

Translated from the original Romanian document

Mihai Viteazul street no. 102, Sighi oara, 545400, Romania  
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January 9<sup>th</sup> 2015

TO

THE FINANCIAL SUPERVISORY AUTHORITY  
BUCHAREST STOCK EXCHANGE

**CURRENT REPORT IN ACCORDANCE WITH THE CMVN (THE NATIONAL COMMISSION OF TRANSFERABLE SECURITIES) REGULATION NO. 1/2006 REGARDING ISSUERS AND TRANSFERABLE SECURITIES OPERATIONS AND LAW NO. 297/2004 REGARDING THE CAPITAL MARKET.**

**Date of the report:** January 9<sup>th</sup> 2015

**Name of the business corporation:** SC VES SA

**Headquarters:** Sighi oara, Mihai Viteazu street, no.102

**Fax:** 0265/778865 - 0265/779710

**Telephone:** 0365/808884 or 0365/808885

**Tax Identification Number:** RO 1223604

**Trade Registry Number:** J 26/2/1991

**Subscribed and paid capital:** 11.881.718,5 lei

**The regulate market within which the issued transferable securities are transacted:** BVB (Bucharest Stock Exchange)

Important event to be reported: the notice to attend issued by the Extraordinary General Assembly of the Shareholders from the 16/February 17<sup>th</sup> 2015, hereby affixed.

**DIRECTORATE PRESIDENT**

FETI ALIN SORIN

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## **NOTICE TO ATTEND**

The Directorate of S.C. VES S.A. Sighi oara, with the headquarters in Sighi oara on Mihai Viteazu street, no.102, Mure County, registered within the Trade Registry under no. J 26/2/1991, holder of RO 1223604 Tax Identification Number, has decided, on the grounds of Art. 117 from Law no. 31/1990 regarding business corporations, republished including subsequent amendments, through its President Feti Alin Sorin during the meeting from the January 8<sup>th</sup> 2015 to convoke the Extraordinary General Assembly of the Shareholders in accordance with the statutory and legal regulations in effect for the date of February 16<sup>th</sup> 2015, at 13.00 PM in Cluj-Napoca, at the Tetarom I Industrial Park, T ietura Turcului street, no.47/15N, Offices Building, Body A, 2<sup>nd</sup> floor, Cluj county.

The convocation is addressed to all the shareholders registered within the Company's Shareholders Registry at the end of February 3<sup>rd</sup> 2015, as this considered a reference date for the assembly meeting.

If the quorum is not present on the February 16<sup>th</sup> 2015 such as the legal regulations and the Company's Article of Association foresee, the second Extraordinary General Assembly of the Shareholders will be convoked on the February 17<sup>th</sup> 2015 – on the basis of Art. 118 from Law no. 31/1990 – at the same hour, in the same place and by respecting the same agenda.

### **The Agenda for the Extraordinary General Assembly of the Shareholders is the following:**

1. The approval of the extension of the credit line facility which is the subject of contract no. RQ13120793669278 from the January 10<sup>th</sup> 2014 closed between Chimsport SA and CEC Bank SA, in which VES SA is mentioned as a co-debtor, and the approval of the extension of the credit line facility contract, having the maximum limit of 4.014.000 euro for a new period up to 24 months by a single extension of successive extensions and with mentioning all guaranties and terms previously enforced.
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**2.** Keeping the authorization of Mr. Feti Alin Sorin as a President of the Directorate and of Mrs. Mioara Handaric as a Member of the Directorate in the relation with CEC Bank SA, who will sign the additional contract/contracts/document/documents regarding the credit contract, the guaranty documents/continuance of the guaranties in the name and on the behalf of the Company, as well as any other necessary documents (applications, statements etc.) for obtaining the extension of the facility/facilities contracted with CEC Bank S.A.

**3.** The approval of the date of March 4<sup>th</sup> 2015 as the reference registration date, as well as the date for the identification of the shareholders concerned with the decisions taken by AGEA (the Extraordinary General Assembly of the Shareholders) in accordance with dispositions of Art. 238 from Law no. 297/2004 regarding the capital market.

**4.** The commissioning of the President of the Directorate Alin Sorin Feti for fulfilling all the necessary formalities regarding the registration and the publishing of the decisions taken by AGA (the General Assembly of the Shareholders).

