

 <p>S.C. PREFAB S.A. București <i>Sediul Social</i> Str. Dr. Iacob Felix Nr. 17-19, Et. 2, Mun. București, Sect. 1 Cod Poștal 011031, RCJ 40/9212/04.07.2003, Cod Unic de Înregistrare RO1916198, Cont RO40 RZBR 0000 0600 0297 6409 Raiffeisen Bank Sucursala Călărași Telefon: 021/331.51.16, Fax: 021/330.59.80</p>	 
	 
<p><i>Punct de Lucru Călărași</i> Str. București Nr. 396, Călărași Județul Călărași, Cod Poștal 910048, Telefon: 0242/311715, Fax: 0242/318975 Mobil: 0724561932, Web. www.prefab.ro, E-mail: office@prefab.ro</p>	

CURRENT REPORT
 according to regulation C.N.V.M. no. 1 / 2006

Date of report: 03.07.2015

Name of the company - S.C. PREFAB S.A.

Registered Office - București, str. Dr. Iacob Felix nr. 17-19, et. 2, sector 1

Phone no./fax - 021-3315116/ 021-3305980 - 0242-311715/0242-318975

Unique registration code with the Trade Register - R 1916198

Trade Register Registration Number - J40/9212/2003

Subscribed and paid in share capital - 24.266.709,5 lei

Regulated market where the issued securities are traded - Stock Exchange of Bucharest

IMPORTANT EVENTS TO REPORT :

Convocation of A.G.E.A. for the date of 10.08.2015/11.08.2015.

In accordance with the provisions of 31/1990 Act, republished, including subsequent amendments and additions and with the provisions of Chapter IV, art. 13 of Articles of Incorporation of S.C. PREFAB S.A. with registered office in București, str. Dr. Iacob Felix nr. 17-19, et. 2, sector 1, registered with the Trade Register of Bucarest under no. RO 1916198,

THE PRESIDENT OF S.C. PREFAB S.A BOARD OF DIRECTORS

CONVOKES

THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS on 10.08.2015, time 12^o at the address of the office from Călărași, strada București, nr. 396, jud Călărași, for all the shareholders registered in the Shareholders' Register managed by S.C. Depozitarul Central S.A. București, on **27.07.2015**, day established as **reference date** for the general meeting of shareholders except that only those who are shareholders on that date are entitled to attend and to vote at the general meetings of shareholders.

The convocation is made in accordance with the provisions of 31/1990 Act, republished, including subsequent amendments and additions, of 297/2004 Act and of C.N.V.M. regulations done for its application, and those of the Articles of Incorporation of SC PREFAB S.A. București.

Extraordinary General Meeting of Shareholders (A.G.E.A.)

will have the following

AGENDA :

1. Revocation of the following resolutions:

a) Resolution no. 2 of 28.04.2015 adopted by A.G.E.A. of S.C. PREFAB S.A.

b) Resolution no. 3 of 28.04.2015 adopted by A.G.E.A. of S.C. PREFAB S.A.

having regard to this convening notice on the adoption of new decisions more transparent for the purposes of specifying all the essential elements in accordance with the applicable law.

2. Completion of A.G.E.A. Resolution no. 1 of 28.04.2015 in that the Board of Directors delegation on attribution of art. 113, lett. „c” of 31/1990 Act, is in strict compliance with the provisions of art. 114, para. 2, the 2nd thesis of 31/1990 Act, according to which the question does not concern the area and the main activity of the company. The remaining provisions of A.G.E.A. Resolution no. 1 of 28.04.2015 remain unchanged.

3. Approval of the extension of credit lines already contracted in the banking market for a period of 1 (one) year, to support the production activity of the company, respectively the following current work lines:

1. Raiffeisen Bank - credit line agreement no. 10/10.03.2003, worth 20.000.000 lei, maintaining the guarantees already established.

2. Veneto Banca :

a) credit line agreement no. 8929/10.10.2013, worth 9.000.000 lei, maintaining the guarantees already established;

b) credit line agreement no. 10040/12.08.2014, worth 4.500.000 lei, with guarantees: divestiture commercial contracts;

3. Veneto Banca - converting the credit line (credit line agreement no. 10614/ 12.08.2014, worth 7.556.600 lei) in a long-term loan with repayment in five (5) years, maintaining the guarantees already established.

4. Empowering the Board of Directors of S.C. PREFAB S.A. to execute the resolution regarding the approval of the extension of existing credit agreements and to designate the person/persons authorized to sign on behalf of the company in front of the competent authority, the documents in connection with the extension of the existing credits in the banking market.

