

545400 Sighisoara, Romania, Str. Mihai Viteazu nr. 102;
phone: 0040 265 773 840; fax: 0040 265 779 710; office@ves.ro
ves.ro



27/07/2015

Two-tier corporate model

TO

FINANCIAL SUPERVISORY AUTHORITY
STOCK EXCHANGE BUCHAREST

CURRENT REPORT ACCORDING TO NSC REGULATION NO. 1/2006 REGARDING ISSUERS AND OPERATIONS WITH TRANSFERABLE SECURITIES AND TO LAW NO. 297/2004 REGARDING THE CAPITAL MARKET

Report date: 27/07/2015

Name of Commercial Company: SC.VES.SA.

Company Headquarters: Sighișoara, str. Mihai Viteazul, no. 102

Fax: 0265/778865 - 0265/779710

Phone: 0365/808884 or 0365/808885

Unique Registration Code: R.122.36.04

Order Number in Trade Register: J-26-2/1991

Subscribed and Paid-in Share capital: RON 11,881,718.5

Regulated market for trading of issued transferable securities: Bucharest Stock Exchange

Important event for report: Notice to attend EGAS and OGAS from 31/08/2015, which you can find attached.

CHAIRMAN OF THE BOARD OF DIRECTORS

FETITA ALIN SORIN

Illegible signature and stamp

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NOTICE TO ATTEND

Chairman of the Board of Directors of S.C. VES S.A. Sighisoara, with registered office in Sighisoara, 102 Mihai Viteazu Street, Mures County, registered with the Trade Register under no. J 26/2/1991, with unique registration code RO 1223604, under Article 117 of Law no. 31/1990 on companies, republished, as subsequently amended, by Fetiță Alin Sorin, Chairman, in the meeting on 24/07/2015 decided to convene the Extraordinary and Ordinary General Assembly of Shareholders, in accordance with legal and statutory provisions in force for the date of 31/08/2015, 11.00 am, namely 12.00 pm respectively, in Cluj-Napoca, Tetarom Industrial Park I, 47 / 15N Tăietura Turcului Street, Office Building, Building A, 2nd floor, Cluj County.

The attendance is open to all shareholders registered in the Register of Shareholders of the Company by the end of 17/08/2015, considered as reference date for holding the Assembly.

Where on 31/08/2015 there is no quorum under the laws in force and the Articles of Incorporation of the Company - under Article 118 of Law No.31 / 1990 republished - the second Extraordinary and Ordinary General Assembly of Shareholders dated 01/09/2015 shall be convened for the same hours at the same place and with the same agenda.

I. The agenda of the Extraordinary General Assembly of Shareholders is as follows:

1. To approve the amendment of the Articles of Incorporation - namely the amendment of Article 16 of the Articles of Incorporation paragraph 25 according to OGAS's approval on the election of a new member of the Supervisory Board for the vacant position.
2. To approve the date of 16/09/2015 as registration date, namely for identifying the shareholders who are affected by the GAS decision in accordance with Article 238 of Law 297/2004 on the capital market, and the date of 15/09/2015 as ex data, as defined by the provisions of NSC Regulation no. 6 / 2009.
3. To empower Mr. Fetiță Alin Sorin residing Cluj-Napoca, 74 Cal. Dorobanților, app. 114, identified by Identity Card series KX, number 709 917 issued by SPCLEP (Local Public Community Service of Personal Records) Cluj-Napoca, on 25/11/2009, to perform all the formalities required for registration and publication of GAS decisions and to sign the amended Articles of Incorporation.

II. The agenda of the Ordinary General Assembly of Shareholders is as follows:

1. To elect a new member of the Supervisory Board given the vacancy occurred following the resignation submitted by Mr. Dan Weiler, for the period of time until the office validity of the resigning member expires.
2. To settle the remuneration of the new member of the Company's Supervisory Board.
3. To approve the date of 16/09/2015 as registration date, namely for identifying the shareholders who are affected by the GAS decision in accordance with the provisions of Article 238 of Law 297/2004 on the capital market, and of the date of 15/09/2015 as ex data, as defined by the provisions of NSC Regulation no. 6 / 2009.
4. To empower Mr. Fetiță Alin Sorin residing in Cluj-Napoca, 74 Cal. Dorobanților, app. 114, identified by Identity Card series KX, number 709 917 issued by SPCLEP (Local Public Community Service of Personal Records) Cluj-Napoca, on 25/11/2009, to perform all the formalities required for registration and publication of GAS decisions.

III. One or more shareholders holding, individually or together, at least 5% of the share capital registered on the reference date, are entitled to introduce new items on the agenda of the General Assembly of Shareholders no later than 15 days of publication of the notice to attend, namely until 12/08/2015, provided that each such item is accompanied by a justification or by a decision draft to be adopted by GAS, including making proposals for the election of a member of the Supervisory Board. The list of information about the name, domicile and professional qualifications of the persons proposed for membership in the Supervisory Board is available to shareholders on the Company's website, www.ves.ro and can be reviewed and filled in by them.

