

NOTE

Regarding points 10 and 11 from the A.G.E.A agenda on reduction of the Share Capital of the affiliated company S.C. TRANS C.A.S. S.R.L - Sibiu

On the agenda of the Extraordinary General Meeting of Shareholders of COMPA S.A. Sibiu, points 10 and 11 are mentioned which refer to the approval of the reduction of the share capital of the affiliated company TRANS C.A.S. S.R.L:

10. Approval of the reduction of the share capital in the total amount of 1,500,000 RON (one million five hundred thousand RON) of the affiliated company TRANS CAS. S.R.L. based in Sibiu, str. Henri Coanda no. 8, Jud. Sibiu, registered with the O.R.C. from the Sibiu Tribunal under no. J / 32/633/2002 having Unique Registration Code 14836511, with the amount of 750,000 RON (seven hundred fifty thousand RON) by decreasing the number of shares of the associates from 150,000 (one hundred fifty thousand) to 30,000 (thirty thousand) shares and by increasing the value of a share from 10 RON (ten RON) to 25 RON (twenty five RON).

11. Empowerment of the legal representative of COMPA S.A. Mister. Ioan Deac - Chairman of the Board of Directors and General Manager to sign the decision of the E.G.M.S. regarding the reduction of the share capital of TRANSCAS S.R.L., according to the decision from point 10.

The affiliated company S.C. TRANS C.A.S. S.R.L was established and registered at the Trade Register in 2002, with registration number J23 / 633/2002, and Unique Registration Code R14836511. The main activity of the company is: Road freight transport (CAEN code: 4941).

1) The evolution of the share capital of S.C. TRANS C.A.S S.R.L. SIBIU

Since the establishment of the company in 2002 and until now, the Share Capital has had the following evolution:

Associates	Unit	Share capital at the establishment of 2002	Increased Share capital - 2007	TOTAL Share capital
COMPA S.A SIBIU	RON	9.900	1.488.550	1.498.450
MAXIM MIRCEA	RON	50	1.450	1.500
MIHĂILĂ DANIELA	RON	50	0	50
TOTAL	RON	10.000	1.490.000	1.500.000

The capital increase carried out according to the Decision of the General Assembly of the Associates of the company S.C. TRANS C.A.S. S.R.L SIBIU dated 21.12.2006 was made for the following objective reasons:

- The affiliated company TRANS C.A.S. SRL at the time of its establishment in 2002, due to the lack of equity, rented from the parent company S.C. COMPA S.A. all the assets necessary to carry out the activity: land, buildings, means of transport, maintenance and repair equipment, etc.
- As a result of the development of the activity of the affiliated company TRANS C.A.S., it was necessary to purchase in a leasing system some high capacity means of transport (TIR-20 tons), and the company's own capital at that time was insufficient
- The company's own capital on 30.12.2006 was negative due to the accumulated losses as follows:

Share capital	=	10.000 RON
Cumulative losses 2002-2006	=	- 21.876 RON
TOTAL SHARE CAPITAL	=	- 11.876 RON

- Due to the lack of equity, the investments made, the increase in current assets, the affiliated company recorded significant debts to the parent company.

In the context of these premises existing at the end of 2006, the associates decided to increase the share capital of S.C. TRANS C.A.S. S.R.L - Sibiu, starting with 01.01.2007, the number of shares and the value of the share capital becoming:

Associates	The value of a social part	Social Parts - number of shares-	Share capital value -RON-
COMPA S.A SIBIU	10	149.845	1.498.450
MAXIM MIRCEA	10	150	1.500
MIHĂILĂ DANIELA	10	5	50
TOTAL	10	150.000	1.500.000

2) The need and opportunity to reduce the capital to the affiliated company S.C. TRANS C.A.S. S.R.L SIBIU.

In the period 2006-2020, the affiliated company S.C. TRANS C.A.S. S.R.L has developed year by year, gradually managing to self-finance, currently having an equity capital above the level of self-financing required.

This situation with a positive impact on the own capital of the affiliated company TRANS C.A.S., is due to:

- the gradual transition from a period in which the affiliated company recorded annual losses to a profitable situation when the company made a profit almost every year;
- throughout the period: 2006-2020, the affiliated company did not distribute dividends to its associates allowing it to remain an affiliate profit in the company contributing to the increase of the company's equity;
- the affiliate profit to remain in the company contributing to the increase of the company's own capital
- On 30.06.2020 the own capital of the affiliated company registered the following values:

Share capital	=	1.500.000 RON
Reserves	=	3.832.003 RON
Profit (undistributed - Current)	=	- 3.415 RON
TOTAL Share capital	=	5.328.588 RON

In this context, the equity of the affiliated company TRANS C.A.S., compared to 2006 when the capital increase was made, increased significantly, from a negative equity (-11,876 RON) to a level of 5.328.588 RON which represents the Capital own of the affiliated company registered in the balance sheet from 30.06.2020.

In such conditions, the company's own capital is currently above the level of resources needed to finance the company's activity, including investments, allowing the reduction of the share capital from 1.500.000 RON currently existing to a share capital of 750,000 RON.

Sibiu, 12.10.2020

Chairman / CEO

Ioan DEAC

CFO,

Ioan MICLEA