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Report according to:	The provisions of Law no 24/2017 and NSC/FSA Regulation no. 1/2006
Date of the report:	14 March 2018
Name of the issuer:	CASA DE BUCOVINA – CLUB DE MUNTE S.A.
Headquarters:	Gura Humorului, 18, Republicii Square, Suceava County
Phone/fax no.:	+40 230 207 000/ +40 230 207 001
Sole Registration Code:	10376500
Registration Number with the Trade Register:	J33/718/1998
Subscribed and paid-in share capital:	16,733,960 lei
Main features of the issued securities:	167,339,600 shares, with a face value of lei 0.1/share
Regulated market on which the securities are traded	Bucharest Stock Exchange
LEI Code:	2549003JCE4UBBB88S53

### **Significant event to report:**

The Board of Administrators of Casa de Bucovina – Club de Munte SA, has decided in its meeting held on 13.03.2018 to convene the Ordinary General Shareholders Meeting, according to the following

## **CONVENING NOTICE for the Ordinary General Shareholders Meeting of CASA DE BUCOVINA- CLUB DE MUNTE SA**

In accordance with the provisions of Law no 24/2017, Law no 31/1990 and the company's Articles of Incorporation, the Board of Administrators of CASA DE BUCOVINA - CLUB DE MUNTE SA, a joint stock company registered with the Trade Register under no J33/718/1998, Sole Registration Code 10376500, with a subscribed and paid-up share capital of RON 16.733.960, headquartered in Gura Humorului, 18, Republicii Square Republicii, Suceava county, zip code 725300 ("headquarters"), convene the Ordinary General Shareholders Meeting of CASA DE BUCOVINA- CLUB DE MUNTE SA for the date of 20.04.2018, 10:00, at the company headquarters.

### **AGENDA:**

1. Presentation and approval of the annual financial statements of the company for the year 2017 based on the Report of Board of Administrators of CASA DE BUCOVINA - CLUB DE MUNTE SA and the report of the financial auditor 3B Expert Audit SRL.

2. Approval of the 2017 net profit distribution and the distribution of the undistributed reported result related to the financial years 2015 and 2016, and setting the gross dividend at RON 0,004/share, according to the proposal of the Board of Administrators.
3. Approval of the dividends distribution starting with 20.07.2018 (the payment date), with the distribution costs being borne by the company.
4. Approval of the discharge of the Board of Administrators of Casa de Bucovina Club de Munte SA for the financial year 2017.
5. Approval of the management contract for the members of the Board of Administrators, valid until the end of their mandate.
6. Appointment of a person to sign the management contract on behalf of the company.
7. Presentation and approval of the revenue and expenditure budget for the financial year 2018.
8. Approval of the remuneration for the members of the Board of Administrators for the financial year 2018.
9. Approval of 29.06.2018 as the registration date, according to the provisions of art. 86 para. 1 of Law no 24/2017, respectively 28.06.2018 as the ex-date, as defined by the NSC Regulation no. 6/2009.
10. Empowerment of Mr. Ion Romică Tamas, NPC 1781210030016, who in turn can empower others to sign all documents and take all necessary steps to register the resolutions taken in the OGSM meeting convened by this convening notice.

In case the legal and statutory quorum conditions are not met at the date of the first convening, a new meeting shall be convened for 21.04.2018, at the same time, place and with the same agenda.

The shareholders entitled to participate and to vote in the Ordinary General Shareholders Meeting are those registered in the Shareholders' Register at the end of 05.04.2018 ("reference date").

Shareholders can exercise the rights under art. 7 of the NSC Regulation no 6/2009 at the latest on 30.03.2018. Shareholders can exercise the rights under art. 13 of the NSC Regulation no 6/2009 at the latest on day of the meeting. More detailed information regarding the above-mentioned shareholders rights are available on the company website [www.bestwesternbucovina.ro](http://www.bestwesternbucovina.ro).

The company's financial statements for the year 2017, the annual report of the Board of Administrators of Casa de Bucovina Club de Munte S.A. and the report of the financial auditor 3B Expert Audit SRL shall be made available to shareholders starting with 15.03.2018. The rest of materials to be submitted to the shareholders' approval on the OGSM and the draft resolutions of the OGSM shall be made available to shareholders starting with 20.03.2018. The materials and draft resolutions for each item on the agenda requiring approval by the OGSM will be available at the company headquarters or on the company's website, [www.bestwesternbucovina.ro](http://www.bestwesternbucovina.ro). Shareholders

may request copies of the documents to be presented at the meeting against an amount of 0.1 lei/page.

The right to vote may be exercised through direct participation, by representative (general or special power of attorney) or by correspondence.

Individual shareholders can exercise their vote directly by attending the meeting, by simply proving their identity with the identity card, or they can be represented by others, based on a special or general power of attorney, in compliance with the provisions of NSC Regulation no 6/2009. Individual shareholders without the legal capacity to exercise and the shareholders legal persons participate at the meeting by their legal representatives who can designate other representatives, in accordance with the provisions of NSC Regulation no 6/2009. Shareholders' representation can be done through a special power of attorney in pdf format which has incorporated, attached or logically associated an electronic signature in compliance with the conditions stipulated by Law no. 455/2001, sent by e-mail at [actionari@bestwesternbucovina.ro](mailto:actionari@bestwesternbucovina.ro).

Special power of attorney forms in Romanian as well as in English can be downloaded from the company's website [www.bestwesternbucovina.ro](http://www.bestwesternbucovina.ro) and will also be available at the company's headquarters starting with 20.03.2018.

Shareholders may also vote by correspondence. The ballots drafted both in Romanian and in English, can be downloaded starting with 20.03.2018 from the company's website [www.bestwesternbucovina.ro](http://www.bestwesternbucovina.ro) and will also be available at the company's headquarters. Filled-in ballots shall be sent to the company's headquarters or may be sent through e-mail at [actionari@bestwesternbucovina.ro](mailto:actionari@bestwesternbucovina.ro) in pdf format having included, attached to or logically associated an electronic signature in compliance with conditions stipulated by Law no 455/2001.

The voting procedure shall be made available to shareholders at the company's headquarters and on the company's website, [www.bestwesternbucovina.ro](http://www.bestwesternbucovina.ro), starting with 20.03.2018.

Only special/general power of attorney and correspondence forms received, sent by mail, courier or e-mail at the latest on 18.04.2018, 10:00 will be taken into consideration.

Ion Romica Tamas

Vice-President of the Board of Administrators