

**CURRENT REPORT** (C.N.V.M. under Regulation No.1 / 2006)

Report date: **19.02.2018**

Name of issuer: **RETRASIB S.A.**

Social headquarters: **Sibiu, 156 Stefan cel Mare Str., Sibiu county**

Tel / fax: **0269/253269; 0269/253279**

No. and date of registration with the Trade: **J32/16/1993**

VAT no.: RO **3906360**

LEI Code: **529900TXOYD26GV5QE65**

Subscribed and paid up capital: **10,001,205.40 lei**

Regulated market where the issued securities of RETRASIB S.A. are traded is **Bucharest Stock Exchange** symbol **RTRA**.

**I. Important event to report:**

Ordinary Shareholders Meeting of RETRASIB S.A. was held at the first calling, on 19<sup>th</sup> of February 2018, starting 10:00 a.m., at the Company's headquarters, being duly convened in accordance with the Law and it approved the following:

General Director,  
Claudia Gherghel-Diaconeasa

## **Resolution of the Ordinary General Meeting of Shareholders of Retrasib S.A.**

No. 86/ 19 February 2018

The Ordinary General Meeting of Shareholders of Retrasib S.A. (the “Company”), was held at the first/second calling, on 19 February 2018, starting with 10:00 a.m., at the Company’s headquarters, being duly convened in accordance with the provisions of Law no. 31/1990 concerning companies, republished, as subsequently amended and supplemented, of Law no. 24/21 March 2017, relating to the issuers of financial instruments and market operations, or Regulation no. 6/2009 concerning certain rights of shareholders within general meetings of shareholders, as subsequently amended and supplemented, and of the Company’s Articles of Association.

At the Ordinary General Meeting of the Shareholders participated or were represented through their attorneys-in-fact empowered under the special power of attorney a number of 3 shareholders, holding a number of 91.798.272 shares of the total number of 100,012,054 shares, representing 91,7872% of the share capital and of the voting rights.

The meeting was chaired by Mrs. Claudia-Adela Gherghel-Diaconeasa, the General Director of the Company, authorised person of the President of the Board of Directors, Mr. Jan Ölscher; Mr. Octavian Stancu, was appointed secretary of the meeting with unanimity of votes, while Mrs. Livia Bordei was appointed as technical secretary in the same conditions.

The president and the secretaries of the meeting certified that the legal and statutory conditions are fulfilled in order to hold the Ordinary General Meeting of the Shareholders, that the list of shareholders was prepared and that the quorum conditions were fulfilled.

The agenda of the meeting was established through the convening notice published with the Official Gazette no. 271 of 19.01.2018 and the newspaper „De toate pentru toți” no. 2760 of 19th January 2018.

Following deliberations, the Company’s shareholders approve the following:

1. Approves the revocation of KPMG Audit S.R.L. from the function of financial auditor of RETRASIB S.A., following the termination of the financial audit agreement by unilateral termination, with the date of 19.10.2017.

The decision was adopted being expressed a total of 57.338.659 valid votes, representing 57,3329% of the total number of voting rights and of the share capital, as follows:

-In favour: 33.003.000 votes representing 33,002999% of the total number of voting rights, representing 57,5635% of the votes validly cast;

-Against: 0 votes representing 0% of the total number of voting rights; and

- Retained: 24.335.659 votes accounting for 24,3356% of the total number of voting rights.

2. Approves the appointment of JP Auditors & Advisors as financial auditor of RETRASIB SA for auditing the financial statements of the Company for the financial year ended the 31.12.2017 and 31.12.2018 and establishing its remuneration according to the Contract signed between the two Companies.

The decision was adopted being expressed a total of 57.338.659 valid votes, representing 57,3329% of the total number of voting rights and of the share capital, as follows:

- In favour: 33.003.000 votes representing 33,002999% of the total number of voting rights, representing 57,5635% of the votes validly cast;

- Against: 0 votes representing 0% of the total number of voting rights; and

- Retained: 24335659 votes accounting for 24,3356 % of the total number of voting rights.

3. Approves establishing the date of 13 March 2018 as registration date for the identification of shareholders on which the effects of the resolution of the General Ordinary Meeting of Shareholders apply, according to provisions of Law no. 24/2017, and the date of 12 March 2018 as ex-date. Whereas there is no proposed resolution that would imply payments towards the shareholders, the shareholders do not decide with respect to the payment date, as defined by article 2 letter g of Regulation no. 6/2009.

The decision was adopted being expressed a total of 57.338.659 valid votes, representing 57,3329% of the total number of voting rights and of the share capital, as follows:

- In favour: 33.003.000 votes representing 33,002999% of the total number of voting rights, representing 57,5635 % of the votes validly cast;

- Against: 0 votes representing 0% of the total number of voting rights; and

- Retained: 24335659 votes accounting for 24,3356 % of the total number of voting rights.

4. Approves to empower each of Jan Ölscher, Iulian Stancu, and Claudia Gherghel-Diaconeasa and/or any other persons designated by the aforementioned persons, with the possibility of substitution, to sign on behalf of the Company's shareholders the resolution of the General Ordinary Meeting of Shareholders, affidavits, applications, as the case may be, 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 taken in the General Ordinary Meeting of Shareholders, to publish and register them wherever necessary.

The decision was adopted being expressed a total of 57.338.659 valid votes, representing 57,3329% of the total number of voting rights and of the share capital, as follows:

- In favour: 33.003.000 votes representing 33,002999% of the total number of voting rights, representing 57,3329% of the votes validly cast;

- Against: 0 votes representing 0% of the total number of voting rights; and

- Retained: 24335659 votes accounting for 24,3356 % of the total number of voting rights.

This resolution was drafted and executed in Romanian and English languages, today 19 February 2018, at the Company's headquarters.

Preşedinte/Chairman

Claudia-Adela Gherghel-Diaconeasa, imputernicit/empowered al/by dlui/Mr. Jan Ölscher

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Secretar tehnic/Technical secretary

Bordei Livia

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