

SOCIETATEA SA
INTRARE - IESIRE
Data: 20.11.2014



PIATA 1 MAI NR.1-2, CLUJ-NAPOCA, 400058 ROMÂNIA
TEL: 0264 – 425.861; FAX: 0264 – 425.053
Cod de Înregistrare Fiscala - RO 199117 Reg. Com. - J/12/15/1991
Cod IBAN RO23 UGBI 0000 0420 1401 9RON GarantiBank SA
Cod CAEN 4120 Capital subscris si varsat 6.231.454 RON
e-mail: sccnapoca@yahoo.com; sccnapoca@sccnapoca.ro

**The Board of Directors of CONSTRUCTII NAPOCA S.A.
with the headquarters in Cluj-Napoca, Piata 1 Mai, nr. 1-2, jud. Cluj, registered for
ORC with the number J12/15/1991, CIF RO 199117, based on the Art. 117 included
in Law 31/1990 with its subsequent modifications**

SUMMONS

**The Extraordinary General Assembly of The Shareholders on the 6th of January, 2015, at 8.30 or
the 7th of January, 2015, at 8.30, in case in which the quorum does not respond to the call of the
first meeting, to which are invited all of the shareholders registered in the Shareholders Registry
until the date 23rd of December 2014, and are able to vote within the General Assembly with the
following**

AGENDA

- 1. Shareholders discussion considering the options provided by the Law 151/2014, considering the clarifications of the legal status of the actions traded on the RASDAQ Market or on the unquoted shares market and making a decision regarding the above mentioned.**
- 2. Approval of the 27th of January 2015 as a registry date, in accordance with the stipulations in the art. 238 of the Law 297/2004.**
- 3. Giving the power of attorney to a person able to fulfill all of the formalities regarding the registration of this decision related to ORC Cluj, as well as other formalities provided by the law in use.**

One or more shareholders, individually or together representing at least 5% of the share capital, has or have the right to:

- a) Introduce new statements in the daily agenda, with the condition that every single one of them must be accompanied by a justification or a decision draft proposed by the General Assembly;**
- b) Present decision drafts for the included (new) statements or in due course of being proposed in the daily agenda.**

The above mentioned rights can only be elaborated in writing (transmitted through courier or electronic services), in 15 days at most, starting with the publication of the convenor's date. Every shareholder has the right to address questions regarding the new proposition on the daily agenda of the General Assembly.

Constructii Napoca SA Company reserves the right to only answer the questions received in a written form, with at least 5 working days ahead the General Assembly meeting, from the shareholders who identified themselves properly. As far as the confidentiality and commercial interests of the company are regarded, the replies will be sent via mail.

The shareholders who are registered on the reference date may participate in the General Assembly either directly, either through the persons representing them, which require special mandate. The necessary forms for this procedure can be found at the company's headquarters starting with the date of issue of the convenor. The mandates will be submitted to the company, in original form, with at least 48 hours before the General Assembly meeting, with the condition that the right to vote in that meeting is denied. At the same time, the voting ballots, obtained through correspondence, will be signed and submitted personally by the shareholder at the company's headquarters or will be sent via recommended mail with a reception confirmation where the shareholder's address must be written.

The informative material and documents with regards to the daily agenda, the report in Art.2 (2) in the Law 151/2014, the convenor, the total number of the shares and the voting rights at the convening date, the decision draft, as well as the mandate forms and the corresponding voting ballots will be submitted to the company and on the website www.sccnapoca.ro, starting with the 4th of December 2014.

In the conference room the access will only be granted to the shareholders or their mandates, with the conditions of obeying the law and having the identity card with them.

**Chairman of the Board of Directors
Eng. Dimitriu Stefan Florea**

