

**CALL**

**Extraordinary General Meeting of Shareholders S. ANTECO S.A. Ploiesti in**

**on 26/27 MARCH 2019**

**The Board of Directors of ANTECO SA, with headquarters in Ploiesti, Lamiitei Street, no. 2, Prahova County, fiscal identification number RO 1351808, serial number in the trade register J29 / 96/1991 (hereinafter referred to as the "Company"), meeting in the meeting on January 27, 2018, according to the provisions of the Companies Law no. 31/1990, republished, with the subsequent modifications and completions, of the A.S.F. no. 5/2018 as well as the Articles of Incorporation of the Company,**

**SUMMONS**

**At the headquarters of the company in Ploiesti, Lamiitei Street, no.2, Prahova County, post code 100185, the Extraordinary General Meeting of the Company's Shareholders on 26 MARCH 2019 at 10.00. If the meeting can not be held due to the non-fulfillment of the quorum the second convocation is set for 27 MARCH 2019, in the same place, at the same time and with the same agenda.**

**At the Extraordinary General Meeting are entitled to participate and vote the shareholders registered in the Shareholders Register kept by S. Depozitarul Central S.A. Bucharest at the end of MARCH 2019, considered the reference date.**

**DAY ORDERS:**

**1.Approved the extension for a 12-month period of the Bank Loan Agreement - Credit Line no. PLO5 / 14/2016, worth 375,000 lei employed by S. ANTECO S.A. Ploiesti from UNICREDIT BANK.**

**Delegation to the Board of Directors of the company of the competencies regarding the approval of the credit limit, negotiation of the conditions of the extension of the credit contract, establishment of the movable and immovable assets necessary for the guarantee, the value of which can not exceed 20% of the total value of the fixed assets, the deletion of the already existing guarantees, the designation of the persons who will represent the company in order to sign the documents to be drawn up, the modification / supplementation of the credit limit, the termination of the contract, the conclusion and signing of other additional acts. 2. Approval of movable and immovable property necessary to guarantee the credits committed by S. ANTECO S.A. Ploiesti whose value exceeds 20% of the total value of the fixed assets, less the receivables.**

**3. Approval of the updating and registration of the contact details of S. ANTECO S.A. in the records of the Trade Register Office near the Prahova Tribunal. Ploiesti.**

**4. Approving the dismantling of land lots located in Ploiesti, Lamiitei Street, no. 2, Jud. Prahova.**

**5. Approval of the results of the S. ANTECO S.A. Ploiesti on 31.12.2018.**

**6. Approval of ways to capitalize on the results of S. ANTECO S.A. Ploiesti performed on 31.12.2018.**

**7. To empower a person to sign before the public notary, attorneys and any other natural or legal persons all the decisions taken and to take all necessary steps in the relations with the Trade Register Office, the Official Gazette, A.S.F. and BVB, etc. .**

**8. Establishing the date of 15 MAY 2019 as the registration date for the identification of shareholders on which the effects of the Extraordinary General Meeting of Shareholders and the date of 14 MAI 2019 are taken as "ex data".**

**The informative documents related to the agenda of the EGMS meeting will be available starting on February 22, 2019, on working days, at the registered office of the Company's headquarters located at Lamiitei Street, no. 2, Ploiesti, Prahova County and electronically on the Company's website at**



<http://www.scaunesimeselemn.ro/index.php?p=8>. Shareholders may receive, upon request, copies of documents relating to items on the AGM's agenda.

One or more shareholders representing, individually or together, at least 5% of the share capital of the Company, may request through a request addressed to the Board of Directors of the Company the introduction of additional points on the agenda of the EGMS and submit draft decisions for items included or proposed to be included on the AGM's agenda.

Proposals to introduce new items on the agenda will have to be accompanied by a justification and / or reason.

Proposals for the introduction of new items on the agenda will have to be accompanied by a justification and / or draft decision proposed for adoption.

Proposals for the introduction of new items on the EGM's agenda and justification and / or draft decisions for the items included or proposed to be included on the AGM's agenda will be:

a) transmitted by any form of courier with acknowledgment of receipt and registered with the Company Registry, or transmitted by e-mail with the extended electronic signature incorporated according to the Law no. 455/2001 regarding the electronic signature at: [office@anteco.ro](mailto:office@anteco.ro) until 8 MARCH 2019 at 10.00. Both submissions must contain the written statement in clear and in block capitals "FOR AGE DATE 26/27 MARCH 2019".

b) in the case of natural persons shareholders accompanied by copies of the identity documents of the shareholders (the identity documents must allow the identification of the shareholders in the Register of the Company's Shareholders held and issued by the Central Depository SA), and in the case of the legal persons shareholders the copy of the representative legally, together with the certificate of origin, or original copy, issued by the Trade Registry or any other document, in original or in a copy conforming to the original, issued by a competent authority of the state in which the shareholder is legally registered and attesting the capacity of legal representative, with a maximum of 3 months old, as of the date of publication of the AGEA convocation.

**Documents attesting the status of legal representative drawn up in a foreign language other than English will be accompanied by a translation made by an authorized translator in Romanian or English.**

**Company shareholders may address written questions in English or English on the items on the AGM's agenda. Written questions regarding the items on the AGEA agenda will be transmitted and registered to the Company Registry by any courier form with acknowledgment of receipt, or by e-mail at [office@anteco.ro](mailto:office@anteco.ro) with extended electronic signature incorporated according to Law no. . 455/2001 regarding the electronic signature, until March 15, 2019, 10.00, with the written mention in clear and in block capitals "AGE DATE OF 26/27 MARCH 2019". Responses will be available on the Company's Web site at <http://www.scaunesimeselemn.ro/index.php?p=8>. The shareholders of the Company will send the written questions regarding the AGEA agenda items in the case of natural persons shareholders accompanied by the copies of the shareholders' identity documents (the identity documents must allow the identification of the shareholders in the Register of the Company's Shareholders held and issued by the Central Depository SA ) and in the case of the legal persons shareholders the identity copy of the legal representative, together with the certificate, in the original or a copy according to the original, issued by the Trade Registry or any other document, in original or in copy according to the original, issued by a competent authority in the State in which the shareholder is legally registered and attests the status of legal representative, with a maximum of 3 months reported on the date of publication of the AGEA convocation.**

**Documents attesting the status of legal representative drawn up in a foreign language other than English will be accompanied by a translation made by an authorized translator in Romanian or English.**

**Shareholders registered on the reference date 15 MARCH 2019 in the Register of the Company's Shareholders held and issued by the Central Depository S.A. may participate in the EGMS and vote:**

- i) staff - direct vote;**
- ii) by representative, with special or general mandate;**
- iii) by correspondence.**



**Special Empower Form:**

- a) can be obtained, in Romanian and English, starting with 22 FEBRUARY 2019, from the Company's Registry and on the Company's website (<http://www.scaunesimeselemn.ro/index.php?p=8> )
- b) it will contain the way of identifying the shareholder's status and the number of shares held, as well as the vote, for "or" against "or" abstaining "of each issue subject to approval;
- c) will be completed by the shareholder in three copies: one for the shareholder, one for the representative and one for the Company.

The general empowerment may be granted by the shareholder, as a client, only to an intermediary or a lawyer.

The special and general powers will be transmitted, in original, in Romanian or English, by the shareholder of the Company Registry, by any form of courier with acknowledgment of receipt not later than 22 MARCH 2019, 10.00, in closed envelope, with the mention written in clear and in block capitals "FOR AGE DATE 26/27 MARCH 2019", together with a copy of the identity document of the shareholder (in the case of natural persons shareholders identity document, respectively in the case of legal persons, identity card of the representative legally) as the case may be, together with the certifying certificate in the original or a copy conforming to the original issued by the Trade Registry or any other document in original or in a copy conforming to the original issued by a competent authority in the state in which the shareholder is legally registered and attesting the status of legal representative, with a maximum of 3 months old as reported on the date of the AGEA convocation.

If the representative is a credit institution that provides custody services and has a special power of attorney, it must be signed by the shareholder and must be accompanied by a declaration on his / her own responsibility given by the credit institution that has received the mandate of representation, through special empowerment, from which it appears that:

- a) the credit institution provides custody services for that shareholder;

b) installs from the special empowerment are identical to the instructions in the SWIFT message received by the credit institution to vote on behalf of that shareholder;

c) the special power of attorney is signed by the shareholder.

The special and general powers may also be sent by e-mail to: office@anteco.ro with the extended electronic signature, according to the Law no. 455/2001 regarding the electronic signature, so that they can be received by March 22, 2019 at 10.00.

Upon completion of the special and general powers, the shareholders must take into account the possibility of completing / updating the agenda, in which case these documents will be updated and made available until 10 MARCH 2019 at 15.00, at the latest.

The access of the shareholders entitled to participate in the AGEA is permitted by simply demonstrating their identity as follows:

a) in the case of natural persons shareholders on the basis of the identity document;

b) in the case of legal persons, on the basis of the presentation of a copy of the certifying or equivalent certificate and of the identity document of the legal representative or, as the case may be, of the documents attesting to the legal representative of the legal person;

c) in case of participation through a conventional representative, the documents referred to in let. a)

or b) to which is added special or general mandate.

The quality of legal representative is evidenced by the presentation of a certificate issued by the Trade Registry (or by another institution having a similar authority in the country of residence of the foreign legal person), in the original or a copy according to the original, with an old age more than 3 months reported on the date of the AGEA convocation. Documents attesting the status of legal representative drawn up in a foreign language other than English will be accompanied by a translation made by an authorized translator in Romanian or English.

The shareholders of the Company have the possibility to vote by correspondence, before the EGMS, by using the ballot form for the correspondence vote ("Mailbox ballot").



**Mailbox Bulletin:**

a) can be obtained, in Romanian and English, starting with 22 FEBRUARY 2019, from the Company's Registry and on the Company's Web site

<http://www.scaunesimeselemn.ro/index.php?p=8>

b) it will contain the way of identifying the shareholder's title and the number of shares held, as well as the vote, for "or" against "or" abstaining "of each issue subject to approval.

The ballot papers by correspondence will be transmitted, in original, in Romanian or English, by any form of courier with acknowledgment of receipt to the Company Registry, or by e-mail with extended electronic signature incorporated according to Law no. 455/2001 regarding the electronic signature at office@anteco.ro, by the latest on 22 MARCH 2019, 10.00.

The ballot papers, filled in and signed, shall be transmitted together with the copy of the identity document of the shareholder (in the case of the natural persons shareholders the identity document, respectively in the case of legal persons, the identity document of the legal representative), as the case may be, in original or a copy of the original issued by a competent authority in the state in which the shareholder is legally registered and attesting the status of legal representative, with a maximum of 3 months reported as of the date of publication of the AGEA convocation.

When filling in ballot papers by correspondence, shareholders must take into account the possibility of completing / updating the agenda, in which case these documents will be updated and made available until March 10, 2019, at 15.00, at the latest.

The ballot papers, special or general credentials that are not received at the COMPANY Registry or by e-mail no later than March 22, 2019 at 10.00 pm shall not be taken into account for determining the quorum and majority in the EGMS.

Additional information can be obtained at the S. ANTECO S.A. or at 0244/543088, between 1 0:00 and 16:00.

**PREȘEDINTELE CONSILIULUI DE ADMINISTRATIE**

**EC. ILISIE MIRCEA**

