



## TURBOMECANICA

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. 6/27.04.2023**

Current report under the provisions of art. 122 et seq of the Law no 24/2017 and art 116 et seq of ASF Regulation no 5/2018

Date of the report 27 April 2023

Name of the issuing entity: TURBOMECANICA 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 12.04.2023, summoned for 27.04.2023, 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 27.04.2023 being present shareholders representing 58,3743 % of the share capital being present 8 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 2 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 1/27.04.2023 for all the 10 points on the agenda as follows:

1. Approval of the financial situation of 2022, of the Board of Directors' Management report for the financial year of 2022 and of the Financial Auditor Report on the financial situations of 2022;
2. Approval of the release of liability of the Board members for the year 2022;
3. Approval of the income and expenses budget and of the investment plan for year 2023;
4. Approval of the remuneration report as per the conditions provided in art 107 of the Law. No 24/2017.
5. Approval of the Board of Directors' proposal for year 2022 distribution of the net profit of the year 2022, in amount of **12,189,144.21** lei as follows:

- |  |                  |
|--|------------------|
| a) Gross total dividend distribution   | 8,500,000 lei    |
| b) Profit not allocated to other destinations representing own source of investment financing: | 3,689,144.21 lei |

The value of the dividend to be paid is 0.02301 lei/share, representing the gross dividend for the shareholders registered in the Register of Shareholders on the registration date 10.10.2023.

The dividend tax will be calculated and withheld by the Company and paid to the state budget in accordance with the applicable legal provisions.

The payment of net dividends will be made to the shareholders starting with the payment date 25.10.2023, the calendar date on which the distribution of dividends related to the shares of TURBOMECHANICA SA, as established by the Decision of the Ordinary General Meeting of Shareholders, becomes certain.

The payment methods and the procedures corresponding to the payment of dividends will be brought to the notice of the shareholders through a subsequent notice.

6. Approval of the coverage of the debit balance of the account of the result carried over from the correction of accounting errors, in the amount of 886,615.95 RON, from the credit balances of the accounts:

- a) The carried forward result representing surplus reserves from revaluation in the amount of 199,070.47 RON and

- b) The result carried over from canceled amounts - dividends from previous years, in the amount of 687,545.48 RON

7. 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 10.10.2023.

8. Approval of the date of 09.10.2023 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;

9. Approval of the date of 25.10.2023 as payment date i.e. the calendar day on which the dividend distribution related to the shares of TURBOMECHANICA S.A., as set under the OGMS decision becomes sure.

10. 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 MEETING OF SHAREHOLDERS registered in the Company's shareholders' registry as of 12.04.2023, summoned for 27.04.2023, 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 27.04.2023 being present shareholders representing 58,3743 % of the share capital being present 8 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 2/27.04.2023 for all the 6 points on the agenda, as follows:

1. Approving the extension for a 12 month period i.e. until June 2024 of the credit line granted by Banca Transilvania S.A. Cluj Napoca–Sucursala Militari Bucuresti (currently Bucuresti Vest) under the Credit Agreement no. 186/24.06.2009 and the subsequent Addendums to it, including the related guarantees;
2. Approving the extension for a 12 month period i.e. until August 2024 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, including the related guarantees;
3. Approval of the authorization of the Company's Board of Directors to decide and sign (through its President), with full powers, on behalf of the Company, the documents related to the termination, extension and/or modification of any credit contracts concluded by the Company with credit institutions or non-banking financial institutions as well as for the conclusion of other credit agreements by the Company with credit institutions or non-banking financial institutions, provided that the existing credit limit (principal amount borrowed) is kept within the limit of the current decision. The Board of Directors is empowered to negotiate and approve such operations in the best commercial terms for the Company, including, but not limited to the releasing and/or modification and/or setting up, as the case may be, of real or personal guarantees, movable or real estate related, the President of the Board of Directors being authorized, as the legal representative of the Company, to sign in the name and on behalf of the Company the legal documents thus negotiated and approved on the basis of this decision by the Board of Directors of the Company.
4. 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 25.05.2023.
5. Approval of the date of 24.05.2023 as „ex date", the calendar day from which the shares issued by TURBOMECHANICA 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;
6. 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

Eng.  
VIEHMANN RADU

FINANCIAL AND BUSINESS  
MANAGER

CLAUDIA ANGHEL