I. One or more shareholders which individually or jointly hold at least 5% of the share capital of the company and are registered on the reference date have the right of introducing new mentions on the agenda of the Extraordinary General Assembly of the Shareholders during a period no longer of 15 days starting with the issuing date of the notice to attend, meaning the January 28<sup>th</sup> 2015, with the condition that each additional point should be accompanied by a motivation or a decision project submitted to the enactment of the AGA. Furthermore, the shareholders have the right of presenting the decision projects for the included or suggested points for the agenda of the General Assembly by January 28<sup>th</sup> 2015 the latest.

These rights will only be exerted in a written form.

II. The shareholders have the right to address questions regarding the above-mentioned agenda and the answers will be published on the company's website: [www.ves.ro](http://www.ves.ro). The questions will be deposited or send in such a manner as to be registered at the Company's Registry by February 13<sup>th</sup> 2015 the latest, at 13.00 AM, in a sealed envelope having the legible and in capital letters mention "FOR THE GENERAL ASSEMBLY OF THE SHAREHOLDERS" from the February 16<sup>th</sup> /17<sup>th</sup> 2015.

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III. The shareholders registered on the reference date can exercise their right to participate and give their direct vote within the General Assemblies of the Shareholders by presenting their Identity Card, and can vote through correspondence or by sending a representative by means of a special power of attorney according to the information shown on the company's website [www.ves.ro](http://www.ves.ro) under section AGA.

Should the shareholders designate a representative for the participation and vote process within the General Assemblies of the Shareholders, the notification of this designation should be communicated to the Company only in a written manner.

IV. The ballot paper forms for voting through correspondence and the special power of attorney forms in the Romanian and English language for representing the shareholders within the General Assemblies of the Shareholders can be obtained from the company's headquarters as well as from the company's website [www.ves.ro](http://www.ves.ro) 30 days before the AGA, meaning the date of January 16<sup>th</sup> 2015.

After filling in the correspondence vote form in the Romanian or English language authorized through signature by a notary public, this should be sent together with a copy of the identity card – for natural persons and a copy of the Registration Certificate together with the original Ascertaining Certificate issued within the limits of 10 days before the first Assembly, or the equivalent documents issued by the competent authorities from the residence country of the shareholder – for legal persons in order to be registered at the Company's Registry by February 13<sup>th</sup> 2015 the latest, at 13.00 AM, in a sealed envelope having the legible and in capital letters mention “FOR THE GENERAL ASSEMBLY OF THE SHAREHOLDERS” from the February 16<sup>th</sup> /17<sup>th</sup> 2015.

The ballot paper forms for voting through correspondence which are not received in the conditions and the term stipulated in the hereby notice to attend will not be taken into consideration for determining the presence and voting quorum, as well as for the voting counting process within the General Assemblies of the Shareholders.

V. After filling in the special power of attorney forms in the Romanian or English language will be deposited or sent in originals at the Company's headquarters as to be registered at the Company's Registry by



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February 13<sup>th</sup> 2015 the latest, at 13.00 AM, in a sealed envelope having the legible and in capital letters mention "FOR THE GENERAL ASSEMBLY OF THE SHAREHOLDERS" from February 16<sup>th</sup> /17<sup>th</sup> 2015. The special power of attorney form will be compiled in 3 original copies, one of which will be sent to the company according to the above-mentioned procedure, one will be kept by the representative in order to demonstrate such quality when asked by technical secretary and one copy to be kept by the shareholder. The filled in forms can also be sent electronically at office@ves.ro with the condition that the original should be sent to the Company according to the regulations of Art. 125 Paragraph 3 from Law 31/1990 as well as according to the regulations of the hereby notice to attend.

The special power of attorney forms deposited or sent after the February 13<sup>th</sup> 2015 will not be taken into consideration for determining the presence and voting quorum, as well as for the voting counting process within the General Assemblies of the Shareholders.

VI. Only the persons registered as shareholders on the reference date have the right to participate and vote within the General Assembly of the Shareholders on February 16<sup>th</sup> /17<sup>th</sup> 2015 on their own account or thorough a representative.

VII. The documents and informative materials concerning the subjects appearing on the agenda, as well as the decision projects for the points included in the agenda, as the case may be, are available for the shareholders at the company's headquarters in Sighi oara, on Mihai Viteazu street, no.102, Mure county and are posted on-line on the company's website www.ves.ro starting with January 16<sup>th</sup> 2015.

Further information can be offered at the company's headquarters or by telephone call at 0365 – 808884 or 0365 – 808885.

**DIRECTORATE PRESIDENT**  
FETI ALIN SORIN  
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