



SC "BERMAS" SA Suceava

Str. Humorului nr. 61 Șcheia
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CURRENT REPORT

In accordance with the provisions of art. 224 of the Law no. 297/2004

Date of the report: *April 7, 2016*
Name of the issuer company: *SC „BERMAS” SA*
Headquarters: *Șcheia, str. Humorului nr. 61, Suceava County*
Phone/fax number: *0230526545; 0230526542*
Tax identification number: *RO 723636*
Registration number with the Trade Register: *J33/37/1991*
Subscribed and paid capital: *15.087.134,30 RON*
Regulated market where the issued securities are traded: *Bucharest Stock Exchange*

On April 7, 2016 at 11.00 o'clock in accordance with the Law 31/1990, the Law 297/2004 and the Regulation 6/2009 of CNVM, the **Ordinary General Meeting of Shareholders** of the company SC "BERMAS" SA based in str. Humorului nr. 61 Șcheia was convened and followed at 13.00 o'clock by the **Extraordinary General Meeting of Shareholders** of SC "BERMAS" SA.

The **Ordinary General Meeting and the Extraordinary General Meeting of Shareholders** are at the first notice to attend. The notice to attend was published in the Official Gazette of Romania 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 two meetings are attended by the shareholders registered in the Shareholders Register on the reference date of 24.03.2016.

Of 21.553.049 shares issued, 14.492.118 shares representing 67,24% of the total shares issued were present and represented.

The Ordinary General Meeting and the Extraordinary General Meeting of Shareholders are legally established.

I. The Ordinary General Meeting of Shareholders of SC "BERMAS" SA adopted the Resolution no. 1/ 2016 with a total number of expressed votes 14.492.118 of which: 12.079.090 by personal attendance, 1.184.948 by power of attorney and 1.228.080 by ballot. Consequently, with 14.492.118 votes "In favour" it was decided:

1. The approval of the individual financial statements for the year ended on 31.12.2015 based on the Directors' Report and of the Financial Auditor's Report.

2. a). The approval of the distribution of net profit realised 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). The approval of the gross value of dividend / share amounted to 0,06 lei.

c). The approval of 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. The approval of the financial discharge of directors for the financial year 2015.

4. The approval of the Income and Expenditure Budget established based on the activity schedule for 2016;

5. The approval of the appointment as financial auditor, for a 4 years term, of the audit company CODEXPERT OFFICE S.R.L.

6. a) – The approval of 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) – The mandate awarded to 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. The approval of 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. The approval of the mandate of Mrs. Țebrean Iridenta - economic manager to sign all documents issued following the Ordinary General Meeting of Shareholders.

II. The Extraordinary General Meeting of Shareholders of SC "BERMAS" SA adopted the Resolution no. 1/ 2016 with a total number of expressed votes 14.492.118 of which: 12.079.090 by personal attendance, 1.184.948 by power of attorney and 1.228.080 by ballot. Consequently, with 14.492.118 votes "In favour" it was decided:

1. The approval of the investment program for the period 2016 – 2017.

2. a)- The approval of the medium-term credit limits amounted to maximum 300.000 € for supplementing the financial sources for the investment objectives to be achieved during the period 2016 – 2017;

b) – The approval of the pledge and mortgage of certain immovable and movable property in the patrimony of the company in favour of banks financing the investment credits.

c) – The approval of the mandate 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.

3. a) The approval of the limits for the short-term credits to partially finance the production activity, within the total amount of 7.500.000 lei.

b) The approval of the pledge and mortgage of movable and immovable assets in favour 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) – The approval of the mandate granted to 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. The approval of 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. The approval of the **registration date of June 09, 2016** (ex-date 08.06.2016) for identifying shareholders who are affected by this EGMS.

6. The approval of 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. Anisoii Elena*