



## TURBOMECHANICA

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

Tel .: (+4) 021 434 32 06; (+4) 021 434 07 41 Fax: (+4) 021 434 07 94

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](http://www.turbomecanica.ro); e-mail: [office@turbomecanica.ro](mailto:office@turbomecanica.ro)

---

### CURRENT REPORT no. 6/27.04.2021

Current report under the provisions of art.77 et seq of the Law no 24/2017 and of ASF Regulation no 5/2018

Date of the report 27 April 2021

Name of the issuing entity: TURBOMECHANICA SA

Headquarters: B-dul. Iuliu Maniu nr. 244, sector 6

Tel.: (+4) 021 434 32 06; (+4) 021 434 07 41 Fax: (+4) 021 434 07 94

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

Trade Registry registration number J40/533/1991

Unique Registration Code 3156315

Subscribed share fully paid capital 36,944,247.50 RON

The regulated market by which the issued transferable securities are traded: Bursa de Valori Bucuresti, Titluri de capital –Standard Category

#### **I. Important events to be reported:**

THE ORDINARY GENERAL MEETINGS OF SHAREHOLDERS registered in the Company's shareholders' registry as of 16.04.2021, summoned for 27.04.2021, hours 11.00 according to the provisions of Law no 31/1990 on companies as republished and further modified and of the Law no. 24/2017, at the Assembly Room of the Company "Turbomecanica" S.A., situated in Bucharest, 244 Iuliu Maniu, district 6, having met the presence quorum under the Statutes of the Company for the first call in the meeting of 27.04.2021 being present shareholders representing 56,5227% of the share capital being present 6 shareholders in person. None of the shareholders have sent their correspondence ballot votes or power of attorney in the time limit provided in the Call in compliance with the recommendations of ASF Rules no 5/2020.

The resolutions were adopted with unanimity of the present shareholders save for the Decision at point 1 pf the Agenda as regards the discharge of liability of the directors to which the Board members present have abstained i.e. 2 shareholders holding 152.372,676 shares, representing 41,24 % of the share capital of the Company.

**The ordinary general meeting** debated the issues on the agenda as it results from these mentioned in the minutes of the meeting and has adopted the decision no 1/27.04.2021 for all the 11 points on the agenda as follows:

1. It is approved by the majority of the votes, the shareholders members of the Board of directors abstaining from vote under art. 126 para. (1) of the Law no. 31/1990, the Board of Directors' Management report for the financial year of 2020 and release of liability of the Board members for the year 2020;
2. Approval of the Financial Auditor Report on the financial situations of 2020;
3. Approval of the financial situation of 2020;
4. Approval of the income and expenses budget for 2021;
5. Approval of the investment plan for 2021;
6. Approval of the Board of Directors' proposal for year 2020 net profit of **13.342.726,21** lei distribution as follows:
  - Other reserves – distribution of the profit for which a tax exemption was granted under the provisions of Art.22 para. (5) of the Law 227/2015 on Fiscal Code, amounting to 1.180.748,52 lei (*Re-invested profit has been deducted from the payable profit tax as at 31.12.2020*)
  - Covering the losses from previous years, according to Law 31/1990, re-published, in amount of 12.161.977,69 lei
7. Election of Mr. Nicolae Havrilet Romanian citizen, as member of the Board of Directors of the Company for a period of 3 years, in the same conditions including the remuneration, of the management contract and appointment of the President of the Board to sign on behalf of the Company the management contract;
8. Approving the appointment of the external financial auditor ERNST & YOUNG ASSURANCE SERVICES S.R.L., Romanian legal person with headquarters in Mun. București represented for the purpose of the audit contract by Mrs. COJOCARU IULIANA-VERONA, Romanian citizen domiciled in București, as auditor, for a duration of the financial audit contract of 3 years, according to Law no. 162/2017 on the statutory audit of the annual financial statements and of the consolidated annual financial statements, as well as for observing the provisions of the (EU) Regulation no. 537/2014 on the specific requirements regarding the statutory audit of the public interest entities;
9. Approval of the registration date of 27.05.2021 for the purpose of identifying the shareholders for whom the decision of the general meeting of shareholders produces effects.
10. Establishing the date of 26.05.2021 as „ex date”, the calendar day from which the shares issued by TURBOMECHANICA S.A., object of the Decisions of the ordinary general meeting of Shareholders are to be traded without the rights deriving out of that decision;
11. Empowering 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 it with the Trade Registry Office and for publishing the decision of the ordinary general meeting of shareholders in the Official Gazette, Part IV.

