

**DRAFT DECISIONS**  
**the Ordinary General Meeting of Shareholders**  
**22/23.03.2018**

The Ordinary 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 12:00.

Ordinary 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 08.03.2018.

Of the 21.553.049 shares issued, \_\_\_\_\_ % shares representing the total shares issued were present and represented at the Meeting.

Ordinary General Meeting of Shareholders is legally established.

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

**1.-** It approves the financial statements for the year ended on December 31, 2017 based on the Directors' Report and the Financial Auditor's Report for the financial year 2017;

**2.-** a) - It approves the distribution on destinations of the net profit for 2017

b) – It approves a dividend in the gross amount of 0,07 lei per share;

c) – It approves the date of 18.06.2018 as date of payment of dividends within six months from the date of the Ordinary General Meeting of Shareholders;

**3.** – It approves the directors' discharge for the financial year 2017;

**4.** – It approves the Budget of income and expenses in 2018.

**5.** - a) It approves the monthly pay due to the members of the Board of Directors for the period 01.04.2018 - 01.04.2019 in the amount proposed by the Board of Directors

b) - It approves the mandate of the Board of Directors through its president as representative to set the pays granted to senior executives and the fee of the financial auditor for the period 01.04.2018 - 01.04.2019;

**6.** – It approves the registration date i.e. date of identification of shareholders who are affected by this resolution of the OGMS. The Board of Directors proposes as registration date the date of **May 31, 2018** (ex-date 30.05.2018);

**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*

*OGMS Secretaries,*