



## **CURRENT REPORT**

According to C.N.V.M. Regulation no. 1/2006

Report date: **28.04.2017**

Name of Issuing Company: **Societatea de Constructii Napoca SA**

Registered office: 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

Share capital: 6.231.454 lei

Regulated market on which they are traded: Bucharest Stock Exchange

## **Significant 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 **28<sup>th</sup> of April, 2017** 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 **8<sup>th</sup> of June, 2017, at 09:00 am** (first call) respectively or **9<sup>th</sup> of June, 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 25<sup>th</sup> of May, 2017**.

The AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

1. Completing Art. 7 from the Constitutive Act of the Societatea de Constructii Napoca SA.:

*“The secondary object of activity”*, with the following objects of activity ( Code NACE)

*“0899 Other extractive activities n.c.a.  
0990 Activities of related services for mineral extraction  
2399 Manufacture of other non-metallic mineral product n.c.a.  
4972 Wholesale of metals and metallic minerals.”*

2. To authorize Mr. Canta Danut-Dorel, the General Manager of the Societatea de Constructii Napoca SA, to sign the updated Constitutive Act.
3. To approve the date of **29<sup>th</sup> of June, 2017** as "**registration date**".
4. To approve the date of **28<sup>th</sup> of June, 2017** as "**ex-date**."
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.

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](http://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 29<sup>th</sup> of May, 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 JUNE 08/09, 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, as it is defined according to the legal provisions, 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](http://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 06<sup>th</sup> of June, 2017, hour 4,00 P.M, in a sealed envelope bearing the clearly written statement in capital letters: “VOTE BY CORRESPONDENCE FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS FROM JUNE 08/09, 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 30<sup>th</sup> 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](mailto: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 June 08/09, 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](http://www.sccnapoca.ro) starting with the date of **7<sup>th</sup> of May, 2017.**

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

**Chairman of the Board  
Ec. Cachita Floarea Doina**