



TURBOMECANICA

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. 1 of 27.04.2021

The shareholders of the company TURBOMECANICA 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, registered as shareholders of the Company as of 16.04.2021

Summoned on 27.04.2021 in an Ordinary General Meeting of Shareholders where were present shareholders representing together 56,5227% 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 for this Ordinary General Meetings approved under the Board of Directors decision no 142/23.03.2021 and published in the Romanian Official Gazette, Part IV, no. 1257 of 26.03.2021,

With the observance of the provisions of art. 15 para. (1) of the Company's Constitutive Act, After analysing all the issues on the agenda according to the convening document,

It was decided the following:

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 married, domiciled in Jud. Maramures, Mun. Tirgu Mures, str. Stramba, nr. 46, ap. 1, identified with CI serial no MS

827186, issued on 20.08.2014 de SPCLEP Tg.Mures, CNP 1560814264375, born on 14.08.1956 in Valea Viselui com Bistra, 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, Bvd. Ion Mihalache, nr 15-17, Cladirea Bucharest Tower Center, etaj 21, Sector 1, incorporated under no J40/5964/1999, registration code 16571917, fiscal attribute RO, social capital 53000 lei, registered under the Financial Auditors Register under no. 77/15.08.2001 represented for the purpose of the audit contract by Mrs. COJOCARU IULIANA-VERONA, domiciled in București, Strada G-ral Candiano Popescu nr.105, bl. Corp A, ap. 1, sector 4, identified with CI serial no RD 837911 issued by SPCEP S4 compart. nr. 1, on 27.03.2017, CNP 2760412440019 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 TURBOMECANICA 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.

PRESIDENT OF THE BOARD OF DIRECTORS

ENG. RADU VIEHMANN



O.G.M.S. SECRETARIES:

GIUSEPIA PANTAZI

CLAUDIA ANGHEL