



**TRANSILVANIA CONSTRUCTII SA**

C.I.F: RO199044

Nr. ord. reg.com./an: J12/8/1991

IBAN: RO13 CECE CJ01 I5RO N055 8518

CEC Bank Cluj

Capital Social: 26 391 783 RON

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## CURRENT REPORT

FROM 24<sup>TH</sup> SEPTEMBER 2020

### **SC TRANSILVANIA CONSTRUCTII SA**

Taietura Turcului Street, no. 47, 3<sup>rd</sup> floor, Cluj-Napoca

#### **The market on which Bucharest Stock Exchange securities are traded, standard category**

Tax registration code RO 199044

Subscribed and paid-in share capital 26.391.783 lei

ORC order number: J12/8/1991

Subscribed **Transilvania Constructii SA**, headquartered in Cluj Napoca, no. 47 Taietura Turcului Street, 3<sup>rd</sup> floor, registration number at the Trade Register Office J12 / 8/1991 and Tax registration code RO 199044, hereby informs you about the following aspects:

- The Extraordinary General Meeting of Shareholders, which took place on the 22<sup>nd</sup> of June 2020, at the company's registered office, in the presence of shareholders holding 760,423 shares of the company, representing 95.08% of the company's share capital, meaning 95.91% of total voting rights, decided to **withdraw the company's shares from trading on the Bucharest Stock Exchange, the standard category and to transform Transilvania Constructii SA into a closed company, based on the following normative acts:**

- Law no. 24/2017 on issuers of financial instruments and market operations, article 60, letter c)

- Regulation No 5/2018 on issuers of financial instruments and market operations, Article 115,

respectively:

- voluntary withdrawal, based on the approval of the Extraordinary General Meeting of Shareholders, in compliance with the following conditions:

- in the last 12 months prior to the date of publication of the Extraordinary General Meeting of Shareholders:

1. a maximum of 50 transactions with shares of the same issuer have been registered, except for transactions carried out between persons acting in concert with the issuer.

and

2. the number of traded shares to represent at most 1% of the total shares representing the share capital of the issuer.

With 95.08% of the share capital and 95.91% of the voting rights, respectively 95.91% votes for, 0% votes against, 0% abstention votes

- In accordance with the provisions of Article 115, letter (b), point A), paragraph (ii), shareholders who do not agree with the decision of the General Meeting of Shareholders have

the right to withdraw from the issuer and obtain the value of the shares, in the following conditions:

- The price to be paid to the shareholders who wish to withdraw from the company is 155 lei / share. This price was established by Veridio SRL, independent evaluator, member of ANEVAR, registered with the Financial Supervision Authority. The evaluation was performed in accordance with international evaluation standards. This price was adopted by the Extraordinary General Meeting of Shareholders as a price to be paid by the company to the shareholders who will exercise their right of withdrawal.

- the right of shareholders who do not agree with the Decision of the Extraordinary General Meeting of Shareholders to withdraw from trading, to withdraw from the company, may be exercised by shareholders existing on the date of registration ( September 23<sup>rd</sup> , 2020), provided that they have also held the respective package of shares on the reference date of the Extraordinary General Meeting of Shareholders which decided to withdraw from trading ( on June 10, 2020);

- shareholders who do not agree with the decision on withdrawal from trading may request withdrawal from the company, within 45 days from the date of registration (registration date is September 23, 2020) by sending, in writing, to the company a request

• Shareholders wishing to exercise their right of withdrawal from the company will submit the following documents to the company's Registry or to the email address: [office@transilvaniaconstructii.ro](mailto:office@transilvaniaconstructii.ro) :

- request for withdrawal from the company;
- the manner in which they wish to receive the payment, in compliance with the provisions of Art 177 of Regulation no. 5/2008, issued by the Financial Supervisory Authority.
- copy of the Identity Card;
- a certificate issued by a commercial bank, to result the IBAN of the shareholder

Applications for the withdrawal from the company, accompanied by the mentioned documents, can be submitted until the end of November 9, 2020.

The company will pay the share price to the shareholders who have exercised their right of withdrawal within 15 working days from receiving the request.

Respectfully,  
CEO  
Timofte Andrei Iancu