

No. 541/ April 25th .2019

To:

FINANCIAL SUPERVISORY AUTHORITY - Financial Instruments and Investments Sector

BUCHAREST STOCK EXCHANGE - Regulated market

CURRENT REPORT

According to FSA Regulation no. 5/2018 regarding issuers and operations with securities

Report date:	April 25 th 2019
Name of the issuing entity:	COMP A S.A.
Social headquarters:	No.8, Henri Coandă Str., Sibiu 550234
Phone/fax number:	+40269 237 878; +40269 237 770
VAT no:	RO788767
Registration number in the Trade Registry:	J32 / 129 / 1991
Subscribed and paid share capital:	21.882.103,8 lei
Regulated Market on which the issued securities are traded:	Bucharest Stock Exchange, Standard Category, symbol CMP
LEI Code	315700EXV87GJDVUUA14

IMPORTANT EVENTS TO BE REPORTED:

Below is presented the listing of important events that have occurred in connection with the company and may currently have, or will have a significant impact on the price of securities and the securities holders.

Such important events, without limitation, are:

...

e) **OTHER EVENTS:**

Ordinary General Meeting of Shareholders resolutions as of April 24th 2019

Extraordinary General Meeting of Shareholders resolutions as of April 24th 2019

RESOLUTIONS

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS

The Ordinary General Meeting of Shareholders (OGMS) convened by the Board of Directors of COMPA S.A. Sibiu, assembled on the April 24th 2019 in accordance with the legal provision.

The work took place during the first convocation at the company's headquarters, fulfilling all advertising and quorum conditions of 61.40 % representing 134,358,547 shares from the total of 218,821,038 shares.

Following a meeting of the quorum referred to in Chapter VIII, par.(2) of the Instrument of Incorporation, namely, "attendance of shareholders who own at least a quarter of the total number of voting rights", the assembly being legally constituted, the meeting underwent a presentation, debate, discussions and voting on the points set out in the agenda of the meeting as it was announced in the convening notice published in the newspaper "Bursa" on Mars 21th 2019 on the Official Gazette Part IV of No 1281/ Mars 21th 2019 and on the company's website www.compa.ro.

After debates concerning all points set out in the agenda, the following resolutions were adopted:

RESOLUTIONS

OGMS resolution nr.1/ April 24th 2019

Art.1. With a number of 50,333,388 votes "for", representing 100 % of the total votes cast and a number of 0 votes "against" and 0 abstains registered, the GMS approved, by open vote, the separated financial statements for the fiscal year of 2018, prepared in accordance with the International Financial Reporting Standards (IFRS) based on the annual report presented by the Board of Directors and the Auditor's Report appointed by SIB EXPERT S.R.L. as the financial auditor.

The separate financial situation as of December 31th 2018 is characterized by the following indicators:

- Total revenues	768,880 thousand lei,
- Total expenses	733,451 thousand lei,
- Turnover	752,507 thousand lei,
- Net profit	35,429 thousand lei.

Art.2. With a majority of votes: 50.333.388 votes "for"; 0 votes "against"; 0 votes "abstention" GMS approved the consolidated financial statements for the fiscal year of 2018, prepared in accordance with the IFRS based on the reports presented by the Board of Directors and the financial auditor.

The consolidated financial situations as of 31.12.2018 is characterized by the following indicators:

- Total revenues	772,989 thousand lei,
- Total expenses	737,073 thousand lei,
- Turnover	756,506 thousand lei,
- Net profit	35,916 thousand lei.

Pursuant to article 126 of Law no. 31/1990, republished and amended, the shareholders - Deac Ioan, Miclea Ioan and Maxim Mircea Florin - are not entitled to vote (neither personally nor by a trustee) regarding item 1 and will not being taken into account in the calculation majority casts.

OGMS resolution nr.2/ April 24th 2019

Art.1. With a number of 109,716,481 votes “for” representing 81.66% of the total votes cast and a number of 24.642.066 votes “against” representing 18,43% of the total votes cast GMS , by open vote a was approved net profit distribution in the amount of 16,318 thousand lei to be distributed to its own sources of development and the amount of 1,114 thousand lei to be allocated to cover the losses from the correction of some accounting errors related to the previous years. The amount of 17,996 thousand lei has already been assigned to own development resources, according to GEO no. 19/2014 on tax exemption on reinvested profit.

