

**To: Bursa de Valori Bucuresti (Bucharest Stock Exchange)
ASF (Financial Supervisory Authority), Sector of Financial Investments
and Instruments**

CURRENT REPORT

Report date: 29.04.2020

Entity's name: **ELECTROMAGNETICA S.A.**

Address: CALEA RAHOVEI NR. 266-268, SECTOR 5, BUCHAREST

Telephone no.: 404.21.02; 404.21.08 FAX no: 404.21.95; 404.21.94

Trade Register incorporation number: J 40/19/1991

Unique registration code: 414118

Subscribed and paid share capital: Lei 67 603 870.4

Regulated market on which the issued securities are traded: Premium Category,
Bucharest Stock Exchange

Events to report: *Decision of the Ordinary General Meeting of Shareholders of 28.04.2020
at 01.00 p.m. and Decision of the Extraordinary General Meeting of Shareholders of
28.04.2020 at 02.00 p.m.*

**General Manager
Eugen Scheusan**

DECISION OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF ELECTROMAGNETICA OF 28.04.2020

The Ordinary General Meeting of Shareholders of **ELECTROMAGNETICA S.A.**, headquartered at Calea Rahovei nr. 266-268, sector 5, Bucharest, incorporated with the Trade Register Office attached to the Bucharest Court of Law under no. J40/19/1991, tax code 414118, called on for 28.04.2020 at 01:00 p.m., respectively 29.04.2020 at 01.00 p.m. with the reference date 16.04.2020, at the company's headquarters by the publication in the Official Journal of Romania, Part IV, no. 1192/27.03.2020 and the daily newspaper "Bursa" of 26.03.2020, in the meeting of 28 April 2020, duly reunited, being attended by shareholders representing 56.042 % of the company's share capital, respectively 378,866,586 shares, with a nominal value of Lei 0.10 /share, of which 347,802,134 shares representing voting expressed by mail, based on the rights conferred by law and by own Articles of Incorporation,

DECIDES:

1. **Item 1 on the Agenda** ("Approval of the annual individual financial statements for the financial year ended on 31 December 2019 according to the Accounting Regulations compliant with the International Financial Reporting Standards, accompanied by the report of the Board of Directors and the financial auditor's report, consisting of:

- statement of financial position;
- statement of comprehensive income;
- statement of changes in equity;
- cash flows statement;
- notes to the individual financial statements.").

This Item on the Agenda was approved with 378,866,586 Positive votes (100.00%).

2. **Item 2 on the Agenda** ("Approval of the annual consolidated financial statements for the financial year ended on 31 December 2019 according to the Accounting Regulations compliant with the International Financial Reporting Standards, accompanied by the report of the Board of Directors and the financial auditor's report, consisting of:

- consolidated statement of financial position;
- consolidated statement of comprehensive income;
- consolidated statement of changes in equity;
- consolidated cash flows statement;
- notes to the consolidated financial statements.").

This Item on the Agenda was approved with 378,866,586 Positive votes (100.00%).

3. **Item 3 on the Agenda** ("Approval of the distribution of the net profit and fixing of the dividend in gross amount of 0.004 RON/share, giving mandate to the Board of Directors to designate the paying agent")

3.1. This Item on the Agenda was approved 378,866,586 Positive votes (100.00%), namely:

- a. The distribution of the net profit in the amount of Lei 4,488,687 was approved;
- b. The distribution from the net profit of a legal reserve in the amount of Lei 249,060 was approved;
- c. The distribution from the net profit of the amount of Lei 1,535,472 for own financing sources was approved;

d. The distribution from the net profit of the amount of Lei 2,704,155 for dividends, namely a gross dividend of Lei 0.004 /share was approved;

e. The authorization of the Board of Directors was approved in order to establish the dividends' payment agent.

4. Item 4 on the Agenda (*"Extension of the power of the auditor Deloitte Audit SRL for one year, respectively the audit of the financial year 2020, with the power of the Board of Directors to negotiate, conclude and sign the contract on behalf and on the account of the company"*)

This Item on the Agenda was approved with 378,866,586 Positive votes (100.00%).

