



TURBOMECHANICA

244 Iuliu Maniu Bd. District 6 Postal Code 061126 Bucharest – Romania

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Trade Registry Code J40/533/1991

Fiscal Registration Code RO3156315 Sole Registration Code 3156315

Fully Paid Share Capital 36.944.247,50 RON

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

Decision no. 2 of 25.04.2016

The shareholders of TURBOMECHANICA S.A., head office in Bucharest, 244 Iuliu Maniu Bvd., 6th district, Trade Register no. J40/533/1991, C.U.I 3156315, Gathered on 25.04.2016 with a quorum of 58,5692 % of the total share capital, at the Bucharest head office, on 244 Iuliu Maniu Bvd, 6th district,

In compliance with the notification to hold the present Ordinary General Meeting, issued on 23.03.2016 and published in the Official Journal of Romania, Part IV, no. 1203 of 24.03.2016 and in “Adevarul” newspaper of 24.03.2016.

Having met the legal provisions stipulated under art. 15 par. (3) from the Articles of Association,

Having analysed all the items on the agenda, in compliance with the notice of the meeting,

We have decided the following:

1. Approval of the of the Administrators’ Report issued by the Managing Board by unanimity of those present and voting (the managers shareholders have abstained from voting, according to art. 126 par. (1) of Law 31 /1990 on societies, republished, as amended) for year 2015 and the administrative discharge of the Managing Board members for year 2015;
2. Approval by unanimity of votes of the Financial Auditor Report issued for the year 2015;
3. Approval by unanimity of votes of the Financial Statements for the year 2015;
4. Approval by unanimity of votes of the year 2015 net profit's breakdown by destinations, namely the establishment of the legal reserve and coverage of losses from previous years;
5. Approval by unanimity of votes of the income and expense budget for the year 2016;
6. Approval by unanimity of votes of the investment plan for year 2016;

7. Approval of the administrative agreement no. 5/2012 termination by unanimity of those present and voting (the managers shareholders have abstained from voting, according to art. 126 par. (1) of Law 31 /1990 on societies, republished, as amended) and the discharge of the Managing Board members from its effects;
8. The following persons are elected by unanimity of votes members in the Board for a 4-year mandate starting with 25.04.2016:
 - VIEHMANN RADU, Romanian citizen, domiciled in Bucharest, str. Bujorului no. 35, district 1, born in 14.09.1952 in Nasaud city, depart. Bistrița-Nasaud, holder of I.C. series DP no. 123788, issued by I.N.E.P. on 15.03.2007, having the P.I.C / C.N.P. 1520914400585 – President and General Manager;
 - FLORESCU GRIGORE-VIRGIL, Romanian citizen, domiciled in Bucharest, str. Plantelor no. 8-10, bl. A, floor 10, flat 31, district 2, born in 22.05.1938 in Oradea city, depart. Bihor, holder of I.C. series RX no. 573839, issued by S.P.C.E.P. district 2 on 16.09.2014, having P.I.N. / C.N.P. 1380522400149 - member;
 - CIORAPCIU DANA-MARIA, Romanian citizen, domiciled in Voluntari, str. Erou Nicolae Iancu no. 146 D, E, depart. Ilfov, born on 26.08.1954 in Turda city, depart. Cluj, holder of I.C. series IF no. 177973, issued by SPCLEP Voluntari on 19.02.2008, having P.I.N. / C.N.P. 2540826400451 - member;
 - SPINKA HENRIETTE, Romanian citizen, domiciled in Bucharest, str. Constantin Radulescu Motru no. 8, bl. 34, sc. A, floor 2, flat 8, district 4, born on 22.05.1938 in Resita city, depart. Caras-Severin, holder of I.C. series RR no. 741468, issued by S.P.C.E.P. district 4 on 07.04.2011, having P.I.N. / C.N.P. 2570317400912 – member;
 - SARBU RADU OVIDIU, Romanian citizen, domiciled in Cluj-Napoca, str. Ioan Ghica no. 20, flat 1, depart. Cluj, born on 22.01.1952 in Cluj-Napoca municipality, depart. Cluj, holder of I.C. series KX no. 867017, issued by SPCLEP Cluj-Napoca on 24.02.2012, having P.I.N. / C.N.P. 1520122120691 – member;
9. Approval by unanimity of votes of the draft framework administrative agreement which will be concluded with each Managing Board Member and designation of M. VIEHMANN RADU, President of the Board, to sign this contract on behalf of the society;
10. Approval by unanimity of votes to maintain the present allowance for the members of the Board, allowance that is stipulated in the management contract which will be concluded between the society and the managers.
11. Approval by unanimity of votes that the additional allowance awarded to the members of the Board shall be of maximum 3% of the turnover, in the event that the company has profit, as well as maintaining the present allowance for the General Manager.
12. S.C. “DELOITTE AUDIT” S.R.L is appointment as financial auditor, approved by unanimity of votes and the financial audit contract is signed for a minimum duration of 3 (three) years.

The headquarters of the Financial Auditor are situated in Bucharest, str. Nicolae Titulescu no. 4-8, flat. 2- Deloitte area and floor 3, district 1, Registration no. in the Trade Register J40/6775/1995; Unique registration Code / C.U.I. 7756924 and it is represented by Mrs. Lobda Adriana-Simona, domiciled in Bucharest, str. Maria Cuntan no. 1, bl. S4D, sc. 3, flat. 5, flat 92, district 5.

13. 18.05.2016 is approved by unanimity of votes as the registration date which is used to identify the shareholders affected by the effects of the Shareholders' Ordinary General Meeting decision;
14. Approval by unanimity of votes the authorisation of the President of the Board to sign The minute and Decision of the Shareholders' Ordinary General Meeting and of the company's legal counsel to fulfil the necessary formalities in order to register the deed of undertaking at the Trade Office Register and publishing the Decision of the Shareholders' Ordinary General Meeting in the Official Monitor, Part IV.

BOARD PRESIDENT,
RADU VIEHMANN



SECRETARIES of SHAREHOLDERS
ORDINARY GENERAL ASSEMBLY:

- GIUSEPIA PANTAZI
- ION DINCA

Two handwritten signatures in blue ink, one above the other, corresponding to the secretaries listed.