OGMS resolution nr.3/ April 24th 2019

Art.1. With 50,333,388 votes “for” representing 100% of the total votes cast and no votes “against” or abstentions, GMS approved, by open vote, a discharge from administration for executives for the financial year 2018.

Pursuant to article 126 of Law no. 31/1990, republished and amended, the shareholders - Deac Ioan, Miclea Ioan and Maxim Mircea Florin - are not entitled to vote (neither personally nor by a trustee) regarding item 1 and will not being taken into account in the calculation majority casts.

OGMS resolution nr.4/ April 24th 2019

Art.1. With 134,358,547 votes “for” the revenue and expenditure budget for 2019 has been approved, and provides the following:

- Total revenues	815,100 thousand lei,
- Total expenses	773,500 thousand lei,
- Turnover	798,000 thousand lei,
- Net profit	37,300 thousand lei.

Art.2. With 134,358,547 votes “for” representing 100% of the total votes cast, the investment plan for 2019 has been acknowledged, the investment amounting to 109,200 thousand lei.

OGMS resolution nr.5/ April 24th 2019

Art.1. With a number of 25,691,322 votes “for” representing 20.24 % of the total votes cast, a number of 17,236,705 votes “against” representing 13.58 % of the total of votes cast, GMS approved the remuneration for the current year.

Pursuant to article 126 of Law no. 31/1990, republished and amended, the shareholders - Deac Ioan, Miclea Ioan and Maxim Mircea Florin - are not entitled to vote (neither personally nor by a trustee) regarding item 1 and will not being taken into account in the calculation majority casts.

OGMS resolution nr.6/ April 24th 2019

Art.1. With a number of 117,121,842 votes “for” representing 87.17% of the total votes cast and a number of 17.236.705 votes “against”, representing 12.83% of the total votes casts, AUDITCONT S.R.L. was appointed as the financial auditor for 2019, being authorized to sign the contract with the audit firm Mr. Ioan DEAC - Chairman / CEO and Mr. Ioan MICLEA – CFO.

OGMS resolution nr.7/ April 24th 2019

Art.1. With a number of 134,358,547 votes “for” representing 100% of the total votes cast, May 21th 2019 was acknowledged as the registration date for identifying shareholders affected by the decisions of the ordinary meeting of shareholders pursuant to article 86(1) of Law no.24 / 2017 on issuers of financial instruments and market operations through voting with unanimity of votes and May 20th 2019 was acknowledged as ex-date, according to FSA Regulation nr.5/2018 through voting with unanimity of votes.

OGMS resolution nr.8/ April 24th 2019

Art.1. With a number of 134,358,547 votes “for” representing 100% of the total votes cast the mandate of Mr. Ioan DE AC as Chairman & CEO /Legal representative is approved with the possibility of substitution, to complete/sign in the name of the company/shareholders the resolutions of the current meeting and any other documents for the purpose of enforcing the above mentioned judgments, in relation with any person or entity, private or public.

Art.2. With a number of 134,358,547 votes „for” representing 100% of the total votes cast, GMS approved the date of 21.05.2019 as the registration date for the identification of the shareholders affected by the decisions of the ordinary shareholders' meeting in accordance with the provisions of art. 86 (1) of the Law no.24 / 2017 regarding the capital market and the date of 20.05.2019 as ex-data, according to the provisions of art.176 (1) of the ASF Regulation no. 5 / 2018

Art.3. With a number of 134,358,547 votes “for” representing 100% of the total votes cast the empowerment of Mrs. Mihaela GROBNICU to perform all legal formalities for registration, advertising and publishing of the final decisions.

No "canceled" votes were recorded.

Additional data and information are available at the company, phone +40 269 / 237 878, fax +40 269 / 212.204

Chairman & CEO,

Ioan DEAC

CFO,

Ioan MICLEA

RESOLUTIONS

OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

The Extraordinary General Meeting of Shareholders (EGMS) convened by the Board of Directors of COMPA S.A. Sibiu, assembled on the April 24th, 2019 in accordance with the law in force.

