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**compa s.a. ROMANIA, SIBIU, 550234, Henri Coandă, 8**  
Tel.+40 269 239400 / 230888; Fax +40 269 212204 / 237770; [www.compa.ro](http://www.compa.ro)



## DRAFT

### **RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS COMPA COMPANY S.A. SIBIU**

The Extraordinary General Meeting of Shareholders (EGMS) convened by the Board of Directors of COMPA S.A. Sibiu, assembled on the 27/30.01.2017 in accordance with the law in force.

The work took place (during the first/second convocation) at the company's headquarters, fulfilling all advertising and quorum conditions of ..... % representing ..... shares from the total of 218.821.038 shares.

Following a meeting of the quorum referred to in Chapter VIII, par. (2) of the Instrument of Incorporation, namely, "attendance of shareholders who own at least a quarter of the total number of voting rights", the assembly being legally constituted, the meeting underwent a presentation, debate, discussions and voting on the points set out in the agenda of the meeting as it was announced in the convening notice published in the newspaper "Bursa" on 15.12.2016, on the Official Gazette - Monitorul Oficial no. 4312 /16..12.2016 and on the company's website [www.compa.ro](http://www.compa.ro)

After debates concerning all points set out in the agenda, the following **resolutions** were adopted:

1. With [majority of votes / ... votes "for"; ... votes "against"; ... votes "abstention"; ... votes "canceled"] ... has approved the establishment COMPA secondary office of the Company at the address in Sibiu, No.5, Avram Iancu Street, postal code 550183. The activity shall be carried out at this site according to CAEN code 8299 - Other business support service activities n.e.c.
2. With [majority of votes / ... votes "for"; ... votes "against"; ... votes "abstention"; ... votes "canceled"] has approved empowerment Mr.Eng.Deac Ioan – Chairman & CEO and Mr.Ec.Miclea Ioan - CFO member of the Board of Directors to represent the Company on the occasion of signing of all documents necessary for the establishment of the secondary office.
3. With [majority of votes / ... votes "for"; ... votes "against"; ... votes "abstention"; ... votes "canceled"] has approved the proposal for sale of the following parcels located in Sibiu, 42-44, Victoriei blvd., identified as follows:
  - plot with land register number 123772, land with destination class of buildings and adjoining areas, in surface of 6.215 sqm, with administrative building S+P+2E+M ( basement + ground floor + 2 floors + attic ) and office building P+3E (ground floor + 3 floors);
  - plot with land register number 123803, land with destination class of buildings and adjoining areas, in surface of 209 sqm;
  - plot with land register number 123802, land with destination class of buildings and adjoining areas, in surface of 36 sqm;
  - plot with land register number 123801, land with destination class of buildings and adjoining areas, in surface of 39 sqm;
  - plot with land register number 123800, land with destination class of buildings and adjoining areas, in surface of 137 sqm;
  - plot with land register number 123799, land with destination class of buildings and adjoining areas, in surface of 6.528 sqm;
  - plot with land register number 123771, land with destination class of buildings and adjoining areas, in surface of 5.552 sqm;
  - plot with land register number 123798, land with destination class of buildings and adjoining areas, in surface of 985 sqm, with electricity transformer point P (ground floor).
4. With [majority of votes / ... votes "for"; ... votes "against"; ... votes "abstention"; ... votes "canceled"] has approved the proposal regarding the dismantling of the plots mentioned at paragraph 3, in case that there will be purchasing offers only for a part of these plots.
5. With [majority of votes / ... votes "for"; ... votes "against"; ... votes "abstention"; ... votes "canceled"] has approved delegation of the Board of Directors by the Extraordinary General Meeting of Shareholders for establishing the sale strategy for the estates identified at paragraph 3 and those resulted after the dismantling according to paragraph 4, in order to designate the persons that will negotiate the contractual conditions and the price of the sale, the goal being to obtain a price that reflects the markets value of the estates, and in order to execute all pre-sale preparation of the plots.



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6. With [majority of votes / ... votes "for"; ... votes "against"; ... votes "abstention"; ... votes "canceled"] has approved the empowerment of Chairman & CEO, Mr.Eng.Deac loan and of CFO - Mr.Ec.Miclea loan, member of the Board of Directors to represent the company when signing the sale – purchase contracts, the annexes and any other documents necessary to conclude the transactions on plots identified in paragraph 3 or resulted from the dismantling according to paragraph 4.

7. 24/02/2017 was acknowledged as the registration date for identifying shareholders affected by the decisions of the ordinary meeting of shareholders pursuant to article 238 of Law no.297 / 2004 on capital markets through voting with [unanimity of votes / ... votes "for"; ... votes "against"; ... votes "abstention"; ... votes "canceled"] and 23/02/2017 was acknowledged as ex-date, according to art. 129<sup>2</sup> from the CNVM Regulation nr.1/2006 through voting with [unanimity of votes / ... votes "for"; ... votes "against"; ... votes "abstention"; ... votes "canceled"].

**Art.8.** Through voting with [unanimity of votes / ... votes "for"; ... votes "against"; ... votes "abstention"; ... votes "canceled"] the mandate of Mr. Deac loan as Chairman &CEO / legal representative is approved with the possibility of substitution, to complete/sign in the name of the company/shareholders the resolutions of the current meeting and any other documents for the purpose of enforcing the above mentioned judgments, in relation with any person or entity, private or public and empowerment of Mrs. Grobnicu Mihaela to perform all legal formalities for registration, advertising and publishing of the final decisions.

Additional data and information are available at the company, phone +40 269 / 237878, fax +40 269 / 212204

## Chairman &CEO

loan DEAC