



PREBET AIUD S.A.
Str. Arenei, nr. 10, c.p. 515200, loc. Aiud, jud. Alba, Romania
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S.C. PREBET AIUD S.A.

intrare/ieșire nr. 1824
ziua 27 luna 04 anul 2020

To,

Bucharest Stock Exchange

Financing Surveillance Authority

CURRENT REPORT

Pursuant to the provisions of the EU Regulation no. 596/2014 regarding the market abuse, of the FSA Regulation no.5 / 2018 of FSA on Issuers of Financial Instruments and Market Operations, respectively of Law no. 24/2017 on issuers of financial instruments and market operations

Report date: **27.04.2020**

Company name: **S.C. PREBET AIUD S.A.**

Address: **Aiud, 10 Arenei Street, Alba County – Romania, 515200**

Phone/fax no: **004-0258-861661 / 004-0258-861454**

Fiscal Code: **RO 1763841**

LEI Code: **254900R0KBC9MDTF1V33**

Trade Register registration number: **J 01/121/1991**

Subscribed and paid in share capital: **8.199.547,74 RON**

Regulated market where the issued securities are traded: **Bucharest Stock Exchange (BVB)**

Important event :

1. **The Decision of the Ordinary General Meeting of Shareholders SC PREBET AIUD S.A. from date of 24.04.2020.**
2. **The Decision of the Extraordinary general Meeting of Shareholders SC PREBET AIUD S.A. from date of 24.04.2020.**

SC PREBET AIUD S.A. informs that on 24.04.2020 at 12.00 a.m., respectively 13.30, it took place at the headquarters of the company in Aiud, Str. Arenei, nr. 10, jud. Alba, both Ordinary and Extraordinary General Meetings of Shareholders SC PREBET AIUD S.A., summoned in accordance with the provisions of Law no. 31/1990 R, as amended and supplemented, Law 24/2017 on Issuers of Financial Instruments and Market Operations, ASF Regulation no. 5/2018 on Issuers of Financial Instruments and Market Operations and the Articles of Incorporation of the Company.

The Ordinary and Extraordinary General Meeting of Shareholders carried out the works at the first call.

The convocation was published in the Official Gazette of Romania, Part IV no. 1,136 of March 24, 2020 and in the newspaper "Bursa" of March 23, 2020 on the BVB website and on the company's website www.prebet.ro section Investor Relations - OGMS / EGMS.

The agenda completed according to the request of ANODIN ASSETS SA - significant shareholder of the Company - by introducing point 5¹ OGMS "Election of members of the Board of Directors of the Company for a new term of four years, by cumulative voting method" was also published in the Official Gazette of Romania Part IV no. 1,385 from 13.04.2020 and the newspaper "Bursa" from the same date on the BVB website and on the Company's website www.prebet.ro, in the Investor Relations - OGMS / EGMS section.

The general meetings were attended by the company's shareholders registered in the Register of Shareholders kept by the Bucharest Central Depository, on the reference date of April 13, 2020.

Manager
Eng. Ranca Flaviu



PREBET AIUD S.A.; Str. Arenei, nr. 10, c.p. 515200, loc. Aiud, jud. Alba, Romania
Cod Fiscal: RO 1763841; Nr. de ordine la Registrul Comertului: J 01/121/1991
Cont Banca: BRD, Sucursala Aiud IBAN RO27 BRDE 010S V361 7389 0100
BCR, Sucursala Aiud IBAN RO66 RNCB 0005 0210 5844 0001



**ORDINARY GENERAL MEETING OF SHAREHOLDERS
S.C. PREBET AIUD S.A. NO. 1 / April 24, 2020**

The shareholders of S.C. PREBET AIUD S.A., trading company with the registration data mentioned above ("Company"), met in the Ordinary General Meeting of Shareholders at the first call on April 24, 2020 at 12:00 a.m, at the Company headquarters in Aiud, str. Arena, nr. 10, jud. Alba, postal code 515200, observing all the conditions for voting and quorum, being present shareholders representing a total of **33.508.960** shares and voting rights, respectively **73.5603 %** of the total of **45.553.043** shares and voting rights representing the total number of shares, that form the Company's share capital, in accordance with the provisions of Law no. 31/1990 R, as amended and supplemented, Law 24/2017 on Issuers of Financial Instruments and Market Operations, ASF Regulation no. 5/2018 on Issuers of Financial Instruments and Market Operations and the Articles of Incorporation of the Company published on www.prebet.ro.