5. Item 5 on the Agenda (*"Approval of the date of 1 September 2020 as the Dividend Payment Date. In the event of changes to the legal framework regarding the method of calculation of the payment date, the payment date is set on the last working day of the maximum period provided by the legal provisions thus amended, between the date of registration and the date of payment. In such a case, the Board of Directors will communicate and publish a current report, also available on the Company's website, regarding the amended date of payment"*)

This Item on the Agenda was approved with 378,866,586 Positive votes (100.00%)

6. Item 6 on the Agenda (*"Discharge of the Directors for the financial year 2019"*)

This Item on the Agenda was approved 376,894,988 Positive votes (99.480%) and 1,971,598 Abstention votes (0.520%).

7. Item 7 on the Agenda (*"Approval of the Income and Expenditure Budget for the year 2020 and of the Activity Program for the financial year 2020, giving mandate to the Board of Directors to recorelate the items of income and expenses, subject to the occurrence of unforeseeable random events"*)

This Item on the Agenda was approved with 378,866,586 Positive votes (100.00%).

8. Item 8 on the Agenda (*"Approval of the remuneration due to the members of the Board of Directors for the financial year 2020"*)

This Item on the Agenda was approved 376,894,988 Positive votes (99.480%) and 1,971,598 Abstention votes (0.520%).

9. Item 9 on the Agenda (*"Approval of the remuneration of members of the Audit Committee for the financial year 2020"*)

This Item on the Agenda was approved 378.866.558 Positive votes (99.999993%) and 28 Abstention votes (0.000007%)

10. Item 10 on the Agenda (*"Approval of the date of 18.08.2020 as the date of registration for the identification of the shareholders affected by the AGOA resolutions, and of the date of 17.08.2020 as ex-date (the date when the shares are traded without the rights deriving from the AGOA resolutions)"*).

This Item on the Agenda was approved with 378,866,586 Positive votes (100.00%).

11. Item 11 on the Agenda (*"Giving mandate to Mr. Eugen Scheusan - Chairman of the Board of Directors, with possibility of substitution, to: i) conclude and/or sign on behalf of the Company and/or the Company's shareholders the resolutions of this AGOA, any and all decisions, documents, applications, forms and requests adopted/made for the purpose of or in order to implement the resolutions of this AGOA in relation to any natural or legal person, private or public, to ii) perform all legal formalities for the registration, enforceability, implementation and publication of the adopted resolutions"*)

This Item on the Agenda was approved with 378,866,586 Positive votes (100.00%).

**PRESIDENT,
Eugen Scheusan**

Secretaries: Daniela Cucu

Radu Dragne

Daniel Rugina

**DECISION OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF
ELECTROMAGNETICA OF 28.04.2020**

The Extraordinary General Meeting of Shareholders of **ELECTROMAGNETICA S.A.**, headquartered at Calea Rahovei nr. 266-268, sector 5, Bucharest, incorporated with the Trade Register Office attached to the Bucharest Court of Law under no. J40/19/1991, tax code 414118, called on for 28.04.2020 at 02:00 p.m., respectively 29.04.2020 at 02.00 p.m. with the reference date 16.04.2020, at the company's headquarters by the publication in the Official Journal of Romania, Part IV, no. 1192/27.03.2020 and the daily newspaper "Bursa" of 26.03.2020, in the meeting of 28 April 2020, duly reunited, being attended by shareholders representing 56.039 % of the company's share capital , respectively 378,866,586 shares, with a nominal value of Lei 0.10 /share, of which 347,802,134 shares representing voting expressed by mail, based on the rights conferred by law and by own Articles of Incorporation.

DECIDES:

1. **Item 1 on the Agenda** ("Approval for the establishment of an operational point at Moara Vlasiei, Ilfov County (Real Estate Register 50098), where the agricultural activity will take place")

This Item on the Agenda was approved with 378,842,586 Positive votes (100.00%).

