6770017  
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FAX: +40 21 351 83 58  
WEB: [www.maillis.ro](http://www.maillis.ro) E-MAIL: [office@maillis.ro](mailto:office@maillis.ro)  
Capital social subscris si varsat: 29.313.899,8 RON

**Raport curent in conformitate cu prevederile Legii 297/2004 si ale Regulamentului nr. 1/2006**

Data Raportului: 3 decembrie 2014

Denumirea entității emitente: M.J. MAILLIS ROMANIA S.A.  
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Codul unic de înregistrare la Oficiul Registrului Comerțului: 6770017  
Număr de ordine în Registrul Comerțului: J23/1189/2002  
Capital social subscris și vărsat: 29.313.899,8 RON  
Piața reglementată pe care se tranzacționează valorile mobiliare emise: BVB  
Evenimente importante de raportat: *Hotararea nr. 2 din data de 3 decembrie 2014 a Adunarii Generale Ordinare a Actionarilor Societatii*

Va aducem la cunostinta Hotararea nr. 2 din data de 3 decembrie 2014 a Adunarii Generale Ordinare a Actionarilor Societatii, anexata.

**Aristeidis Mitsias**

Director General al M.J. Maillis Romania S.A.





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**DECISION OF THE ORDINARY GENERAL  
MEETING OF SHAREHOLDERS OF**

**M.J. MAILLIS Romania S.A.**

**No. 2/ 3 December 2014**

The Ordinary General Meeting of Shareholders of **M.J. MAILLIS ROMANIA S.A.**, a joint stock company duly organised and functioning under the laws of Romania, registered with the Trade Registry under registration no. J23/1189/2002, sole registration code 6770017, with registered headquarters in Buftea, 1 Bucuresti – Targoviste Rd. (km 16,5), Ilfov County (the “**Company**”) gathered at first calling on 3 December 2014, at 12:00 p.m. at the Company’s headquarters, being legally convened according to the provisions of Law no. 31/1990 regarding companies, republished, as further modified and supplemented, of the Law 297/2004 regarding the capital markets as further amended and according to the provisions of the Company’s Articles of Association.

The following shareholders attended, personally or through representatives, the Ordinary General Meeting of the Shareholders:

**MJ MAILLIS S.A. – INDUSTRIAL PACKAGING SYSTEMS & TECHNOLOGIES**, holding on 7 November 2014 (the reference date) 291,226,512 shares, having a nominal value of RON 0.1 each and a total nominal value of RON 29,122,651.2, representing 99.3476 % of the Company’s registered share capital, represented by Mrs. Andreescu Florina-Cristina, according to the special power of attorney dated 25 November 2014;

The meeting was chaired by Mr. Aristeidis Mitsias as Company’s director; Mrs. Andreescu Florina-Cristina unanimously was appointed as secretary of the meeting, and in the same conditions was appointed Mr. Dan Deaconescu as technical secretary.

The president and the secretaries of the meeting certified that the legal and statutory conditions are fulfilled in order to hold the General Ordinary Meeting of the Shareholders,

**HOTARAREA ADUNARII GENERALE ORDINARE A  
ACTIONARILOR**

**M.J. MAILLIS Romania S.A.**

**Nr. 2/ 3 decembrie 2014**

Adunarea Generala Ordinara a Actionarilor **M.J. MAILLIS ROMANIA S.A.**, o societate pe actiuni, organizata si functionand in conformitate cu legile din Romania, nr. de inregistrare in Registrul Comertului J23/1189/2002, Cod Unic de Inregistrare 6770017, cu sediul in Buftea, Sos. Bucuresti – Targoviste nr. 1, km 16.5, Judet Ilfov (“**Societatea**”) s-a intrunit la prima convocare in data de 3 decembrie 2014, ora 12:00 p.m., la sediul Societatii, fiind legal convocata in conformitate cu prevederile Legii nr. 31/1990 privind societatile, republicata, cu modificarile si completarile ulterioare, ale Legii 297/2004 privind piata de capital, astfel cum a fost modificata ulterior si ale Actului Constitutiv al Societatii.

Urmatorii actionari au participat, personal sau prin reprezentanti, la Adunarea Generala Ordinara a Actionarilor:

**MJ MAILLIS S.A. – INDUSTRIAL PACKAGING SYSTEMS & TECHNOLOGIES**, detinand detinand la data de 7 noiembrie 2014 (data de referinta) un numar de 291.226.512 actiuni, fiecare avand o valoare nominala de 0,1 RON si o valoare totala de 29.122.651,2 RON, reprezentand 99,3476 % din capitalul social al Societatii, reprezentata de dna. Andreescu Florina-Cristina, conform procurii speciale din data de 25 noiembrie 2014;

Adunarea a fost prezidata de dl. Aristeidis Mitsias, in calitate de administrator; dna. Andreescu Florina-Cristina a fost aleasa cu unanimitate de voturi secretar al adunarii, si in aceleasi conditii dl. Dan Deaconescu a fost ales ca secretar tehnic.