5. Approval of the sale of the following assets from construction category respectively the following immobles:

a) immobile located in București, str. Cuza Vodă, nr. 132, bl.1, sc. 2, ap. **22**, parter, sector 4, held under the purchase agreement no. 2189 of 23.08.2000 and the Addendum no. 1 of 06.10.2000, with cadastral number 218123-C1-U11, registered in the Land Register of Sector 4, Bucharest, in area of 118,46 m². The purchase value is for 140.368,78 lei and the carrying amount is for 184.508 lei.

b) immobile located in București, str. Cuza Vodă, nr. 132, bl.1, sc. 2, ap. **25**, et.1, sector 4, held under the purchase agreement no. 2189 of 23.08.2000, with cadastral number 218123-C1-U12, registered in the Land Register of Sector 4, Bucharest, in area of 141,05 m². The purchase value is for 154.527,94 lei and the carrying amount is for 274.963,84 lei.

c) immobile located in București, str. Cuza Vodă, nr. 132, bl.1, sc. 2, ap. **30**, et. 4, sector 4, held under the purchase agreement no. 73 of 13.01.2000 and the Addendum no. 1 of 15.12.2000, with cadastral number 4186/30, registered in the Land Register of Sector 4, Bucharest, in area of 111,35 m². The purchase value is for 401.420,40 lei and the carrying amount is for 405.705,21 lei.

d) immobile located in București, str. Cuza Vodă, nr. 132, bl.1, sc. 2, ap. **31**, et. 4+5, sector 4, held under the purchase agreement no. 2189 of 23.08.2000 and the Addendum no. 1 of 06.10.2000, with cadastral number 218123-C1-U11, registered in the Land Register of Sector 4, Bucharest, in area of 210,05 m². The purchase value is for 230.117,92 lei and the carrying amount is for 323.732,89 lei.

6. Approval of the sale price of the assets referred to in paragraph 5. The minimum selling price will be 800 EUR/m². For the sale, the assets will be revalued according to legal provisions in force by a natural or legal person authorized.

The final price will be approved for each building separately by the Board of Directors by resolution taken by majority vote.

The sale will be done by signing a purchase agreement to a notary public. Transfer of ownership will be done with full payment of the asset sold.

The price charged will be used to pay existing bank loans decreasing indebtedness of the company.

The value of assets referred to in paragraph 5 is under 20% of the total value of assets less the debts.

7. Empowering SC PREFAB SA Board of Directors to designate the person/persons authorized to sign on behalf of company in front of the competent authority, the authentic sales contracts covering the buildings specified in paragraph 5 or any other documents necessary for their issuance and to take all the necessary steps for the conclusion and the registration of such contracts.

8. Approval of the date of **28.08.2015** as **registration date**, respectively for the identification of the shareholders who are affected by the decisions taken in accordance with Art. 238, paragraph 1 of Law no. 297/2004 regarding the capital market.

9. Approval of the date of **27.08.2015** as **ex-date**, in accordance with the provisions of Law no. 297/2004, of Regulation no. 1/2006 on issuers and securities operations and of Regulation no. 6/2009 on the exercise of certain rights of shareholders in the general meetings of companies, including subsequent amendments and additions.

Starting from 09.07.2015, the convening notices, the information materials and the draft resolutions in relation to items on the agenda can be found on the company website (www.prefab.ro - Section Shareholding/Financial - A.G.A.) or can be consulted or purchased at the registered office of S.C. PREFAB S.A., str. Dr. Iacob Felix, Nr. 17-19, Et. 2, sector 1, București or at the project site office of Calărași, str. București, nr. 396, from Monday to Friday between 09⁰⁰ and 14⁰⁰.

In applying the provisions of C.N.V.M. Regulation no. 6/2009, the shareholders representing individually or together, at least 5% of the share capital, are entitled :

- to introduce new items on the agenda of the general meeting, provided that each such item being accompanied by a justification or by a draft resolution proposed for adoption by the General Assembly no later than the date of **20.07.2015**, time 10⁰⁰;
- to table draft resolutions for the items included or proposed to be included on the agenda of the general meeting no later than the date of **20.07.2015**, time 10⁰⁰.

Shareholder proposals and documents proving the fulfillment of conditions for exercising those rights, will be transmitted, only in writing, **in the original copy**: either by post or courier services (at the aforesaid addresses), with clearly mention written in capital letters: FOR EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS FROM 10.08.2015, or by electronic means (by e-mail: actionariat@prefab.ro).

Each shareholder has the right to ask questions related to items on the agenda of the general meeting, no later than the date of **04.08.2015**. The company can respond including by posting the answer on the company's website (www.prefab.ro - Section Shareholding/Financial).

The questions of shareholders shall be submitted in writing, either by post or courier services (at the aforesaid addresses) or by electronic means (by e-mail: actionariat@prefab.ro). To identify people who ask questions society, they will attach to the request the copies of documents proving their identity and quality of shareholder and the number of shares held on request date.

The date of reference is 27.07.2015. Only the shareholders registered at this time in the Shareholders Register managed by the Central Depository will vote in these general meetings.

Shareholders may participate in general meetings directly or may be represented by another person (including other persons than shareholders), on the basis of a special power of attorney, or, if applicable, of a general power of attorney or may vote by correspondence.

The shareholder may grant a general power of attorney valid for a period not exceeding 3 years, allowing its representative to vote on all issues under debate in general meetings of shareholders, including the acts of provision, provided that the power of attorney be granted by the shareholder, as customer, to an intermediate defined according to art.2, para.(1), point 14 of Law 297/2004 regarding the capital market, or to a lawyer.