2. Item 2 on the Agenda ("Approval of the conclusion of an addendum to the company' s articles of incorporation, which will mention the issues approved in art. 1, respectively the supplementation of art 3.3, with the operational point located at Moara Vlasiei Ilfov County", which will have the following content:

"3.3. The trading company ELECTROMAGNETICA SA owns as units without legal personality the following:

- Prototype section of Special Production located at str. Chirca nr. 101, Varteju Commune, Magurele Town, Ilfov County - where the activity under NACE code 2651 - Manufacture of instruments and appliances for measuring, testing and navigation is carried out.

- The store "CASATEL" located at Calea Rahovei nr. 266-268, sector 5, Bucharest, where the activity under NACE code 4754 - Retail sale of electrical household appliances in specialised stores is carried out.

- The Sports Center located at str. Veseliei nr. 19, sector 5, Bucharest, where the activity under NACE code 9311 - Operation of sports facilities is carried out.

- Low power hydroelectric plant Galanesti - Bilca 1 - placed on Suceava River in Bilca Commune, Suceava County, where the activity under NACE code 3511 - Production of electricity is carried out

- Low power hydroelectric plant Galanesti - Bilca 2 - placed on Suceava River in Bilca Commune, Suceava County, where the activity under NACE code 3511 - Production of electricity is carried out

- Low power hydroelectric plant Galanesti - Bilca 3 - placed on Suceava River in Bilca Commune, Suceava County, where the activity under NACE code 3511 - Production of electricity and office activity is carried out.

- Low power hydroelectric plant Tibeni - placed on Suceava River in Satu Mare Commune, Suceava County, where the activity under NACE code 3511 - Production of electricity is carried out

- Low power hydroelectric plant Brodina 1 - placed on Brodina River in Brodina Commune, Suceava County, where the activity under NACE code 3511 - Production of electricity is carried out

- Low power hydroelectric plant Brodina 2 - placed on Brodina River in Brodina Commune, Suceava County, where the activity under NACE code 3511 - Production of electricity is carried out

- Low power hydroelectric plant Sadau - placed on Sadau River in Sadau, Brodina Commune, Suceava County, where the activity under NACE code 3511 - Production of electricity is carried out

- Low power hydroelectric plant is placed on Brodina River in Brodina Commune, Suceava County, where the activity under NACE code 3511 - Production of electricity is carried out

- Low power hydroelectric plant Putna - placed on Putnisoara River in Putna Commune, Suceava County, where the activity under NACE code 3511 - Production of electricity is carried out

- Low power hydroelectric plant Brodina de Jos-placed on Brodina River in Brodina Commune, Suceava County, where the activity under NACE code 3511 - Production of electricity is carried out

- The land located at Moara Vlasiei, Real Estate Register 50098, where the agricultural activity is carried out”

This Item on the Agenda was approved with 378,842,586 Positive votes (100.00%).

3. Item 3 on the Agenda (“Approval for setting-up of a collateral for assets from the category of fixed assets of the company whose value does not exceed, individually or cumulatively (during each financial year from 2020 - 2023), 60% of the total assets, less the receivables, by authorizing the Board of Directors to concluded related legal documents.”)

This Item on the Agenda was approved with 378,842,586 Positive votes (100.00%).

4. Item 4 on the Agenda (“Approval of the date of 18.08.2020 as the registration date for the identification of the shareholders on which are incumbent the effects of the decisions of AGEA and of the date of 17.08.2020 as ex-date (the date on which the shares are traded without the rights deriving from the AGEA decisions.).

This Item on the Agenda was approved with 378,842,586 Positive votes (100.00%).

5. Item 5 on the Agenda (“Giving mandate to Mr. Eugen Scheusan - Chairman of the Board of Directors, with the possibility of substitution, in order: i) to conclude and / or sign, on behalf of the Company and / or the shareholders of the Company, the resolutions of this AGEA, the addendum to these articles of incorporation, the updated articles of incorporation as well as any and all decisions, documents, applications, forms and requests adopted / drawn up for its purpose for the execution of the decisions of this AGEA in relation to any natural or legal person, either private or public, to perform all the legal formalities for registration, enforceability, execution and publication of the adopted decisions”)

This Item on the Agenda was approved with 378,842,586 Positive votes (100.00%).

**PRESIDENT,
Eugen Scheusan**

Secretaries:

Daniela Cucu

Radu Dragne

Daniel Rugina