



## CURRENT REPORT

AS PER 04/24/2019

### SC TRANSILVANIA CONSTRUCTII SA

47 Tăietura Turcului Street, 3<sup>rd</sup> floor, Cluj-Napoca

Market where securities are traded: Bucharest Stock Exchange category: standard

Tax code: RO 199044

Subscribed and paid up share capital: RON 26,391,783

Reg. no. with the Trade Register: J12/8/1991

### DECISION OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

The Extraordinary General Meeting of Shareholders of SC Transilvania Constructii SA Cluj Napoca, 47 Tăietura Turcului Street, 3<sup>rd</sup> floor, held on April 24<sup>th</sup>, 2019, at 13 P.M., at the company's headquarters in Cluj-Napoca, 47 Tăietura Turcului street, 3<sup>rd</sup> floor, in the presence of shareholders who own 759,898 company shares, comprising 95.02 % of the company share capital, respectively **759,898 shares, representing 95.25 % of the total voting rights**, following the debates on the items of the agenda, hereby makes the following decisions:

1. Grants powers to the Board of Directors for contracting bank loans up to the maximum threshold of EUR 30,000,000. Grants powers to the Board of Directors to establish the required bank guarantee letters for contracting such loans.

With 95.02 % of the share capital and **95.25 % of the voting rights**, respectively 95.25 % votes for, 0 % votes against, 0 % votes for abstention

2. Approves of the Decision of the Board of Directors no 2 of 01/21/2019, which changed the main activity of the company from 4120- "Construction of residential and non-residential buildings" in 6820- "Renting and sub-leasing of own real estate or rented".

With 95.02 % of the share capital and **95.25 % of the voting rights**, respectively 95.23 % votes for, 0.02 % votes against, 0 % votes for abstention

Pursuant to the provisions of Article 134 paragraph (1) (a) of Law 31/1990, shareholders who have not voted on this item on the agenda, through which changed the main object activity, have the right to withdraw from the company and require the company to buy their shares.

The right of withdrawal may be exercised within 30 days from the date of publication of the present decision of the General Assembly in the Official Journal of Romania, Part IV. In this respect, the company will issue a notice in which it will announce the date when this decision will be published in the Official Monitor of Romania, part IV.



In accordance with the provisions of Article 91, paragraph (1) of Law 24/2017, the price to be paid by the company to the shareholders who will exercise their right of withdrawal was set at RON 112.7 / share. The share valuation report was prepared by SC Veridio SRL, an independent evaluator, member of ANEVAR, registered with the Financial Supervisory Authority. The evaluation was developed in accordance with international assessment standards

3. Approves May 17<sup>th</sup> , 2019 as registration date.

With 95.02 % of the share capital and **95.25 % of the voting rights**, respectively 95.25 % votes for, 0 % votes against, 0 % votes for abstention

4.Approves the power granted to an individual for publishing decisions in the Official Journal, signing documents and conducting the necessary registrations to the Trade Register Officer and other competent institutions

The mandated person is Mr. Barz Lucian

With 95.02 % of the share capital and **95.25 % of the voting rights**, respectively 95.25 % votes for, 0 % votes against, 0 % votes for abstention

5. Approves May 16<sup>th</sup> , 2019 as ex date.

With 95.02 % of the share capital and **95.25 % of the voting rights**, respectively 95.25 % votes for, 0 % votes against, 0 % votes for abstention

Sincerely yours,

General Manager

Timofte Andrei Iancu