The work took place during the first convocation at the company's headquarters, fulfilling all advertising and quorum conditions of 61.40 % representing 134,358,547 shares from the total of 218,821,038 shares.

Following a meeting of the quorum referred to in Chapter VIII, par. (2) of the Instrument of Incorporation, namely, "attendance of shareholders who own at least a quarter of the total number of voting rights", the assembly being legally constituted, the meeting underwent a presentation, debate, discussions and voting on the points set out in the agenda of the meeting as it was announced in the convening notice published in the newspaper "Bursa" on Mars 21th 2019 on the [Official Gazette](#) Part IV of No 1281/Mars 21th 2019 and on the company's website www.compa.ro.

After debates concerning all points set out in the agenda, the following resolutions were adopted:

RESOLUTIONS

E.G.M.S. resolution no 1 / April 24th, 2019

Art.1. With a number of 134,358,547 votes „for” representing 100% of the total votes cast, EGMS has approved the Board of Directors delegation for its commitment for investment loans, lines of credit and leasing assignment, letters of guarantee or other financial banking products, with a maximum cumulative limit of 40 mil.EUR for the 2019 and establishing security interests related to movable and immovable property owned by the company.

Art.2. With a number of 134,358,547 votes „for” representing 100% of the total votes cast, EGMS [was delegated](#) Board of Directors by the Extraordinary General Meeting of Shareholders for contracting investment loans, credit lines, leasing assignment and letters of guarantee to a maximum cumulative total of 40 million euro for the year 2019 and further until the next EGM in the year 2020, and establishing security interests related to movable and immovable property owned by the company.

Art.3. With a number of 134,358,547 votes „for” representing 100% of the total votes cast, EGMS held by shareholders present and the ones represented was approved the mandate of Mr. Ioan DEAC and of Mr. Ioan MICLEA to sign, in the name of and on behalf of the company contracts and other documents for the purposes of enforcement of the decision from Article 1 and 2.

E.G.M.S. resolution no 2 / April 24th, 2019

Art.1. With a number of 134,358,547 votes „for” representing 100% of the total votes cast, EGMS held by shareholders present and the ones represented was approved the delegation of the company's legal representative in relation to the Management Authority.

Art.2. With a number of 134,358,547 votes „for” representing 100% of the total votes cast, EGMS held by shareholders present and the ones represented was approved the mandate of Mr. Ioan DEAC to sign, in the name of and on behalf of the company contracts and other documents for the purposes of enforcement of the decision from Article 1, with the possibility of substitution by means of power of attorney.

E.G.M.S. resolution no 3 / April 24th, 2019

Art.1. With a number of 134,358,547 votes „for” representing 100% of the total votes cast, GMS approved the date of 21.05.2019 as the registration date for the identification of the shareholders affected by the decisions of the ordinary shareholders' meeting in accordance with the provisions of art. 86 (1) of the Law no.24 / 2017 regarding the capital market and the date of 20.05.2019 as ex-data, according to the provisions of art.176 (1) of the ASF Regulation no. 5 / 2018

E.G.M.S. resolution no 4 / April 24th, 2019

Art.1. . With a number of 134,358,547 votes “for” representing 100% of the total votes cast the mandate of Mr. Ioan DEAC as Chairman & CEO /Legal representative is approved with the possibility of substitution, to complete/sign in the name of the company/shareholders the resolutions of the current meeting and any other documents for the purpose of enforcing the above mentioned judgments, in relation with any person or entity, private or public.

Art.2. With a number of 134,358,547 votes “for” representing 100% of the total votes cast the empowerment of Mrs. Mihaela GROBNICU to perform all legal formalities for registration, advertising and publishing of the final decisions.

No "canceled" votes were recorded.

Additional data and information are available at the company, phone +40 269 / 237 878, fax +40 269 / 212.204

Chairman & CEO,

Ioan DEAC

CFO,

Ioan MICLEA