

## SC ALTUR S.A. Slatina

RC J/28/131/1991, CUI: R1520249, SIRUES 281092373, SICOMEX 37122,
CONT RO50RNCB3800000000040001, BCR SLATINA str. PITEŞTI, Nr. 114, 230104, SLATINA, jud. OLT, ROMANIA
Tel. 0249/436030; 436031; 436032, Fax.0249/436979; 436036







### **CURRENT REPORT**

According to Regulation no. 1/2006 and Law no. 297/ 2004 Report date: June 24, 2016

Registered Office ALTUR S.A.

Fiscal registration code:

Number of registration in Trade Register

Subscribed and paid-in share capital

Number of shares/nominal value

Slatina, str. Pitesti, nr. 114, county Olt

RO 1520249

J28/131/1991

82.438.833,8

824.388.338 shares, nominal value 0,1

Regulated market on which the issued

Securities are traded Bucharest Stock Exchange Phone/fax number 0249/43.68.34;0249/43.60.37

# **Important event to report :** Convening Extraordinary and Ordinary General Meeting of Shareholders

ALTUR SA, with the registered office in Slatina, Pitesti street, no.114, Olt, registered at the Trade Register Office attached to the Olt Court under no. J28/131/1991, having the Fiscal registration code RO 1520249 by the Board of Directors gathered in the meeting on June 23, 2016 under the provisions of Article 113,115, 117,118 and Article 119 of the Law no.31/1990 R, according to Regulation no.6/2009 of CNVM concerning the exercise of certain rights of shareholders in general meetings of companies and Law no.297/2004, convenes **Extraordinary General Meeting**Shareholders and at the request of the shareholder Romanian Investment Fund, which holds a share of 13.14% of the share capital convenes Ordinary General Meeting of Shareholders, respectively

I. Extraordinary General Meeting of Shareholders on **July 28, 2016** at 10 a clock, at the company headquarters in Slatina, Pitesti street, no.114, for all shareholders registered in the register of shareholders by the end of July 19, 2016 as the reference date, with the following,

#### AGENDA:

- **1.** Extending the under limit amounting to 12.000.000 RON in the credit facility extended by the Raiffeisen Bank SA in the amount of 20.000.000 RON, for the lifetime of the facility.
- **2.** Maintaining the guarantees provided and obligations assumed by the company towards the bank through the facility contract and subsequent addenda until the date of settlement of all obligations to the bank, respectively:
  - a) mortgages on buildings owned by company, located in Slatina, Pitesti Street, no.114, Olt County, consisting of land and buildings there on, having no. cadastral 438/47, 438-438/41-438/45, 438-438/43, 438-438/18, 438-438/6-438/19 (current 50244) 438-438/24-438/25, 438/46;

- b) mortgages on buildings owned by company, located in Slatina, Pitesti Street, no. 114 (S6), consisting of land area of 3259,82 square meters (cadastral number: 438-438/10-438/11), together with related constructions, real estate registered in the land of Slatina, no. 51.917 (derived from the conversion of CF paper no. 1058).
- c) mortgage on equipment represented by two industrial robots ABB IRB6640 with inventory number 21631 and 21638
- d) mortgage on the stock of raw material and respectively finished goods
- e) mortgage on the shares held by the company at the SIF's.
- f) mortgage on claims resulting from the company's commercial relations with eligible borrowers acceptable to the Bank;
- g) mortgage on VAT collected;
- h) mortgage on accounts opened at Raiffeisen Bank;
- 3. Extension of the credit line amounting to 7,5 million Ron at Transilvania Bank Branch Slatina.
- 4. Maintenance of existing guarantees for the credit line to Transilvania Bank, respectively:
  - Mortgage land area of 17.581,63 square meters, with C2 / 34 Hal casting Ac = 10.890,23 square meters and C63 / 31 station expedition Ac = 357.18 square meters, located in Slatina, Pitesti Street, no.114; owned by the company,
- 1/8 share of land of general access inside (S5) with a total area of 15.540 sqm (15.540,16 square meters of measurements), no. cadastral 438/46, joined the CF nr. 51102 (no. CF old: no. 1058) to the town Slatina.
  - Real estate mortgage on the pressure die cast machine classic 53D Buhler, Buhler pressure die cast machine classic type 42D, aluminum melting furnace ZPF S-type G1 5T5 melting and holding furnace type and S-G1 5T5, owned by
- Security mortgage on receivables to be collected from commercial contract signed with Continental Teves Germany Hagelmayer Consult and Thorma Europhame.
- **5.** Empowering to negotiate and sign addenda credit agreements/contracts guarantee accessories, as well as any documents to Raiffeisen Bank SA and Transilvania Bank SA, necessary so that these documents validly engage the company by Mr. ec. Bunu Antonel-Cristi as Chairman of the Board of Directors and Mr. ec. Sergiu Burca, as CEO of ALTUR SA.
- **6.** Approval of August 16, 2016 as registration date according to art. 238, para. 1 of Law 297/2004,date of August 12, 2016 as "ex date" in accordance with art.2,paragraph f of Regulation no.6/2009.
- II. Ordinary General Meeting of Shareholders on July 28, 2016 at 10<sup>30</sup> a clock, at the company headquarters in Slatina, Pitesti street, no.114, for all shareholders registered in the register of shareholders by the end of July 19, 2016 as the reference date, with the following:

#### AGENDA:

- 1. Election of Board members of the company ALTUR SA applying the cumulative vote method.
- 2. Setting monthly indemnity of Board members.
- **3**. Election of external financial auditor of the Company.

