



**Administrator de Fonduri de Investiții Alternative (A.F.I.A.)**

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BVB – categoria Premium (SIF5)  
Capital social: 52.214.914,30 lei  
Fax: 0251-419.340

Număr Registru A.S.F.: PJR07<sup>1</sup>AFIAA/160004/15.02.2018  
LEI (Legal Entity Identifier): 254900VTOOM8GL8TVH59  
CUI/CIF: RO 4175676 J16/1210/30.04.1993

No. 5916 / 25.09.2020

**To: BUCHAREST STOCK EXCHANGE**

Fax: 021-307.95.19

**FINANCIAL SUPERVISORY AUTHORITY  
FINANCIAL INSTRUMENTS AND INVESTMENTS SECTOR**

Fax: 021.659.60.51

**CURRENT REPORT**

**according to Law no. 24/2017 and the F.S.A. Regulation no. 5/2018  
on issuers of financial instruments and market operations**

*Date of report: 25.09.2020*

*Name of the issuer: Societatea de Investiții Financiare OLTENIA S.A.*

*Headquarters: Dolj county, Craiova, Str. Tufănele nr. 1, zip code 200767*

*Tel./Fax: 0251-419.335 / 0251-419.340*

*TIN/VAT no.: RO 4175676*

*Serial number at the Trade Register: J16/1210/30.04.1993*

*FSA Register no.: PJR07<sup>1</sup>AFIAA/160004/15.02.2018*

*ISIN: ROSIFEACNOR4*

*Cod LEI: 254900VTOOM8GL8TVH59*

*Depository-Custodian: Raiffeisen Bank S.A.*

*Depository: Depozitarul Central Bucharest*

*Subscribed and paid-in share capital: 52.214.914,30 lei*

*The regulated market on which the issued securities are traded: Bucharest Stock Exchange - Premium category (market symbol SIF5)*

**Important events to report:**

**Completion of the agenda of the Ordinary General Meeting of Shareholders of S.I.F. Oltenia S.A. convened for 12.10.2020**

**THE BOARD OF DIRECTORS  
OF**

**SOCIETĂȚII DE INVESTIȚII FINANCIARE OLTENIA S.A.**

With the headquarters in Dolj county, Craiova, str. Tufănele nr. 1,

Trade Register No.: J16/1210/1993,

VAT no.: RO 4175676,

LEI code 254900VTOOM8GL8TVH59,

Share capital: 52,214,914.30 lei

assembled at the meeting of 24.09.2020,

considering:

- joint request of **SIF BANAT CRIȘANA SA** and **SIF MUNTENIA SA** registered at SIF Oltenia SA under no. 5747 / 16.09.2020, by which the joint request of the two shareholders was submitted, holding together a number of 29,008,286 SIF 5 shares representing 5.5556% of the share capital of Societatea de Investiții Financiare Oltenia SA,
- request of **SAI Certinvest SA** (registered at SIF Oltenia SA under no. 5795 / 18.09.2020), as administrator of **Fondului Deschis de Investiții Certinvest BET FI Index**, of **Fondului**

**Deschis de Investiții Certinvest XT Index** and of **Fondului de Investiții Alternativ Certinvest Actiuni**, funds that together hold 29,065,974 SIF5 shares representing 5.5664% of the share capital of Societatea de Investiții Financiare Oltenia SA

under art. 117<sup>1</sup> of the Companies Law no. 31/1990, republished, with further completions and amendments, art. 92 para. (3) of Law no. 24/2017 on issuers of financial instruments and market operations and art. 189 of the FSA Regulation no. 5/2018 on issuers of financial instruments and market operations,

**completes** the agenda of the Ordinary General Meeting of Shareholders convened for the date of 12/13.10.2020, at 10 at **Hotel ARTICUS** from Craiova, str. Calea Severinului, nr. 7 1, conference room, Dolj county, through the initial call published in the Official Gazette of Romania, Part IV, no. 3022 / 04.09.2020, in the national daily Bursa no. 169 of September 4, 2020 and on the company's website at [www.sifolt.ro](http://www.sifolt.ro).

**The agenda of** The Ordinary General Meeting of Shareholders, completed and revised, is as follows:

**1.** Election of the secretariat of the meeting:

**a)** consisting of 3 members, respectively Mrs. Cimpoeu Ana - Internal Auditor, Mr. Nedelcu Ion Eugen and Mr. Păuna Ioan with the identification data available at the company's headquarters, Mr. Păuna Ioan will be elected the secretary of the meeting who will draw up the reports of the meeting. The proposed persons have the quality of shareholders of SIF Oltenia SA (***SIF Oltenia Management version***);

**or**

**b)** consisting of shareholder Marcel Gheorghe, with complete identification data available at the company's headquarters, which will verify the list of shareholders, the votes cast on the items on the agenda of the meeting, and the fulfilment of all formalities required by law and the articles of association the company for holding the general meeting of shareholders, at the same time Mr. Marcel Gheorghe will draw up the reports of the general meeting of shareholders (***SIF Banat Crisana and SIF Muntenia Shareholders version***).