Also, shareholders have the right to submit decision drafts for items included or to be included on the agenda of the General Assembly no later than on 12/08/2015.

These rights shall be exercised only in writing.

IV. Shareholders have the right to ask questions related to the items on the agenda abovementioned, and the answers shall be published on the website of the Company, www.ves.ro. The questions shall be submitted or mailed so as to be registered at the Company's Registration Office no later than on 28/08/2015, 11 am, in a sealed envelope, with a clearly written statement in capital letters: "FOR THE EXTRAORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS" of 31.31.2015 / 09.01.2015, respectively FOR THE ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS of 31.08.2015 / 09.01.2015

V. Shareholders registered on the reference date may exercise their right to participate and vote directly at General Assemblies of Shareholders directly based on their Bulletin or Identity Card and the right to vote by mail or by representative by special power of attorney or general power of attorney, according to the information displayed on the Company's website www.ves.ro. Section GAS

If the shareholders appoint representatives to attend and vote at the General Assembly of Shareholders, the notification of their designation shall be conveyed to the Company only in writing.

VI. The ballot forms by mail and special power of attorney forms in Romanian and English for representation of shareholders in General Assemblies of Shareholders may be obtained at the Company's registered office and on the Company's website www.ves.ro 30 days before the GAS as of 31/07/2015.

Upon completion, the ballot form by mail in Romanian or English, bearing the signature authorized by a notary public, together with a copy of the identity document - for individuals and a copy of the registration certificate along with the Conformation of Company Details in original issued within 3 months before the first Assembly or equivalent documents issued by competent authorities in the country of residence of the shareholder – for legal persons, shall be submitted or mailed to the Company's registered office so as to be registered with the registry of the Company at the latest on 28/08/2015 11.00 am in a sealed envelope with a clearly written statement in capital letters "VOTE BY MAIL FOR THE EXTRAORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS of 31.08.2015 / 01.09.2015 respectively FOR THE ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS of 31.08.2015 / 01.09.2015

The mail ballot forms which are not received in the form and within the period stipulated in this notice to attend shall not be considered for determining the quorum of participation and voting and the vote count within the General Assemblies of Shareholders.

VII. Upon completion, the special power of attorneys in Romanian or English shall be submitted or mailed in original copy to the Company's registered office so as to be registered with the registry of the Company at the latest on 28/08/2015 11.00 am in a sealed envelope with a clearly written statement in capital letters "FOR THE EXTRAORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS of 31.08.2015 / 01.09.2015 respectively FOR THE ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS of 31.08.2015 / 01.09.2015

The power of attorneys shall be drawn up in three original counterparts, one of which shall be sent to the Company according to the procedure mentioned above, one shall remain to the representative to be able to prove the quality of representative at the request of the Technical Secretariat, and a copy shall remain at the shareholder. The power of attorneys may be sent electronically to office@ves.ro, provided that the original counterpart is sent to the Company according to Article 125 paragraph 3 of Law 31/1990 and to this Notice to attend.

The special power of attorneys in original counterpart submitted or mailed after 28/08/2015 shall not be considered for quorum or vote counting in the General Assembly.

VIII. A shareholder may grant a power of attorney (proxy) generally valid for a period that shall not exceed 3 years, allowing its representative to vote in all matters under discussion in the General Assembly of Shareholders of the Company identified in the authorization, including in terms of disposal documents provided that the empowerment is granted by a shareholder, as customer, to a intermediate defined according to Article 2 paragraph (1) section 14 of Law 297/2004 on the capital market, or a

lawyer. The general power of attorney (proxy) in copy, comprising the note of conformity with the original signed by the representative, accompanied by a copy of the identity document or of the registration certificate of the shareholder and a copy of the Identity Document or of the registration certificate of the representative shall be submitted at the Company's registered office until 28/08/2015 11 am. Shareholders cannot be represented in the GAS based on a general power of attorney by a person who is in a conflict of interest situation, according to Article 243 paragraph 6 of Law 297/2004.

IX. Only persons registered as shareholders on the reference date are entitled to attend and vote at the General Assembly of Shareholders dated 31.08.2015 / 01.09.2015 personally or by a representative.

X. Documents and materials related to the topics on the agenda and draft decisions for items on the agenda, as applicable, are available to shareholders at the Company's registered office in Sighisoara, 102 Mihai Viteazul Street, Mures County and are posted on the Company's website www.ves.ro as of 31.07.2015.

Additional information may be obtained at the Company's registered office or on the phone 0365-808884 or 0365-808885.

Chairman of the Board of Directors

FETITĂ ALIN SORIN

(stamp, signature)