



Current report: in compliance with CNVM Regulation no. 1/2006

Date of report: 16.12.2016

Name of Issuer: Societatea de Constructii Napoca SA

Headquarters: Cluj Napoca, Piata 1 Mai, nr. 1-2, jud. Cluj

Phone/fax: 0264 – 425.861; 0264 – 425.053

Trade Register Number: J 12/15/1991

Sole registration number with the Trade Register Office: 199117

Fiscal attribute: RO

Share capital: 6.231.454 lei

Regulated market on which they are traded: Bucharest Stock Exchange

Signifiant events to be reported:

The Board of Directors of the SOCIETATEA DE CONSTRUCTII NAPOCA S.A., with the registered office located in Cluj-Napoca at no. 1-2, str. 1 Mai, Cluj county, registered with the Office of Trade Register under no. J12 / 15/1991, Tax Identification Code RO 199117, at its meeting on 16th of December, 2016 in accordance with the legal provisions and the provisions set forth in the memorandum of association;

Pursuant to Art. 117 of Law no. 31/1990, as subsequently amended and supplemented

CONVENES

The Extraordinary General Meeting of Shareholders of the Societatea de Constructii Napoca SA, for 1st of February, 2017, at 09:00 am (first call) respectively or 2nd of February, 2017, at the same time (on the second call), at the registered office of the company in Cluj Napoca, at no. 1-2 P-ta 1 Mai, for all shareholders registered in the Shareholders' Register on the Reference Date 20th of January, 2017.

The AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS:

1. To approve the acquisition by the Societatea de Constructii Napoca SA, the status of associate member with full rights in Potaissa Turda Cluj Handball Association, based in Turda, Avram Iancu Street, No. 8B, jud. Cluj, tax identification code RO 3211366, with a percentage of participation in the Association of 20%, based on a monthly fee paid in the amount of 63,000 lei.

In a joint venture structure associates and their participation rates will be:

- a. **TURDA**, The City Council of Turda, headquartered in Turda, P-ta December 1, 1918, no.28, with tax identification code RO 437893, with the percentage of participation in Association of 79.364% on a monthly fee paid in the amount of 250,000 lei;
 - b. **SOCIETATEA DE CONSTRUCTII NAPOCA S.A.**, based in Cluj-Napoca, P-ta 1 Mai, no.1-2, jud. Cluj, Cluj ORC registered under no. J12 / 15/1991, with tax identification code RO 199 117, with percentage of participation in Association of 20% on a monthly fee paid in the amount of 63,000 lei;
 - c. **SASAEAC CONSTANTIN FLAVIU**, based in Cluj-Napoca, Calea Turzii Street, no.91, Apt.6, jud. Cluj, with the percentage of participation in Association of 0.159% on a monthly fee paid in the amount of 500 lei;
 - d. **HORATIU-GAL NICOLAE**, based in Turda, Bunea Augustin Steer, No. 9, jud. Cluj, with the percentage of participation in Association of 0.159% on a monthly fee paid in the amount of 500 lei;
 - e. **GAL OVIDIU-DUMITRU**, based in Cluj-Napoca, Trifoiului Street, No..33C, jud. Cluj, with the percentage of participation in Association of 0.159% on a monthly fee paid in the amount of 500 lei;
 - f. **BULGARIA BOGDAN-OCTAVIAN**, based in Turda, Closca Street, No. 18, jud. Cluj, with the percentage of participation in Association of 0.159% on a monthly fee paid in the amount of 500 lei.
2. To authorize Mr. Danut-Dorel, the General Manager of the Societatea de Constructii Napoca SA, to sign the Statute 'Association Handball Club Potaissa Turda ', updated, and any other documents necessary for the association.
 3. To approve the date of 21st of February, 2017 as "**registration date**", according to art. 238 of Act 297 on the capital market and art. 2 of the Regulation no. 6/2009, as amended.
 4. To approve the date of 20th of February, 2017 as "**ex-date**", according to art. 2 lit. e of NSC Regulation no. 6/2009, as amended.
 5. Authorizing a person to fulfill the legal formalities for the registration of the decision taken.