**2.** Appointment of the notary public Virgil Claudiu Făurar from the Public Notary Office - SPN Doina Făurar from Craiova, Dolj county, for the supervision, at the expense of the company, of the operations carried out by the secretaries of the assembly, in accordance with the provisions of art. 129 p. (3) of Law no. 31/1990 (***SIF Banat Crisana and SIF Muntenia Shareholders version***).

**3.** Election of the commission for counting the votes cast by the shareholders on the items on the agenda of the Ordinary General Meeting of Shareholders composed of:

**a)** three members, respectively Mrs. Popescu Florentina, Mr. Patrichi Ion and Mrs. Țalea Mihaela, with identification data available at the company's headquarters. The proposed persons have the quality of shareholders of SIF Oltenia SA (***SIF Oltenia Management version***);

**or**

**b)** shareholder Marcel Gheorghe, proposed as meeting secretary of the meeting, with identification data available at the company's headquarters (***SIF Banat Crisana and SIF Muntenia Shareholders version***).

**4.** Cancellation of the Decision no. 3 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr. Tudor Ciurezu, as noticed on 28.04.2020 on the company's website on the Bucharest Stock Exchange website.

**5.** Cancellation of the Decision no. 4 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr. Tudor Ciurezu, as noticed on 28.04.2020 on the company's website on the Bucharest Stock Exchange website.

**6.** Cancellation of the Decision no. 5 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr. Tudor Ciurezu, as noticed on 28.04.2020 on the company's website on the Bucharest Stock Exchange website.

**7.** Revocarea Hotararii nr. 6 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr. Tudor Ciurezu, as noticed on 28.04.2020 on the company's website on the Bucharest Stock Exchange website.

**8.** Cancellation of the Decision no. 7 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr. Tudor Ciurezu, as noticed on 28.04.2020 on the company's website on the Bucharest Stock Exchange website.

**9.** Cancellation of the Decision no. 8 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr. Tudor Ciurezu, as noticed on 28.04.2020 on the company's website on the Bucharest Stock Exchange website.

**10.** Cancellation of the Decision no. 3 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr.Cristian Buşu, vice-president of the company's board of directors, as noticed on 04.05.2020 on the company's website on the Bucharest Stock Exchange website.

**11.** Cancellation of the Decision no. 4 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr.Cristian Buşu, vice-president of the company's board of directors, as noticed on 04.05.2020 on the company's website on the Bucharest Stock Exchange website.

**12.** Cancellation of the Decision no. 5 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr.Cristian Buşu, vice-president of the company's board of directors, as noticed on 04.05.2020 on the company's website on the Bucharest Stock Exchange website.

**13.** Cancellation of the Decision no. 6 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr.Cristian Buşu, vice-president of the company's board of directors, as noticed on 04.05.2020 on the company's website on the Bucharest Stock Exchange website.

**14.** Cancellation of the Decision no. 7 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr.Cristian Buşu, vice-president of the company's board of directors, as noticed on 04.05.2020 on the company's website on the Bucharest Stock Exchange website.

**15.** Cancellation of the Decision no. 8 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr.Cristian Buşu, vice-president of the company's board of directors, as noticed on 04.05.2020 on the company's website on the Bucharest Stock Exchange website.

**16.** Cancellation of the Decision no. 9 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr.Cristian Buşu, vice-president of the company's board of directors, as noticed on 04.05.2020 on the company's website on the Bucharest Stock Exchange website.

**17.** Cancellation of the Decision no. 10 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr.Cristian Buşu, vice-president of the company's board of directors, as noticed on 04.05.2020 on the company's website on the Bucharest Stock Exchange website.

**18.** Cancellation of the Decision no. 11 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr.Cristian Bușu, vice-president of the company's board of directors, as noticed on 04.05.2020 on the company's website on the Bucharest Stock Exchange website.

**19.** Revocarea Hotararii nr. 12 of the ordinary general meeting of the company's shareholders from 28.04.2020 chaired by Mr.Cristian Bușu, vice-president of the company's board of directors, as noticed on 04.05.2020 on the company's website on the Bucharest Stock Exchange website.

**20.** Presentation and approval of the individual and consolidated financial statements of SIF Oltenia SA as of 31.12.2019, prepared in accordance with Regulation no. 39/2015 for the approval of the Accounting Regulations compliant with the International Financial Reporting Standards, applicable to entities authorized, regulated and supervised by the Financial Supervisory Authority in the Financial Instruments and Investments Sector, based on the Reports of the Board of Directors and the Financial Auditor.

**21.** Approval of the distribution of the net profit for the financial year 2019 in the amount of **124,132,273.67 lei**, on the following destinations:

**a). Dividends: 52.214.914,30 lei (42,0639 % of net profit)**, which ensures a gross dividend per share of **0.10 lei**.