4. Approval of August 16, 2016 as registration date according to art. 238,para. 1 of Law 297/2004,date of August 12, 2016 as "ex date" in accordance with art.2,paragraph f of Regulation no.6/2009.

Given the failure of the quorum, as stipulated in Law 31/1990 R and amended Article 112, the next working session of the Extraordinary and Ordinary General Meeting of Shareholders will be held on 29-th July, 2016 at the same time and same place.

Candidates for the post of administrator will be nominated by current members of the Board of Directors or by shareholders, according art.137<sup>1</sup> (paragraph 2) of the Law no.31/1990 R amended and supplemented, no later then July 15, 2016, 15<sup>00</sup> hours.

The list with information about the name, domicile and professional qualifications of persons proposed by administrator was available to shareholders on the company's website at <a href="https://www.altursa.ro">www.altursa.ro</a>, which can be accessed and completed by them.

Draft decision of Extraordinary and Ordinary General Meeting of Shareholders and the documents and materials from the meeting agenda are available in electronic form on the company's website at www.altursa.ro, starting with publishing date of convening notice/June 27, 2016 respectively the completed convening notice (if applicable) after the expiry of 15 days from the publication of the initial convening stipulated by Article 117 1 of the Law no.31/1990R starting on July 13, 2016.

Shareholder/s individually or jointly representing at least 5% of the share capital has/ have the right:

- to put items on the agenda of the general meeting, provided that each such item is accompanied by a justification or a draft resolution for adoption by the General Assembly within 15 days of its being convened,
- to submit draft resolutions for items included or proposed to be included on the agenda of the meeting,

The rights referred to above may be exercised only in writing by courier at the company, 0249/436037 Fax or e – mail juridic@altursa.ro, by the deadline of July 12, 2016.

Each shareholder may ask questions related to items on the agenda of the General Meeting in writing by courier at the company, 0249/436037 Fax or e- mail: juridic@ altursa.ro , starting with June 27, 2016.

To identify persons who asks questions these ones will attach copies of documents proving their identity and account statement showing the capacity of shareholder and the number of shares owned issued by the Central Depository or as the case of participants who provide custodial services .

Answers to questions asked will be communicated in writing or published on the web- site of society at: www.altursa.ro.

Shareholders registered at the reference date may vote by mail before the general meeting, by using the voting by correspondence, in Romanian or English made available as of June 27, 2016, on the website of society at :www.altursa.ro.

Voting Forms by mail, in Romanian or English (filled by shareholders and accompanied by a copy of the identity document of the individual shareholder, or legal representative of the shareholder and for legal persons, the official document attesting the legal representative of the shareholder) should arrive in the original by post or by courier, at the company headquarters located in Slatina, Pitesti street, no.114, Olt, July 26, 2016 until  $10^{00}$  at the secretariat of the Board.

On the works of the Extraordinary and Ordinary General Meeting of Shareholders may attend and vote only shareholders registered in the shareholders register at the reference date, July 19, 2016, shareholders may attend in person or through representatives based on proxy, including voting by mail.

The proxy forms, in Romanian or English, may be obtained at the company headquarter or from company's website at <u>www.altursa.ro</u>, starting with June 27, 2016 and may be submitted, completed, including transmitted by mail or e- mail to: juridic@altursa.ro, in Romanian and English, until July 26, 2016, at  $10^{00}$ .

Shareholders may grant a proxy (proxy) generally valid for a period not exceeding 3 years, allowing designated representative to vote on all issues under debate in the general meeting of

shareholders provided that the attorney (power of attorney) to be given by the shareholder, as the customer, to an intermediary as defined in article 2 alin1, section 14 of Law no. 297/2004 or to a lawyer.

Shareholders may be not represented at the general meeting of shareholders on the basis of a power of attorney (powers) by a general person who is in a situation - a conflict of interest, in accordance with article 243 paragraph  $6^4$  of Law no. 297/2004, the text introduced by Ordinance no.90/2014 for amending and completion the Law no.297/2004 on the capital market.

Proxies (powers) are submitted to the general company 48 hours before the general meeting in copy, containing the mentioning according to the original with signature of the representative.

Before submitting general or special proxy, shareholders may notify the company regarding the appointment of a representative, by sending an e-mail to juridic@altursa.ro.

The form of voting by correspondence and proxy shall be accompanied by an Ascertaining certificate issued by the Register of Commerce, presented in original or certified copy or other document in original or certified copy issued by a competent authority of the State in which the shareholder is registered legally, stating the quality of legal representative.

Additional information may be obtained at the company or phone 0249/436834, 0740/052166 and 0744/702409.

#### **Chairman of the Board of Directors**

ec. Bunu Antonel - Cristi

Prepared
Legal Office-Capital Market
Att. Gunaru Maria