Presedintele si secretarii de sedinta au constatat ca sunt intrunite conditiile legale si ale actului constitutiv pentru tinerea Adunarii Generale Ordinare, ca lista de prezenta a



that the list of shareholders was prepared and that the quorum conditions were fulfilled.

The agenda of the meeting was established by the calling notice published in the Official Gazette, IVth section, no. 6694 dated 30 October 2014 and in Bursa newspaper no. 205 dated 30 October 2014.

The President of the meeting acknowledges that the shareholder MJ MAILLIS S.A. – INDUSTRIAL PACKAGING SYSTEMS & TECHNOLOGIES has 283,402,718 voting rights, representing 96.6786% of the total voting rights in the Company, the rest of 7,823,794 voting rights being suspended as per art. 203 of Law no. 297/2004.

**After deliberation, the following decisions were taken:**

**Decision no. 1: Approval of the appointment of BDO Audit S.R.L., sole registration code 6546223, as financial auditor for 2014.**

The decision was adopted with the observance of the secret voting procedure, being expressed a total of 283,402,718 valid votes representing 283,402,718 shares of the Company (96.6786% of total number of voting rights), respectively 283,402,718 votes in favour, representing 96.6786% of the total number of voting rights and 100% of the voting rights of the shareholders represented in the meeting, no votes against and no abstentions.

**Decision no. 2: Approval of the empowerment of Mr. Michail J. Maillis, Mr. Georgios Athanasiou, Mr. Aristeidis Mitsias and Mrs. Andreescu Florina-Cristina.**

It is hereby approved the individual empowerment of each of **Mr. Michail J. Maillis**, identified with passport no. AH2409861, issued on 14 October 2010 by the Greek authorities, **Mr. Georgios Athanasiou**, identified with passport, no. AI0237449, issued on 15 Septembrie 2011 by the Greek authorities, **Mr. Aristeidis Mitsias**, identified with identity card no. AI589855, issued on 17 June 2011 by the Security Department of Nea Makri Attiki and **Mrs. Andreescu Florina-Cristina** identified with identity card series RR no. 510651, issued on 21 February 2008 by SPCEP S3 office no. 4, (the “**Attorneys-in-fact**”), acting individually and not jointly, as representatives of the shareholders and of the Company and to sign on behalf of the Company’s shareholders the resolution of the general meeting of shareholders, affidavits, applications, as the case

adunarii a fost intocmita si ca au fost intrunite conditiile de cvorum.

Ordinea de zi a fost stabilita prin convocatorul publicat in Monitorul Oficial al Romaniei, Partea a IV-a, nr. 6694 din 30 octombrie 2014 si in ziarul Bursa nr. 205 din 30 octombrie 2014.

Presedintele de sedinta constata ca actionarul MJ MAILLIS S.A. – INDUSTRIAL PACKAGING SYSTEMS & TECHNOLOGIES are 283.402.718 drepturi de vot, reprezentand 96,6786% din totalul de drepturi de vot in Societate, restul de 7.823.794 drepturi de vot, fiind suspendate in temeiul art. 203 din Legea nr. 297/2004.

**Dupa deliberari, au fost luate urmatoarele decizii:**

**Decizia nr. 1: Aprobarea numirii BDO Audit S.R.L., avand cod unic de inregistrare 6546223, in calitate de auditor financiar pentru anul 2014.**

Decizia a fost adoptata cu respectarea procedurii votului secret, fiind exprimate un numar total de 283.402.718 voturi valabile reprezentand 283.402.718 de actiuni ale Societatii (96,6786% din numarul total de drepturi de vot), respectiv 283.402.718 de voturi pentru, reprezentand 96,6786% din numarul total de drepturi de vot si 100% din drepturile de vot ale actionarilor reprezentati in adunare, niciun vot impotriva si nicio abtinere.