THE EXTRAORDINARY GENERAL MEETINGS OF SHAREHOLDERS registered in the Company's shareholders' registry as of 16.04.2020, summoned for 27.04.2020, hours 11.30 according to the provisions of Law no 31/1990 on companies as republished and further modified and of the Law no. 24/2017, at the Assembly Room of the Company “Turbomecanica“ S.A., situated in Bucharest, 244 Iuliu Maniu, district 6, having met the presence quorum under the Statutes of the Company for the first call in the meeting of 27.04.2020 being present sharehodlers representing 56,5227% of the share capital being present 6 shareholders in person. None of the shareholders have sent their correspondence ballot votes or power of attorney in the time limit provided in the Call in compliance with the recommendations of ASF Rules no 5/2020.

The resolutions were adopted with unanimity of the present shareholders.

**The extraordinary general meeting** debated the issues on the agenda as it results from these mentioned in the minutes of the meeting and has adopted the decision no 2/27.04.2021 for all the 8 points on the agenda, as follows:

1. Approving the extension for a 12 month period i.e. until August 2022 of the credit line granted by Banca Transilvania S.A. Cluj Napoca–Sucursala Militari Bucuresti under the Credit Agreement no. 186/24.06.2009 and the subsequent Addendums to it;
2. Approving the extension for a 12 month period i.e. until August 2022 of the credit line granted by BRD-GSG-Sucursala Militari under the Credit Agreement no. 103 Bis/28.04.2006 86/24.06.2009 and the subsequent Addendums to it;
3. Approving of the renewal for a 12 month period of the factoring ceiling under the Factoring Agreement no. 539/04.05.2006 concluded with B.R.D.-G.S.G-Sucursala Militari and the subsequent Addendums to it;
4. Approving the mandate granted to the president of the Board to sign in the name and on behalf of the Company all the documents related to the extension of the credits granted by BRD GSG Militari Branch respectively Banca Transilvania SA Cluj Napoca Militari Branch Bucharest;
5. Approval of the termination or modification of any credit agreements concluded by the Company with credit institutions or non-banking financial institutions and conclusion of other credit agreements by the Company with credit institutions or non-banking financial institutions provided that the existing credit ceiling (principal amount borrowed) is maintained as of the date of this decision and the empowerment in this respect of the Board of Directors to negotiate and approve such operations in the best commercial terms for the Company, including but not limited to lifting and / or modification and / or constitution, as the case may be, of the real or personal guarantees, movable or real estate afferent, the Chairman of the Board of Directors being also empowered to sign any legal acts in this respect in the name and on behalf of the Company.
6. Approval of the registration date for the purpose of identifying the shareholders for whom the decision of the general meeting of shareholders produces effects, being proposed the date of 27.05.2021.
7. Establishing the date of 26.05.2021 as „ex date”, the calendar day from which the shares issued by TURBOMECANICA S.A., object of the Decisions of the extraordinary general meeting of Shareholders are to be traded without the rights deriving out of that decision;
8. Empowering 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 fulfil the formalities necessary for registering it with the Trade Registry Office and for publishing the decision of the extraordinary general meeting of shareholders in the Official Gazette, Part IV.

PRESIDENT- GENERAL MANAGER      FINANCIAL AND BUSINESS MANAGER

Eng.

VIEHMANN RADU

CLAUDIA ANGHEL