DECIDE :

1. Approval of the individual annual financial statements of of the Company PREBET AIUD S.A. for the year 2019, prepared in accordance with International Financial Reporting Standards (IFRS), on the basis of Board of Directors reports and financial auditor.

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -

2. Approval of allocation of net profit achieved in 2019 in the amount of **5.632.491 lei**, as proposed by the Board of Directors, in this way:

- 311.786 lei - legal reserve;
- 947.503 lei - dividends.
- 4.373.202 lei - other reserves;

Approves of fixation a gross dividend / action of **0.0208 lei**.

Approves of **04.06.2020** as the dividend payment date in accordance with the legal provisions in force.

The distribution of dividends to shareholders will be made in accordance with the legal provisions, costs of payments being borne by company.

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 32.608.960

ABSTENTION VOTES: -

AGAINST VOTES: 900.000

3. Approve discharge of management of administrators for the activity conducted in the financial year 2019.

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -





4. Approves the Revenue and Expenditure Budget, the Production Program and the Investment Program for 2020, as proposed by the Board of Directors.

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -

5. Item 5 on the agenda was not put to the vote, becoming inapplicable due to the request of the significant shareholder ANODIN ASSETS SA, to complete the OGMS call with item 5¹ («Election of the members of the Board of Directors of the Company for a new term of four years, by the method of cumulative voting»), in accordance with the provisions of art. 92, para. 3 (a) in conjunction with art. 84, para. 1 of Law 24/2017.

5¹. The following persons shall be removed from office as a result of requesting the cumulative vote for the election of the members of the Board of Directors:

- Ratiu Nicolae Christopher
- Demeter Ioan
- Tilinca Radu Marcel
- Mathe Francisc
- Danila Augustin

A new Board of Directors of the Company is appointed, consisting of 5 members elected by the cumulative voting method, for a term of 4 years, having the following component:

- Ratiu Nicolae Christopher

TOTAL VALIDALLY CUMULATED VOTES EXPRESSED : 30.097.374

- Salagean-Mihetiu Sorin Florin

TOTAL VALIDALLY CUMULATED VOTES EXPRESSED : 30.065.008

- Demeter Ioan

TOTAL VALIDALLY CUMULATED VOTES EXPRESSED : 29.430.557

- Mathe Francisc

TOTAL VALIDALLY CUMULATED VOTES EXPRESSED : 29.153.948

- Deceanu Liviu Daniel

TOTAL VALIDALLY CUMULATED VOTES EXPRESSED : 29.150.948

6. Approves the monthly remuneration due to non-executive directors, as well as the establishment of the maximum ceiling on the remuneration of directors with additional responsibilities and of executive directors for the financial year 2020, capped at the level of 2019.

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -





7. Approves dated **20.05.2020** as **registration date**, respectively identification of shareholders who are affected by the decisions taken, in accordance with the provisions of art. 86, para. 1 of Law no. 24/ 2017 on issuers of financial instruments and market operations.

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -

8. Approves dated **19.05.2020** as **ex-date**, in accordance with the provisions of Law no. 24/2017 and Regulation no. 5/2018 on issuers of financial instruments and market operations.

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -

9. Approves empowerment and empowering Mr. Cimpean Ioan - Economic Director, to undertake necessary and legal operations to record the decisions of ordinary general meeting of shareholders and to achieve the formalities of advertising.

