



SC "BERMAS" SA Suceava

Str. Humorului nr. 61 Șcheia

Cod de înregistrare fiscală: RO 723636

Telefon: 0230/526543; 526544

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E-mail: bermasv@yahoo.com; office@bermas.ro



CURRENT REPORT

In accordance with Law no. 24/2017 and the ASF Regulation no. 5/2018

Report date: January 29, 2019

Name of the issuing company: SC "BERMAS" SA

Headquarters: Șcheia, str. Humorului nr. 61, Suceava County

Telephone / fax number: 0230526545; 0230526542

Tax Identification Number: RO 723636

Registration number in the Trade Register: J33 / 37/1991

Subscribed and paid-up share capital: RON 15,087,134.30

Total number of shares: 21,553,049

The regulated market on which the issued securities are traded: Bucharest Stock Exchange

IMPORTANT EVENT REPORT:

**Distribution of shares to employees and members of the management of the company
BERMAS SA in accordance with the AGEA decision dated 27.04.2017
and by the Board of Directors decision dated 28.01.2019**

According to the provisions of Law 24/2017 and of the AGEA Decision dated 27.04.2017 and the CA Decree of 28.01.2019, SC "BERMAS" SA informs the shareholders and the potential investors that a number of 1,293,183 shares (BRM symbol) will be offered to employees and management members of BERMAS SA.

We attach the Information document in accordance with Annex no. 4 of Regulation no. 5/2018.

*President of the Board of Directors and General Manager
ec. Anisoii Elena*



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INFORMATION DOCUMENT ON ALLOCATION WITH FREE TITLE OF MOBILE VALUES TO EMPLOYEES AND THE OCCASIONAL MEMBERS OF THE SOCIETY MANAGEMENT BERMAS SA

(Information document according to Annex 4 of the ASF Regulation No. 5/2018)

1. Responsible persons

1.1. Name and function of natural persons or name and address of legal persons responsible for the information included in the presentation document:

BERMAS S.A. - with headquarters in Șcheia, str. Humorului, no. 61 Suceava County, postal code 727525, tel / fax. 0230/526542, 0230/526543, registered with the Trade Register Office attached to Suceava Court, no. J33 / 37/1991, having CUI 723636, represented by Ms. ANISOI ELENA - General Manager;

1.2. Statements by responsible persons mentioned in section 1.1 that the information contained in the presentation document is, to the best of their knowledge, in accordance with the reality:

By checking the content of this information document, SC BERMAS SA, represented by Aniso Elena - General Manager, accepts responsibility for its content and confirms that the information provided is in line with reality and does not contain inaccurate omissions or statements that are likely to significantly affect the content of the document information.

2. Information about the issuer

2.1. Name, seat, unique registration code and serial number in the Trade Register Office.

Name of the issuer: SC BERMAS S.A. ;

Issuer address: Șcheia, Humorului str., No. 61 Suceava county postal code 727525;

Company Registration: Registered at the Trade Registry Office of the Suceava Tribunal under no. J33 / 37/1991, having the unique registration number RO 723636;

2.2. Social capital

- amount of subscribed and paid-up capital: 15,087,134.30 lei;

- the number of shares issued: 21,553,049 shares;

- the nominal value of one share: 0,70 lei;

3. Information on offering or assigning securities to current or former management members or employees

3.1. The decision making decisions that the offer or assignment of securities to current or former members of the management or employees

By the decision of the Extraordinary General Meeting of Shareholders dated April 27, 2017, published in the Official Gazette of Romania, Part IV, no. 1973 of 9.06.2017, it was approved the redemption by the company of its own shares on the capital market in accordance with the applicable legal provisions, in a maximum of 1,293,183 (6% of the total share capital) in order to implement a program the loyalty of management mem- bers and employees of the company.

At the same time, the Extraordinary General Meeting of Shareholders dated April 27, 2017 approved that the redeemed own shares be allocated to the employees and members of the management of the company free of charge and mandated the Board of Directors to set the allocation and distribution criteria for the to comply with this judgment.

