



DRAFT

DECISION NO. 12
of the
GENERAL ORDINARY MEETING OF SHAREHOLDERS OF THE COMPANY
TRANSILVANIA BROKER DE ASIGURARE S.A., Bistrita
on July 29th, 2020

The General Ordinary Meeting of Shareholders of the company TRANSILVANIA BROKER DE ASIGURARE S.A. ("the company") having its head office in Bistrița, 13 Calea Moldovei street, Bistrița Năsăud county , Romanian juristic person, the executive board of the trading company **TRANSILVANIA BROKER DE ASIGURARE S.A.**, a Romanian juristic person, whose only object is the mediation of insurances, registered with the Trade Register of the Court of Bistrita-Năsăud under J06/674/200 , fiscal code 19044296, authorized according to the CSA Decision 114.420/2006 and entered in the Register of Insurance Brokers under RBK-374/17.11.2006, convened in compliance with the provisions of Law 31/1990 on the company, republished, with subsequent amendments and completions, the Articles of Incorporation, Law no. 24/2017 regarding the issuance of financial instruments and market operations and of the ASF Regulation no. 5/2018 regarding the issuance of financial instruments and market operations,

takes today in the meeting held at 10.30 o'clock on July 29th, 2020 in Bistrita, Bistrita-Năsăud county , with a quorum of _____ % from a total of 2.500.000 votes being part of 2,500,000 shares issued by the company and that represent a total number of _____ valid votes the following:

DECISION
referring to the items on the agenda, as follows:

1. Appointing two more members in the Board of Directors, thus increasing the latter's number from three to five, as follows:

1.1. Administrator LOGIN GABRIEL

Vote structure: _____ % for, _____ % against, _____ % abstain

1.2. Administrator BARNA ERIK

Vote structure: _____ % for, _____ % against, _____ % abstain

2. Establishing the term of office of the new members of the Board of Directors, elected at point 1, during the term of office of the current Board (until 25.07.2022).

Vote structure: _____ % for, _____ % against, _____ % abstain

3. Empowering Mr. Niculae Dan, Chairman of the Board of Directors, to negotiate and sign the Management Contracts of the new directors, in the name and on behalf of the company, their remuneration to be established in compliance with the general limits of gross remuneration granted to Board members , approved by OGMS no. 5 / 25.07.2018

Vote structure: _____ % for, _____ % against, _____ % abstain



4. Approval of the date of 14.08.2020 as the “registration date” which serves to identify the shareholders on whom the effects of the decisions adopted by the Ordinary General Meeting of Shareholders in accordance with the provisions of art. 86 (1) of the Issuers Law, dated 13.08.2020 representing “ex-date”.

Vote structure: _____ % for, _____ % against, _____ % abstain

5. Authorization of the Chairman of the Board of Directors, Mr. Nicolae Dan, to sign on behalf of all shareholders present at the General Meeting, the Decision of the Ordinary General Meeting of Shareholders.

Vote structure: _____ % for, _____ % against, _____ % abstain

6. Empowerment of the Chairman of the Board of Directors Mr. Nicolae Dan and the Director of the Legal Department Mrs. Denes Adriana, to fulfill all the necessary formalities regarding: the submission of the OGMS Decision to the Trade Register Office at the Bistrita-Nasaud Court, for publication in the Official Gazette of Romania, Part IV, obtaining the prior approval of the Financial Supervisory Authority regarding the changes brought in the structure of the company and the subsequent making of the necessary mentions at the trade register, according to the law.

Vote structure: _____ % for, _____ % against, _____ % abstain

This decision was issued and signed this July 29th, 2020 in 5(five) original copies .

Chairman of the Board of Directors

NICULAE DAN