Shareholders may attend the meeting as follows :

- Individual persons: in person presenting the identity card or represented by another person under a special mandate, or, if appropriate, general power of attorney and the identity card of the representative.
- Legal persons: by their legal representative or by the person who has been delegated with the power of representation, under their statutory document (identity card, authorization).

The special power of attorney forms (in Romanian and English) for individuals and legal persons can be obtained from the company's website (www.prefab.ro - Section Shareholding/Financial - A.G.A.) or from the premises above mentioned, starting on **09.07.2015** and will be completed in 3 (three) copies.

After filling in Romanian or English and signed by hand, a copy of the original power of attorney, will be submitted/sent in a sealed envelope, being recorded as received until **07.08.2015** from Monday to Friday between 09⁰⁰ and 14⁰⁰ in the registries of the company's registered office or of the project site office of Călărași, indicating on envelope clearly and in capital letters «FOR EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS FROM 10.08.2015» or by e-mail: actionariat@prefab.ro, the second copy will be given to representative, and the third copy will remain to the shareholder represented. The power of attorney shall be accompanied by a copy of the identity card of the individual shareholder/of the legal person shareholder legal representative, and for legal entities, by the official document (the original or the certified copy of the certificate confirming the shareholder represented) attesting his quality of legal representative for the signer of the power of attorney.

General power of attorney granted by the shareholder, as customer, to an intermediate or to a lawyer, before the first use, will be filed at the registry of the aforesaid offices, in copy certified by the shareholder representative, until **07.08.2015** from Monday to Friday between 09⁰⁰ and 14⁰⁰ (registration date in the registries company), under penalty of losing the vote exercise by representative at the general meeting convened by this convenor, in accordance with the legal provisions.

If a shareholder mandate a credit institution providing custody services, to participate and vote in general meetings, is required only the original special power of attorney, which must be accompanied by an affidavit, in the original, given by the credit institution, in accordance with the disposition of measures no. 26/20.12.2012, art. 2(1) i), ii) and iii).

Shareholders registered at the reference date have the opportunity to vote by correspondence, before the General Meetings of Shareholders, by using the voting by correspondence forms (in Romanian and English) available for they starting on **09.07.2015**, on the company's website (www.prefab.ro - Section Shareholding/Financial - A.G.A.) or from the premises above mentioned.

The voting by correspondence forms in original, in Romanian or in English (completed and signed by hand by shareholders and accompanied by a copy of the identity card of the individual shareholder/ of the legal representative of the legal person shareholder, and for legal entities, by the official document - confirmation certificate or any other document evidencing the legal representative quality of the shareholder) will have to reach in the original by post or courier at the registries of the aforesaid addresses until **07.08.2015**, time 10⁰⁰.

The special authentic power of attorneys and the voting by correspondence forms shall include the information specified in the special power of attorney form provided by the company.

The special power of attorneys, the general power of attorneys and the voting by correspondence forms not registered in the registries of society until the date indicated above, can not be counted towards the quorum of presence and voting at the general meetings of shareholders.

In all the above cases, except the special power of attorney given by a shareholder to a credit institution providing custody services, the shareholders legal persons, if they did not provide information on the legal representative, to the Central Depository, before the reference date, so as to be reflected in the records provided by the Central Depository for the reference date, prove the quality of legal representative with a confirmation certificate issued by the Trade Register, submitted in original or in a certified copy or any other document in original or in a certified copy, issued by a competent authority of the State in which the shareholder is legally registered, attesting the quality of legal representative. Documents attesting the quality of legal representative of the shareholder legal person will be issued no more than 3 months before the publication date of general meeting of shareholders convenors. These documents evidencing the quality of legal representative drafted in a foreign language, other than English, will be accompanied by a translation performed by a certified translator, in Romanian or English, without notarial legalization or apostille, according to the Disposition of measures no. 26/20.12.2012, art.4(1), (2) and (3).

Also, the person who has been delegated with the power of representation - if the shareholder has not provided information on the person who has been delegated with the power of representation to the Central Depository, so as to be reflected in the records provided by the Central Depository for the reference date, will present special power of attorney or, where appropriate, general power of attorney signed by the legal representative of that legal person and the documents mentioned above.

Pursuant to the Disposition of measures no. 26/20.12.2012, art. 5, if shareholders ask questions or make proposals for amending the agenda, they can attest their identity attached to document attesting the identity, with the account statement showing the quality of shareholder and the number of shares held, issued by the Central Depository or, where appropriate, by the indirect participants providing custodial services, according to art.168, para.(1), lett.b) of Law no.297/2004.

If on the date of **10.08.2015**, the statutory quorum will not meet the conditions provided by law and Articles of Association, Extraordinary General Meetings of Shareholders will be convened on **11.08.2015** in the same place, at the same times and with the same agenda.

S.C. PREFAB S.A. Board of Directors
President

Eng. Marian Petre Miluț