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -

President of the meeting

Ioan Demeter



Registrar of the meeting

Doliste Eva

Groza Titus

Lucian Popa





**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
S.C. PREBET AIUD S.A. NO. 2 / April 24, 2020**

The shareholders of S.C. PREBET AIUD S.A., trading company with the registration data mentioned above ("Company"), met in the Extraordinary General Meeting of Shareholders at the first call on April 24, 2020 at 13:30 a.m., at the Company headquarters in Aiud, str. Arena, nr. 10, jud. Alba, postal code 515200, observing all the conditions for voting and quorum, being present shareholders representing a total of **33.508.960** shares and voting rights, respectively **73.5603 %** of the total of **45.553.043** shares and voting rights, representing the total number of shares, that form the Company's share capital, in accordance with the provisions of Law no. 31/1990 R, as amended and supplemented, Law 24/2017 on Issuers of Financial Instruments and Market Operations, ASF Regulation no. 5/2018 on Issuers of Financial Instruments and Market Operations and the Articles of Incorporation of the Company published on www.prebet.ro.

DECIDE:

1. Approve the conclusion by the Company, as a Borrower, with BRD - Groupe Societe Generale SA, as a creditor of a credit agreement, for the contracting by the Company of a line amounting to 6,000,000 Lei for a term of 12 months . ("Credit Agreement");

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -

2. Approve the Company's conclusion of the following guarantee contracts ("Guarantee Contracts") for guaranteeing all the obligations arising from the Credit Agreement, the Framework Contract and Transactions:

(i) Movable mortgage on all current accounts opened by the Company at BRD - Groupe Societe Generale SA as well as on all their credit balances.

(ii) Real estate mortgage on the Production Base located in Mun Aiud, str. Arenei no. 10, Alba county the property of SC Prebet SA, registered in CF 70989 / Aiud (no. Old CF 8593).

(iii) The movable mortgage on the debts resulting from commercial contracts financed by Credits on the contract as well as the movable mortgage on the debts that the Borrower has / will have towards the beneficiaries of the SGBs issued within the Ceiling.

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -





3. Approve empowering the Directors of the Company to represent the Company in relation to the Bank according to the powers of representation conferred by law and by the Board of Directors.

- To negotiate, sign, perfect, release and draft, (in authentic form, where appropriate) on behalf and on behalf of the Company, the Credit Agreement, the Framework Contract, the Transactions and the Guarantee Contracts, as well as all the documents, confirmations and documents in in connection with them, as well as any amending acts thereof, with a view to carrying out the resolutions adopted in this decision.

- To take all the actions related to the registration of the Guarantee Contracts or the amendments made to them, to the Electronic Archive of Real Movable Guarantees and / or the competent Land Book and / or the competent Trade Register and / or in the register of the Company's shareholders and / or in relation to notification and / or completion of any other formalities required before any other competent authorities or interested third parties, as well as for the publication of this Decision in the Official Gazette of Romania, Part IV; and

- In general, to carry out all the actions and measures necessary or useful for the purpose of the transaction envisaged by the documents mentioned in the above resolutions

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -

4. Approves dated **20.05.2020** as **registration date**, respectively identification of shareholders who are affected by the decisions taken, in accordance with the provisions of art. 86, para. 1 of Law no. 24/ 2017 on issuers of financial instruments and market operations.

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -

5. Approves dated **19.05.2020** as **ex-date**, in accordance with the provisions of Law no. 24/2017, and Regulation no. 5/2018 on issuers of financial instruments and market operations.

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -





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6. Approves of empowerment Mr. Cimpean Ioan - Economic Director, to undertake necessary and legal operations to record the decisions of extraordinary general meeting of shareholders and to achieve the formalities of advertising.

TOTAL VALID EXPRESSED VOTES: 33.508.960 shares (votes), of which:

VOTES FOR: 33.508.960

ABSTENTION VOTES: -

AGAINST VOTES: -

President of the meeting

Ioan Demeter



Registrar of the meeting

Doliste Eva

Groza Titus

Lucian Popa



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BCR, Sucursala Aiud IBAN RO66 RNCB 0005 0210 5844 0001