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Cod IBAN RO23 UGBI 0000 0420 1401 9RON GarantiBank SA
Cod CAEN 4120 Capital subscris si varsat 6.231.454 RON
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The Board Directors of CONSTRUCTII NAPOCA S.A., in the meeting held on 25.03.2016, in accordance with the law and the articles of association, following the debates and deliberations on the issues on agenda, by vote, decided, with majority, hereby convenes:

The ORDINARY GENERAL MEETING OF SHAREHOLDERS, on April 29, 2016, (first convening), starting at 09:00, respectively April 30, 2016, (second convening), starting at 09:00, at the company's headquarters in Cluj Napoca, 1-2, P-ta 1 Mai, Romania, for all the shareholders registered in the Company Shareholders' Registry, at April 15, 2016, considered as "Reference Date" for this meeting, with the following

AGENDA:

1. Presentation, discussion and approval of **the annual report** of the Board of Directors for the fiscal year 2015.
2. Presentation and approval of the **financial statements for the financial year 2015** in accordance with International Financial Reporting Standards (IFRS) , based on Director's report and Financial Auditor's report.
3. Presentation of the report of the **Financial Auditor's report**, referring to financial statements in accordance with International Financial Reporting Standards (IFRS) for the financial year 2015
4. Approval of the distribution of the net profit recorded in the fiscal year 2015.
5. Presentation and approval of the **Annual Report for 2015**.
6. Approval of the **income and expenses budget** for the financial year 2016.
7. Approval of the **discharge the members of the Board of Directors**, for their activity carried out during the financial year 2015.
8. Revocation formal external financial auditor Dorin Viorel Lacatus , given its request dated 03.24.2016.
9. Appointment of an external financial auditor, establish the minimum duration of the audit service agreement and the remunerations of the financial auditor.
10. Approval of **20.05.2016 as "registration date"**, according to art. 238 of Law 297/2004 regarding the capital market and art. 2 of the CNVM Regulation no. 6/2009.
11. Approval of **19.05.2016 as "ex-date"**, according to art. 2 let. g of the CNVM Regulation no. 6/2009.
12. Authorizing a person to fulfill the legal formalities for the registration of the decision taken.

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.secnapoca.ro, starting with the 28th of March 2016.

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

Chairman of the Board
Ec. Cachita Floarea Doina

