



TURBOMECHANICA

Bd. Iuliu Maniu Nr. 244 District 6 Zip Code 061126 Bucharest - Romania

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European Unique Identifier (EUID) ROONRC.J40/533/1991

Commerce Registry Code J40/533/1991

Tax Code RO3156315 Unique Registration Code 3156315

Subscribed share fully paid capital 36,944,247.50 RON

www.turbomecanica.ro; e-mail: office@turbomecanica.ro

Resolution no. 3 of 14.11.2017

The shareholders of the company TURBOMECHANICA S.A., with headquarters in Bucharest, 244 Iuliu Maniu Blvd., district 6, registered with Bucharest Trade Registry under no. J40/533/1991, U.I.C. 3156315,

Summoned on 14.11.2017 in an Extraordinary General Meeting of Shareholders where were present shareholders representing together 52,1783% of the total number of shares at Company's headquarters in Bucharest, 244 Iuliu Maniu Blvd., district 6,

According to the provisions of the summon of this Extraordinary General Meeting, issued on 06.10.2017 and published in the Romanian Official Gazette, Part IV, no. 3878 of 09.10.2017 and in the newspaper "Adevarul" of 11.10.2017,

With the observance of the provisions of art. 15 para. (3) of the Company's Constitutive Act,

After analysing all the issues on the agenda according to the convening document,

Decided the following:

- I. It is unanimously approved to ratify the decision of the Board of Directors regarding the extension of the credit line granted by Banca Transilvania S.A. Cluj Napoca-Militari Bucuresti Branch, as well as updating the securities, according to Addendums no. 15/186/22.06.2017 and no. 16/186/24.07.2017 to the Credit Agreement no. 186/24.06.2009 and its subsequent addendums, as well as to Addendum no. 1/24.07.2017 to the Credit Agreement no. 40/IPO/01/20.12.2012 and Addendum no. 2/24.07.2017 to the Credit Agreement no. 186/IPO/01/24.06.2009;
- II. It is approved unanimously to ratify the decision of the Board of Directors regarding the restructuring and reconversion of the credit granted by BRD-GSG- Militari Branch, as well as updating the mortgages and pledges according to Addendums no. 56/30.08.2017 and no. 57/31.08.2017 to the Credit Agreement no. 103 Bis/28.04.2006, modified by the subsequent addendums, as well as by Addendum no. 1 to the Mortgage Agreement authenticated under no. 161/10.02.2015 and Addendum no. 1 to the Mortgage Agreement authenticated under no. 535/26.05.2006; Addendum no. 3/30.08.2017 to the Pledge Agreement without dispossession of the credit balance of the bank accounts no. G26/11.05.2009; Addendum no. 1/30.08.2017 to the Mortgage Agreement on Movables

- no. 24/8130/03.02.2015; Addendum no. 1/30.08.2017 to the Mortgage Agreement on Movables no. G114/31.07.2012; Addendum no. 1/30.08.2017 to the Mortgage Agreement on the universality of receivables no. G109/31.12.2013;
- III. It is unanimously approved to ratify the decision of the Board of Directors regarding the approval to renew the factoring limit by 31.08.2018, according to Addendum no. 3 to the Special conditions no. 3 to the Factoring Agreement no. 539/04.05.2006 concluded with B.R.D.-G.S.G- Militari Branch;
- IV. It is unanimously approved the empowerment of the President of the Board of Directors to sign for the company and on its behalf, all the documents regarding the restructuring / extension of the credits granted by BRD-GSG-Militari Branch, respectively Banca Transilvania S.A. Cluj Napoca-Militari Bucuresti Branch, as well as with regard to updating the securities afferent to them;
- V. It is unanimously approved to ratify the decision of the Board of Directors regarding the association Turbomecanica S.A. as the founding member of the Romanian Association of Helicopters' Industry (Asociatia Romane a Industriei Elicopterelor), as well as approving the basic elements of the association, namely the denomination, headquarters, scope, participation to making decisions and empowering Mr. Radu Viehmann, the Presodent of the Board of Directors and General Manager of the company, to sign the Constitutive Act/Decision regarding the establishment and the Statute of the association;
- VI. It is unanimously approved that 05.12.2017 to be the registration date which serves for identifying the shareholders affected by the decision of the extraordinary general meeting of shareholders, respectively the ex date 04.12.2017;
- VII. It is unanimously approved to empower the President of the Board of Directors to sign the minutes and the decision of the ordinary general meeting of shareholders and the company's legal counsellor to fulfill the formalities necessary for registering the mentions with the Trade Registry Office and for publishing the decision of the ordinary general meeting of shareholders in the Official Gazette, Part IV.

PRESIDENT OF THE BOARD OF DIRECTORS,
Eng. RADU VIEHMANN



E.G.M.S. SECRETARIES:
GIUSEPIA PANTAZI
ION DINCA