**Decizia nr. 2: Aprobarea imputernicirii individuale a fiecaruia dintre Dl. Michail J. Maillis, Dl. Georgios Athanasiou, Dl. Aristeidis Mitsias si Dna Andreescu Florina-Cristina.**

Se aproba imputernicirea individuala a fiecaruia dintre dl. **Michail J. Maillis**, identificat cu pasaport nr. AH2409861, issued on 14 October 2010 de catre autoritatile grecesti, dl. **Georgios Athanasiou**, identificat cu pasaport, nr. AI0237449, emis la data de 15 septembrie 2011 de catre autoritatile grecesti, dl. **Aristeidis Mitsias**, identificat cu carte de identitate, nr. AI589855, emisa la data de 17 iunie 2011 de catre Departamentul de Securitate al Nea Makri Attiki si dna. **Andreescu Florina-Cristina** identificata cu cartea de identitate seria RR nr. 510651, emisa la data de 21 februarie 2008 de catre SPCEP S3 biroul nr. 4, („**Imputernicitii**”), actionand individual si nu impreuna, ca reprezentanti ai actionarilor si ai Societatii, ca pe seama actionarilor Societatii sa semneze hotararea Adunarii Generale Ordinare a Actionarilor, declaratii, solicitari, daca



may be, the restated articles of association, any other necessary documents and to fulfil all formalities required by the law in front of the competent authorities, and any third parties, including the Bucharest Stock Exchange, the Financial Supervisory Authority, the Central Depository, the Trade Registry in order to carry out the resolutions, to publish and register them wherever necessary

Each of the above-Attorneys-in-fact shall have the authority to sub-delegate his/her attributions to other natural persons or legal entities, as he/she may deem appropriate and those persons/entities shall have full authority to act in the name of the Company.

The decision was adopted, being expressed a total of 283,402,718 valid votes representing 283,402,718 shares of the Company (96.6786% of total number of voting rights), respectively 283,402,718 votes in favour, representing 96.6786% of the total number of voting rights and 100% of the voting rights of the shareholders represented in the meeting, no votes against and no abstentions.

**Decision no. 3: Approval of the registration date.**

It is hereby approved the registration date for 18 December 2014.

The decision was adopted, being expressed a total of 283,402,718 valid votes representing 283,402,718 shares of the Company (96.6786% of total number of voting rights), respectively 283,402,718 votes in favour, representing 96.6786% of the total number of voting rights and 100% of the voting rights of the shareholders represented in the meeting, no votes against and no abstentions.

este cazul, actul constitutiv actualizat, orice alte documente necesare si sa indeplineasca toate formalitatile necesare potrivit legii in fata autoritatilor competente si a oricaror terte parti, inclusiv Bursa de Valori Bucuresti, Autoritatea de Supraveghere Financiara, Depozitarul Central, Registrul Comertului, pentru indeplinirea hotararilor, publicarea si inregistrarea lor oriunde va fi necesar.

Fiecare dintre Imputernicitii de mai sus va avea autoritatea de a subdelega atributiile sale catre alte persoane fizice sau juridice, dupa cum va considera potrivit si acele persoane vor avea autoritate deplina de a actiona in numele Societatii.

Decizia a fost adoptata fiind exprimate un numar total de 283.402.718 voturi valabile reprezentand 283.402.718 de actiuni ale Societatii (96,6786% din numarul total de drepturi de vot), respectiv 283.402.718 de voturi pentru, reprezentand 96,6786% din numarul total de drepturi de vot si 100% din drepturile de vot ale actionarilor reprezentati in adunare, niciun vot impotriva si nicio abtinere.

**Decizia nr. 3: Aprobarea datei de inregistrare.**

Se aproba data de inregistrare pentru ziua de 18 decembrie 2014.

Decizia a fost adoptata fiind exprimate un numar total de 283.402.718 voturi valabile reprezentand 283.402.718 de actiuni ale Societatii (96,6786% din numarul total de drepturi de vot), respectiv 283.402.718 de voturi pentru, reprezentand 96,6786% din numarul total de drepturi de vot si 100% din drepturile de vot ale actionarilor reprezentati in adunare, niciun vot impotriva si nicio abtinere.

This resolution has been executed in 3 (three) original counterparts, in Romanian and English language, today 3 December 2014, at the Company's headquarters.

Prezenta hotarare a fost redactata in 3 (trei) exemplare originale, in limba romana si limba engleza, astazi, 3 decembrie 2014, la sediul Societatii.

President of the General Ordinary Meeting of Shareholders,  
Aristeidis Mitsias

Signature:

Secretary,

Andreescu Florina-Cristina

Signature:

Technical secretary,

Dan Deaconescu

Signature:

Presedintele Adunarii Generale Ordinare a Actionarilor,  
Aristeidis Mitsias

Semnatura:

Secretar,

Andreescu Florina-Cristina

Semnatura:

Secretar tehnic,

Dan Deaconescu

Semnatura:

