

**CALL**

**Ordinary General Meeting of Shareholders S. ANTECO S.A. Rain in**

**dated 25/26 SEPTEMBER 2019**

The Board of Directors of the ANTECO S.A. Company, with its registered office in Ploiesti, str. Lamiitei, no. 2, Prahova County, fiscal identification code RO 1351808, order number in the trade register J29 / 96/1991 (hereinafter referred to as "the Company"), meeting in the meeting on August 14, 2019, pursuant to the provisions of the Companies Law no. 31/1990, republished, with the subsequent modifications and completions, Law no. 24/2017, of Regulation A.S.F. no. 5/2018, as well as the Articles of Incorporation of the Company,

**SUMMONS**

At the company headquarters in the municipality of Ploiesti, str. Lamiitei, no.2, Prahova County, postal code 100185, Ordinary General Meeting of the Shareholders of the company on September 25, 2019 at 12.00. In case the meeting cannot be held due to the non-fulfillment of the quorum, the second convocation is set for September 26, 2019, in the same place, at the same time and with the same agenda.

At the Ordinary General Meeting, the shareholders registered in the Register of Shareholders kept by S. Depozitarul Central S.A. are entitled to attend and vote. Bucharest at the end of September 10, 2019, considered the reference date

**AGENDA:**

**1. Presentation of the financial statements prepared on June 30, 2019.**

**2. Approval of movable and immovable property, necessary to guarantee the credits employed by S. ANTECO S.A. Ploiesti whose value exceeds 20% of the total value of the fixed assets, less the receivables. The company, at present, can guarantee the financing granted by the banks with the following lots of land, including the**

constructions located on them, located in the Municipality of Ploiesti, str. Lamiitei, no. 2, Prahova County: the lot with cadastral number 63/2/2/5 - access path in proportion of 1/3; the lot with cadastral number 63/2/2/1; the lot with cadastral number 63/2/1; lot with cadastral number 145218 (old cadastral number 63/2/2/4).

3. Approval of the change of immovable property that will guarantee the financing granted by unicredit for the period 09.08.2019 - 08.08.2022 due to the fact that the value of the loan has decreased. The immovable bureaus to be mortgaged are those mentioned in point 3 of this Convocation, at the bank's choice.

4. Election of a new member in the Board of Directors following the expiration of the mandate of an administrator on 30.09.2019.

The applications will be submitted to the headquarters of S. ANTECO S.A. Ploiesti from Ploiesti Municipality, str. Lamiitei, no. 2, Prahova County until the latest on September 18, 2019.

5. Revocation / annulment of Decision A.G.O.A. S. ANTECO S.A. PLOIESTI no. 1 / 27.03.2019.

6. The empowerment of a person to sign in front of the notary public, of the lawyers and of any other natural or legal persons all the adopted decisions and to take all the necessary steps in the relations with the Trade Register Office, the Official Monitor, A.S.F. and BVB, etc. .

7. Establishing the date of OCTOBER 15, 2019 as the registration date for the identification of the shareholders on whom the effects of the Extraordinary General Meeting of Shareholders, and of the date of OCTOBER 14, 2019, are considered as "ex date".

The informative documents regarding the agenda of the AGOA meeting will be available starting August 23, 2019, on the working days, at the registration office of the Company's headquarters located in Lamiitei street, no. 2, mun. Ploiesti, Prahova county and in electronic format on the Company's website at <http://www.scaunesimeselemn.ro/index.php?p=8>. Shareholders may receive, upon request, copies of the documents relating to the items included on the AGOA agenda.

One or more shareholders representing, individually or together, at least 5% of the share capital of the Company, can request by an application addressed to the Board of Directors of the Company to introduce additional items on the AGOA agenda, and to presents draft resolutions for the items included or proposed to be included on the AGOA agenda.

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

The proposals regarding the introduction of new items on the agenda of the OGMS and justification and / or the draft decisions for the items included or proposed to be included on the agenda of the OGMS will be:

a) sent by any form of courier with acknowledgment of receipt and registered with the Company Registry, or sent by e-mail with the extended electronic signature incorporated according to Law no. 455/2001 regarding the electronic signature, at the address: office@anteco.ro until September 7, 2019 at 10.00. Both methods of transmission must contain the statement clearly and in capital letters "FOR THE WATER FROM 25/26 SEPTEMBER 2019".

b) in the case of the shareholders natural persons, accompanied by the copies of the identity documents of the shareholders (the identity documents must allow the identification of the shareholders in the Register of Shareholders of the Company held and issued by the Central Depository SA), and in the case of the shareholders legal entities for the identity copy of the representative legally, together with the certifying certificate, in original or a copy conforming to the original, issued by the Trade Register or any other document, in original or in copy conforming to the original, issued by a competent authority in the state where the shareholder is legally registered and attesting the quality of legal representative, with a maximum of 3 months old as of the date of publication of the AGOA convener.

The documents attesting the quality 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 may ask questions in writing, in Romanian or English, regarding the items on the agenda of the OGMS. The written questions



regarding the items on the agenda of the OGMS will be sent and registered with the Company Registry by any form of courier with acknowledgment of receipt, or by e-mail at the office@anteco.ro with the extended electronic signature incorporated according to Law no. . 455/2001 regarding the electronic signature, until September 19, 2019, 10.00 am, with the written mention clearly and in capital letters "FOR THE WATER FROM DATE OF 25/26 SEPTEMBER 2019". The answers will be available on the Company's website at <http://www.scaunesimeselemn.ro/index.php?p=8>. The shareholders of the Company will send written questions regarding the items on the AGOA agenda, in the case of the shareholders natural persons, accompanied by the copies of the identity documents of the shareholders (the identity documents must allow the identification of the shareholders in the Register of Shareholders of the Company held and issued by the Central Depository SA ), and in the case of shareholders legal persons for identity copy of the legal representative, together with the certifying certificate, in original or copy conforming to the original, issued by the Trade Register or any other document, in original or in copy conforming to the original, issued by a competent authority in the state in which the shareholder is legally registered and attesting to the status of legal representative, with a maximum of 3 months old compared to the date of publication of the AGOA summons.

The documents attesting the quality 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 reference date SEPTEMBER 10, 2019 in the Register of Shareholders of the Company held and issued by the Central Depository S.A. may participate in the AGOA and may vote:

- i) personnel - direct vote;
- ii) through a representative, with special or general power of attorney;
- iii) by correspondence.

Special empowerment form:

a) can be obtained, in Romanian and English, starting with 23 AUGUST 2019, from the Company Registry and from the Company's website (<http://www.scaunesimeselemn.ro/index.php?p=8> )

b) it will contain the way of identifying the quality of shareholder and the number of shares held, as well as the mention of voting "for" or "against" or "abstention" of each problem 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 power of attorney may be granted by the shareholder, as a client, only to an intermediary, or to a lawyer.

The special and general powers will be transmitted, in original, in Romanian or English, by shareholder at the Company Registry, by any form of courier with confirmation of receipt until the latest on September 23, 2019 , 10.00 am, in in a sealed envelope, with the written mention clearly and in capital letters "FOR THE WATER FROM DATE OF 25/26 SEPTEMBER 2019", together with the copy of the shareholder identity document (in the case of the shareholders of individuals the identity document, respectively in the case of legal persons, the document identity of the legal representative) as the case may be, together with the certifying certificate, in original or a copy conforming to the original, issued by the Trade Register or any other document, in original or in copy conforming to the original, issued by a competent authority of the State in which the shareholder is legally registered and attesting to the status of legal representative, with a maximum of 3 months old as compared to the date of publication of the AGOA summons.

If the representative is a credit institution that provides custody services and has a special power of attorney, it must be prepared in accordance with Regulation C.N.V.M. no.6 / 2009 and the Disposition of measures C.N.V.M. no. 26/2012, signed by the shareholder who will be accompanied, by obligatory, by a declaration on his own responsibility given by the credit institution that received the power of representation, through the special power of attorney, from which it will be shown that:



- a) the credit institution provides custody services for the respective shareholder;
- b) the instructions from the special power of attorney are identical to the instructions within the SWIFT message received by the credit institution to vote on behalf of the respective shareholder;
- c) the special power of attorney is signed by the shareholder.

The special and general powers may also be transmitted by e-mail to the office: office@anteco.ro with the electronic signature extended incorporated, according to Law no. 455/2001 regarding the electronic signature, so that they will be received until the latest on September 23, 2019, at 10.00.

When completing the special and general powers, the shareholders must consider the possibility of completing / updating the agenda, in which case these documents will be updated and made available until the latest on September 7, 2019, at 15.00.

The access of the shareholders entitled to participate in the OGMS is allowed by the simple proof of their identity as follows:

- a) in the case of shareholders natural persons based on the identity document;
  - b) in the case of legal persons, based on 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 the quality of legal representative of the legal person;
  - c) in the case of participation by a conventional representative, the documents provided in letter. a)
- or b) to which is added the special or general power of attorney.

The quality of legal representative is evidenced by the presentation of a certifying certificate, issued by the Trade Register (or by another institution having a similar authority in the country of residence of the shareholder foreign legal person), in original or a copy conforming to the original, with an age of one more than 3 months from the date of publication of the AGOA summons. The documents attesting the quality 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 OGMS, by using the ballot form for the vote by correspondence ("Ballot voting by correspondence").

The ballot by correspondence:

a) can be obtained, in Romanian and English, starting with 23 AUGUST 2019, from the Company Registry and from the Company's website  
<http://www.scaunesimeselemn.ro/index.php?p=8>

b) it will contain the way of identifying the quality of shareholder and the number of shares held, as well as the mention of voting "for" or "against" or "abstention" of each problem subject to approval.

The ballot papers by correspondence will be sent, in original, in Romanian or English, by any form of courier with confirmation of receipt at the Company Registry, or by e-mail with the extended electronic signature incorporated according to Law no. 455/2001 regarding the electronic signature at the address [office@anteco.ro](mailto:office@anteco.ro), until the latest on September 23, 2019, at 10.00.

The ballot papers, completed and signed, will be sent accompanied by the copy of the identity document of the shareholder (in the case of the shareholders natural persons the identity document, respectively in the case of the legal persons, the identity document of the legal representative) as the case may be, together with the certifying certificate, in original or copy in accordance with the original, issued by the Trade Registry or any other document, in original or in copy in accordance with the original, issued by a competent authority of the state in which the shareholder is legally registered and who attests as representative legal representative, with a maximum age of 3 months reported on the date of publication of the AGOA summons.

When completing the ballot papers by correspondence, the shareholders must consider the possibility of completing / updating the agenda, in which case these documents will be updated and made available until the latest on September 7, 2019, at 15.00.

The ballots, the special or general powers that are not received at the REGISTRATION of the COMPANY or by e-mail until September 23, 2019, 10.00 will

not be taken into account for the determination of the quorum and majority in the OGMS.

Further information can be obtained at the headquarters of S. ANTECO S.A. or on the phone number 0244/543088, between 10:00 - 16:00.

THE PRESIDENT OF THE BOARD OF DIRECTORS

ILISIE MIRCEA



A stylized handwritten signature in blue ink, consisting of a large initial 'I' followed by several loops and a final horizontal stroke.