

DRAFT RESOLUTION
of the Ordinary General Meeting of Shareholders
07/08 April 2016

The Ordinary General Meeting of Shareholders of SC "BERMAS" SA based in Șcheia str. Humorului nr. 61, Suceava county, tax identification number RO 723636, registration number with the Trade Register J33/37/1991, with a registered capital of 15.087.134,30 lei fully subscribed and paid up, was convened in accordance with the Law 31/1990, the Law 297/2004 and the CNVM Regulation 6/2009, at the headquarters of SC "BERMAS" SA str. Humorului nr. 61 Șcheia on 07 / 08.04.2016 at 11 o'clock.

The Ordinary General Meeting is at the first / second call. The notice to attend was published in the Romanian Official Gazette Part IV no. 942/07.03.2016, in "Bursa" newspaper no. 45 (5625) /07.03.2016 and in "Crai nou" newspaper no. 7092/05.03.2016. The meeting was attended by the shareholders registered in the shareholders register at the reference date on 24.03.2016.

Of 21.553.049 issued shares _____ shares representing _____% of total issued shares were present and represented at the Meeting.

The Ordinary General Meeting of Shareholders is legally established.

The Ordinary General Meeting of Shareholders of SC "BERMAS" SA decides unanimously / with majority of votes as follows:

1. It approves the individual financial statements for the year ended on 31.12.2015 based on the Directors' Report and on the financial auditor's report.

2. a). It approves the distribution of the net profit realized in 2015 amounted to 1.555.663 lei as follows:

- ✓ Legal reserve to be established 2015 = 91.747 lei;
- ✓ Dividends = 1.293.183 lei;
- ✓ Other reserves = 170.733 lei.

b). It approves the gross value of dividend / share amounted to 0,06 lei.

c). It approves the dividend payment date on 15.06.2016 within 6 months from the date of the Ordinary General Meeting of Shareholders, by which SC "BERMAS" SA will make the dividend distribution ways available to shareholders.

3. It approves the financial discharge of directors for the financial year 2015.

4. It approves the Income and Expenditure Budget established based on the activity schedule for 2016;

5. It approves the appointment as financial auditor, for a 4 years term, of the audit company CODEXPERT OFFICE S.R.L., based in Suceava, Strada Mihai Eminescu nr.10, Tr.A, Sc.B, Ap.9, Phone/fax no. 0230 531949, 0744503537, registered with the Suceava Office of the trade register under no. J33/599/1999, tax identification number RO 12454426, member of the Chamber of Financial Auditors of Romania, according to the Permit no. 126/2001, represented by ec. CODAU STELIAN, active financial auditor, according to the certificate no. 798/2001

6. a) - It approves the remuneration due to the members of the Board of Directors for the period 01.05.2016 - 01.05.2017 (gross monthly amounts) as follows: President of the Board of Directors --- 4.700 lei; Vice president of the Board of Directors --- 3.300 lei; Member of the Board of Directors --- 3.000 lei.

b) - It mandates the Board of Directors through its President acting as proxy to set the remuneration due to the executive managers and also the fee for the financial auditor during the period 01.05.2016 – 01.05.2017.

7. It approves the date of **09.06.2016** (ex-date 08.06.2016) as registration date in accordance with the provisions of art. 238 paragraph 1 of the Law 297/2004 on the capital market.

8. It approves the mandate of Mrs. Țebrean Iridenta - economic manager to sign all documents issued following the Ordinary General Meeting of Shareholders.

President of the Board of Directors,
ec. Anisoai Elena

OGMS secretaries,

DRAFT RESOLUTION
of the Extraordinary General Meeting of Shareholders
07/08 April 2016

The Extraordinary General Meeting of Shareholders of SC "BERMAS" SA based in Șcheia str. Humorului nr. 61, Suceava county, tax identification number RO 723636, registration number with the Trade Register J33/37/1991, with a registered capital of 15.087.134,30 lei fully subscribed and paid up, was convened in accordance with the Law 31/1990, the Law 297/2004 and the CNVM Regulation 6/2009, at the headquarters of SC "BERMAS" SA str. Humorului nr. 61 Șcheia on 07 / 08.04.2016 at 13 o'clock.

The Extraordinary General Meeting is at the first / second call. The notice to attend was published in the Romanian Official Gazette Part IV no. 942/07.03.2016, in "Bursa" newspaper no. 45 (5625) /07.03.2016 and in "Crai nou" newspaper no. 7092/05.03.2016. The meeting was attended by the shareholders registered in the shareholders register at the reference date on 24.03.2016.

Of 21.553.049 issued shares _____ shares representing _____% of total issued shares were present and represented at the Meeting.

The Extraordinary General Meeting of Shareholders is legally established.

The Extraordinary General Meeting of Shareholders of SC "BERMAS" SA decides unanimously / with majority as follows:

1. It approves the investment program for the period 2016-2017.
2. a) – It approves the medium-term credit limits amounted to maximum 300.000 EURO for supplementing the financial sources for the investment objectives to be achieved during the period 2016 - 2017;
b) – It approves the pledge and mortgage of certain immovable and movable property in the patrimony of the company in favor of banks financing the investment credits.
c) – It approves the authorization granted to the Board of Directors for the determination of the financing bank, the negotiation of the credit terms and conditions and the individualization of the assets mortgaged to guarantee the investment credits by resolution.
3. a) It approves the limits for the short-term credits to partially finance the production activity, within the total amount of 7.500.000 lei.
b) It approves the pledge and mortgage of movable and immovable assets in favor of the financing banks to guarantee the credits contracted so as to obtain guarantees and letters of bank guarantee following the request of the company request for third parties (public institutions, suppliers);
c) – It approves the mandate of the Board of Directors to determine by Resolution the financing bank, the negotiation of credit terms and conditions, and the individualization of assets in the patrimony of the company mortgaged to guarantee these credits.
4. It approves the legal documents concluded for granting temporary and free of charge use by the customers of the company of goods and accessories for selling beer, namely: dispensers, KEG type stainless steel barrels, packaging for selling bottled beer, CO2 tubes, vehicles for distribution, advertising logistics, etc. in order to achieve the objective of the company;
5. It approves the registration date of **June 9, 2016** (ex-date 08.06.2016) for identifying shareholders who are affected by this EGMS.
6. It approves the mandate for Mrs. Țebrean Iridenta, economic manager to perform all legal formalities and to sign all necessary documents for the registration of the resolutions adopted in this EGMS.

President of the Board of Directors,
ec. Anisoï Elena

EGMS secretaries,