The proposed dividend ensures a shareholder remuneration rate of 4.70% calculated at the average trading price of the shares in 2019 (2.1272 lei / share) and 3.91% calculated at the closing price for 2019 (2.56 lei / share),

The date of **01.07.2020** is approved as the **DATE OF PAYMENT** of dividends in accordance with the provisions of art. 178 p. (2) of the FSA Regulation no. 5/2018. The distribution of dividends to shareholders will be made in accordance with the legal provisions, the costs related to the payment being borne by the shareholders from the value of the net dividend.

***Note: SIF OLTENIA SA management specifies that the shareholders to whom the dividends are due are those registered on 12.06.2020 in the register of shareholders issued by the Depozitarul Central, considered as the registration date.***

**b). Other reserves (own sources of financing): 71,917,359.37 lei (57.9361% of the net profit)** in order to set up the necessary funds for investments, especially for the development of a future redemption program of **22,149,143 own shares** in order to reduce the share capital of the company.

**22.** Approval of the discharge of the administrators for the activity carried out in the financial year 2019.

**23.** Presentation and approval of the Income and Expense Budget for 2020 and the Strategy for 2020.

**24.** Approval of the performance in the financial year 2020 of the accounting registration at "income" of unrecognized dividends for more than three years from the date of their due date, for which the right to share is extinguished by prescription, respectively the dividends related to the financial year 2016, existing in the balance as unpaid at the end of 30.10.2020.

**25.** Approval of the power of attorney of the legal representative of the company and, separately, of the secretary of the meeting of the general meeting of shareholders who was appointed to draw up the reports of the meeting of the general meeting of shareholders, each may work independently and with substitution to sign decisions general information of shareholders and any other related documents, to represent the company and to perform all acts and formalities of publicity, registration and implementation of decisions adopted by the general meeting of shareholders at the trade register office, Financial Supervisory Authority, Depozitarul Central SA and to any other authorities.

26. Approval of the instruction to the board of directors and to the senior management of the company to provide promptly to the representative, respectively to the meeting secretary of the general meeting of shareholders appointed for drawing up the reports of the meeting of the general meeting of shareholders, as well as for carrying out publicity acts and formalities to register and implement the decisions adopted by the general meeting of shareholders, all the necessary information and documents and to provide it with all the necessary support for this purpose.

27. *Approval of the liability of the directors Tudor Ciurezu, Anina Radu, Carmen Popa, Nicolae Stoian and Cristian Buşu for the damage caused by them to Societatea de Investiții Financiare Oltenia SA, by contracting the loan in the amount of 30 million lei from Banca Transilvania and, consequently, the approval of the liability action against the mentioned administrators and the designation for the exercise of the legal action of the shareholder Gheorghe Marcel, with the identification data available at the company's headquarters.*

28. *Approval of the instruction to the Management of the Societatea de Investiții Financiare Oltenia S.A. and to its employees with responsibilities related to the company's accounting to calculate all amounts paid by the company to Banca Transilvania SA and to third parties as a result of contracting the loan in the amount of 30 million lei from Banca Transilvania SA which was mentioned in the Report current of the company with no. 4432 / 29.06.2020, inclusive, but not limited to the amounts paid by the company for the negotiation, conclusion and execution of all acts related to the contracted loan, in order to calculate the damage caused to the company by contracting the loan.*

29. *Finding the legal termination of the mandates of the administrators against whom it was decided to initiate the liability action and the termination of the mandate of general manager of Societatea de Investiții Financiare Oltenia S.A. held by the director Tudor Ciurezu, with the immediate lifting of his right to represent the company in relations with third parties, to conclude any kind of deeds and to sign any kind of documents from the date of adoption of the decision of the assembly to bring the action against him .*

30. *Approval of the revocation of the administrators Tudor Ciurezu, Anina Radu, Carmen Popa and Nicolae Stoian, with the immediate termination of their administrator mandate from the date of approval of the decision.*

31. *Approval of the termination of the mandate of General Manager of SIF Oltenia S.A. held by the Chairman of the Board of Directors - Tudor Ciurezu and lifting his right and the revoked directors to represent the company in relations with third parties, to conclude any acts or operations and to sign any documents, with effect from the date of approval the decision to revoke them from the position of administrator.*

The other provisions of the Convening of the Ordinary General Meeting of Shareholders dated 12 / 13.10.2020, initially published in the Official Gazette of Romania, Part IV, no. 3022 / 04.09.2020, in the national daily Bursa no. 169 of September 4<sup>th</sup>, 2020 and on the company's website at [www.sifolt.ro](http://www.sifolt.ro)., **will not be amended.**

*There are no other events to report.*

Associate Professor PhD Ec. Tudor CIUREZU  
Chairman/General Manager

Conformity Officer  
Ec. Viorica BĂLAN