

DRAFT RESOLUTION
of the Extraordinary General Meeting of Shareholders
16/17.04.2019

On 16/17 April 2019 was held **Extraordinary General Meeting of Shareholders of SC "BERMAS" SA**, where they were legally present and represented in which legally registered shareholders registered in the Shareholders' Registry on the date of reference 05.04.2019 holding a number of _____ shares representing _____ % of the share capital with a total number of _____ votes validly cast out of which: _____ by presentation and _____ by representation, the following resolutions were adopted:

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

- 1.** a) Approves the investment program for 2019 - 2020;
b) – Approves the limits for the medium term loans required for financing the investment objectives to be performed in the period between 2019 and 2020 amounted to maximum 500.000 Euros
c) - 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) - 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) - Approves the limits for the short term loans for partially financing the production activity, within the total value of 7.500.000 lei.
b) - Approves 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) 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.** 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.** Approves **31 May 2019** (ex-date 30 May 2019) 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.
- 5.** Approves mandate of the Chairman of the Board of Directors to sign on behalf of the shareholders the decisions of the OGMS 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,

DRAFT DECISIONS
the Ordinary General Meeting of Shareholders
16/17.04.2019

On 16/17 April 2019 was held **Ordinary General Meeting of Shareholders of SC "BERMAS" SA**, where they were legally present and represented in which legally registered shareholders registered in the Shareholders' Registry on the date of reference 05.04.2019 holding a number of _____ shares representing _____ % of the share capital with a total number of _____ votes validly cast out of which: _____ by presentation and _____ by representation, the following resolutions were adopted:

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, 2018 based on the Directors' Report and the Financial Auditor's Report for the financial year 2018;

2.- a) Approves the distribution of the net profit realized in 2018 in the total amount of 1.639.590 lei as follows:

- Legal reserve at 2018 --- 95,914 lei;
- Dividends --- 1,508,713 lei;
- Other reserves --- 34,963 lei.

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

c) – Approves the date of 14.06.2019 as date of payment of dividends within six months from the date of the Ordinary General Meeting of Shareholders;

3. – Approves the directors' discharge for the financial year 2018;

4. – Approves the Budget of income and expenses in 2019.

5. – Approves of the general limits for the pay of the members of the Board of Directors and authorization of the Chairman of the Board of Directors as representative to establish the pay granted to executives and the fee of the financial auditor.

6. – 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, 2019** (ex-date 30.05.2019);

7. It approves mandate of the Chairman of the Board of Directors to sign on behalf of the shareholders the decisions of the OGMS 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 OGMS 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. Anisoi Elena

OGMS Secretaries,