One or more shareholders holding, individually or together, at least 5% of the Company's share capital, has/have the right to include new items on the agenda of the Extraordinary General Meetings of the Shareholders (each new item shall be submitted together with an explanation or a draft decision in order to be adopted in the EGMS) and to submit draft decisions for items included or to be included on the agenda of the Extraordinary General Meetings of the Shareholders, not later than 15 days from the date this summons has been published, i.e. not later than 5th of January, 2017.

The above mentioned rights of the shareholders shall be exercised only in writing.

The shareholders have the right to ask questions related to items on the agenda of the two General Meetings; the answers to be published on the Company's Internet website page www.sccnapoca.ro

The questions shall be submitted or sent to the registered office of the Company in such way to be registered at the registry of the Company not later than 20th of January, 2017, hour 4,00 PM, in a sealed envelope bearing the clearly written statement in capital letters: "FOR THE EXTRAORDINARY GENERAL MEETINGS OF SHAREHOLDERS FROM FEBRUARY 01/02, 2017".

The registered shareholders at the reference date shall exercise the right to participate and to vote in the Extraordinary General Meetings of the Shareholders personally, via correspondence or through a representative with special/general proxy. The general proxy will be awarded by the shareholder, acting as client, only to an agent as it is defined in art. 2 paragraph 1, point 14 of Law 297/2004 on the capital market, or to an attorney-at-law.

In case the shareholders appoint representatives for the participation and voting in the Extraordinary General Meetings of the Shareholders, the notification of their appointment shall be submitted to the Company only in writing.

The correspondence vote forms and the special proxy forms for representation of the shareholders in the Extraordinary General Meetings of the Shareholders are made available at the registered office of the Company, as well as on the website of the Company www.sccnapoca.ro

The correspondence vote forms filled in by the shareholders either in Romanian or English shall be submitted or sent in original, through certified mail, to the Registration Office of the Company, together with the copy of the identity document for shareholders - natural person or with the copy of the identity document of the legal representative of the shareholder - legal person, signatory of the Correspondence vote form, in such way to be registered at the registry of the Company:

- not later than 30th of January, 2017, hour 8,00 AM, in a sealed envelope bearing the clearly written statement in capital letters: "VOTE BY CORRESPONDENCE FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS FROM FEBRUARY 01/02, 2017 ".

The correspondence vote forms which shall not have been received in the form and within the term provided above shall not be taken into account when the presence and the voting quorum is established and when the votes are counted in the Extraordinary General Meetings of the Shareholders.

The proxies for the shareholders' representation in the General Meetings, filled in by the shareholders either in Romanian or in a widely used language in the international financial area, together with the copy of the identity document of the appointed representative, shall be submitted or sent in copy, containing the remark of true copy of the original under the representative's signature, through certified mail, to the Registration Office of the Company in such way to be registered at the registry of the Company:

- not later than 30th of January, 2017, hour 8,00 AM, in a sealed envelope bearing the clearly written statement in capital letters: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS FROM FEBRUARY 01/02, 2017 ".

The proxies may also be sent by e-mail to the address sccnapoca@yahoo.com

Only the registered shareholders at the reference date shall be entitled to participate and to vote in the Extraordinary General Meetings of the Shareholders summoned for February 01/02, 2017 personally, via correspondence or through a representative with proxy.

The documents and information related to the items on the agenda of the General Meetings, as well as the draft decisions related to the items on the agenda of the General Meetings, the correspondence vote forms and the proxy forms for representation of the shareholders in the Extraordinary General Meeting of the Shareholders, as well as the Regulation for exercising the voting right in the General Meetings by the shareholders of Societatea de Constructii Napoca SA, are made available for the shareholders at the registered office of the Company from Cluj Napoca, no.1-2, Piata 1 Mai, Cluj Napoca, County, Romania, and are posted on the website of the Company www.sccnapoca.ro starting with the date of 21st of December, 2016.

Any additional information may be obtained at phone no. 0264.42.58.61.

Cachita Floarea Doina
Chairman of the Board of Directors