By the decision of the Board of Directors dated January 28, 2019, based on the mandate granted by the EGM decision of April 27, 2017, it was decided that a number of 1,293,183 shares repurchased on the basis of the EGM decision of 27 April 2017 be allocated with (IT, CTC Laboratory, Energy, Mechanics, Human Resources, Legal Advisor, Financial-Accountant, Marketing), Heads of Production Departments (Sawing, Fermentation, Beer Bottling to beg, Bottled-Air Bottling Plant, Heat Station, Malt Section) as well as their deputies, specialists in the offices, commercial representatives and other categories of employees within SC BERMAS SA (qualified workers with certificates and unqualified).

The transfer of ownership of the shares from the company to the employees and members of SC BERMAS SA management is done after the transmission of this document and the documents related to the transfer, according to the legislation in force, to the Central Depository SA.

If we are dealing with a share capital increase - Not applicable

3.2. Description of share capital increase:

- the reason for the increase of the share capital:
- the amount with which the increase of the share capital was decided:
- the number of shares issued through the increase of share capital:
- the number of shares offered to current or former members of the management or employees: (if the total number of shares for the share capital increase is higher than the number of shares offered to current or former management mem- bers or employees)

It's not necessary;

3.3. Description of the operation: the reason for the offer of shares, the total number of securities offered, the number of securities offered individually by categories of investors

The operation consists in the acquisition by the company of its own shares in order to allocate to the members of the Board of Directors, Executive Directors, Chiefs of Specialty Offices (IT, CTC Laboratory, Energy, Mechanics, Human Resources, Legal Advisor, Financial- Marketing), Heads of

Production Departments (Boilers, Fermentation, Glass Beer Bottling, Kettle Beer Bottling, Air Conditioning Plant, Heat Plant, Malt Section) as well as their locals, office staff, commercial representatives and other categories of employees within SC BERMAS SA Suceava, free of charge.

According to the Board of Directors' Decision of January 28, 2019, 1,293,183 shares will be distributed free of charge to employees and management members of BERMAS SA.

The reason for the offer of shares is the company's undertaking of a program of employee loyalty for a period of 5 years.

By decision of the Board of Directors dated January 28, 2019, adopted on the basis of the mandate granted by the EGMS on April 27, 2017, the Board of Directors decided that the shares are intended for members of the management and employees who meet the following criteria:

a) For administrators and executives:

- have a mandate / management contract in force with the company at the time of assignment;
- fulfill, at the time of assignment, a management function as defined in company documents;
- accept the conditionalities of the loyalty scheme approved by the Board of Directors for the years 2019-2024.

b) For employees:

- be employed by the company on the basis of a contract of indefinite duration, without interruption or suspension of the employment relationship;
- occupies key positions in the company structure;
- against them, no disciplinary measure has been ordered by society for the last 3 (three) years;
- have been particularly involved in achieving the objectives of society;
- assumes the company's objectives from current and prospective plans (2019-2024);
- accept the conditions of the loyalty scheme approved by the Board of Directors for the years 2019 - 2024;
- have a moral, professional, and social conduct in accordance with the Inland Regulation;
- at least at the time of the annual assessments they have attained a good rating, individual performance and key tasks, according to the Fact Sheet.

The persons responsible for checking / applying the selection criteria are the directors of the company, Mrs. Anisoi Elena - General Manager.

3.4. Description of the type and class of securities that are offered or attributed

The securities offered are dematerialized nominative shares traded on the Standard category at the Bucharest Stock Exchange.

3.5. Subscription period

The transfer of ownership of the shares from the company to the members of the management and employees of SC BERMAS SA will be made after the transmission of this document and the documents related to the transfer according to the legislation in force to the Central Depository SA.

3.6. Subscription price

By the Decision of the Board of Directors no. 1 of January 28, 2019, it was decided to allocate 1,293,183 shares free of charge to the employees and members of the management at a preferential price of 0 lei / share.

3.7. Intermediary who helped the issuer to compile the presentation document --- Not applicable.

3.8. Any other information considered important by the issuer or by A.S.F.

According to art. 16, par. (3) (b) (5) of Law 24/2017, the drawing up and publication of a prospectus are not mandatory for securities offered, assigned or to be assigned to former or current management or employee members or current employees by the employer either by the parent company or a subsidiary, provided that the company has its registered office or registered office in the European Union and that a document containing the content provided by the regulations issued by the ASF is available, as is Annex 4 ASF Regulation no.5 / 2018.

ISSUER

SC BERMAS SA

General Manager

ANISOI ELENA