

DRAFT RESOLUTION
of the Extraordinary General Meeting of Shareholders
22/23.03.2018

The Extraordinary General Meeting of Shareholders of SC "BERMAS" SA based in Scheia Str. Humorului nr. 61, Suceava county, Tax identification number: RO 723636, order number with the Trade Register J33/37/1991, with a share capital of 15.087.134,30 lei fully subscribed and paid up, was convened in accordance with the Law no. 31 / 1990, the Law no. 24/2017 and the CNVM Regulation no. 6/2009, at the registered office of SC "BERMAS" SA str. Humorului nr. 61 Șcheia on 22/23.03.2018 at 11:00 o'clock.

The Extraordinary General Meeting is the first / second notice to attend. The notice to attend was published in the Official Journal of Romania, Part IV, no. 681/16.02.2018 in "Romania Libera" newspaper no. ___/19.02.2018 and in "Crai Nou" newspaper no. 7668/16.02.2018. This meeting was attended by shareholders registered in the Shareholders Register at the reference date 13.04.2017.

Of the 21.553.049 shares issued, _____ % shares representing the total shares issued 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 decided unanimously / with majority of votes as follows:

- 1.** a) It approves the investment program for 2018 - 2019;
b) – It approves the limits for the medium term loans required for financing the investment objectives to be performed in the period between 2018 and 2019 amounted to maximum 300.000 Euros
c) - It approves the mortgage and pledge of certain intangible and tangible assets in the patrimony in favour of the banks that will grant credits for investments.
d) - It approves the mandate of the Board of Directors to decide the financing bank and to negotiate the credit conditions and the individualisation of the assets in the patrimony mortgaged to guarantee these loans.

2. a) - It approves the limits for the short term loans for partially financing the production activity, within the total value of 7.500.000 lei.

b) - Approval of the pledge and mortgage of movable and immovable assets in favour of the financing banks so as to guarantee loans and obtain guarantees and letters of guarantee at the request of the company for third parties (public institutions, suppliers).

c) It approves the mandate of the Board of Directors to decide the financing bank and to negotiate the credit conditions and the individualisation of the assets in the patrimony mortgaged to guarantee these loans.

3. It approves the legal documents concluded for granting temporary and free use for the company's customers of goods and accessories specific for selling beer during trade relations;

4. a) - It approves the redemption by the company of its own shares in accordance with the applicable legal provisions under the following conditions: a maximum of 1.293.183 shares (6% of the total shares of the share capital) with a nominal value of 0,7 lei / share at a minimum price equal to the market price on the Bucharest Stock Exchange at the moment of purchase and a maximum price of 1,3 lei / share for a period of maximum 18 months from the date of publication of

the Resolution of the EGMS in the Official Journal of Romania part IV in order to implement a loyalty program for management and employees over a period of at least 3 years.

b) Mandate of the Board of Directors to establish the criteria for the allocation - distribution as a bonus of the redeemed shares for the enforcement of this resolution.

5. It approves the capitalization of uncollected dividends by shareholders for more than 3 consecutive years by registering it under "Own Shares" - "Other reserves" section.

6. Approval of **31 May 2018** (ex-date 30 May 2018) as **registration date** in accordance with art. 86 paragraph (1) of the Law no. 24/2017 regarding the issuers of financial instruments and market operations respectively the date of identification of the shareholders affected by the resolutions of this EGMS.

7. It approves mandate of the Chairman of the Board of Directors to sign on behalf of the shareholders the decisions of the EGMS and any other documents related thereto and to carry out any act or formalities required by the law for the registration and enforcement of the resolutions of the EGMS including the publication and registration formalities to the Trade Register or any other public institution. The Chairman of the Board of Directors may delegate all or part of the powers conferred above to any person competent to carry out this mandate.

*President of the Board of Directors,
ec. Anisoai Elena*

EGMS Secretaries,