



DECISION NO. 4
of the
GENERAL ORDINARY MEETING OF SHAREHOLDERS OF THE COMPANY
TRANSILVANIA BROKER DE ASIGURARE S.A., Bistrita
on April 25th, 2018

The General Ordinary Meeting of Shareholders of the company TRANSILVANIA BROKER DE ASIGURARE S.A. ("the company") having its head office in Bistrița, 5 Zorilor street, district Bistrița Năsăud, 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-374/16.11.2006, was duly convened in compliance with Act 31/1990 (trade companies) as amended from time to time the Memorandum, Act 24/2017 (issuer of financial instruments and market operations), the Rule 6/2009 of the National Committee of Movable (execution of certain rights of shareholders within the general meeting of trading companies) and Rule 1/2006 of the National Committee of Movable (issue and operation of movables) as amended from time to time,

takes today in the meeting held at 10.00 o'clock on April 25th, 2018 in the conference room of the Hotel Ozana, Bistrita, 17 Calea Moldovei, 1st floor, district Bistrita-Năsăud with a quorum of 76,41928 % 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 1,910,482 valid votes the following:

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

1. Approves the Report of the Board of Directors regarding the individual financial statement ended 31.12.2017.

Vote structure: 100 % for, 0 % against, 0 % abstain

2. Notes the RAO AUDIT OFFICE SRL, the financial auditor's report regarding the individual financial statement for the financial year 2017.

Vote structure: 100 % for, 0 % against, 0 % abstain

3. Approves the individual financial statement for the financial year 2017, respectively : balance sheet, profit and loss account, the statement of changes equity, the cash flow situation, accounting policies, and also, the explanatory notes included in the financial statements of 2017, based on the report of the Board of Directors and the report of the financial auditor of the company.



Vote structure: 100 % for, 0 % against, 0 % abstain

4. Approves the allocation proposal of net profit for the financial year 2017. It is proposed that the net profit will be distributed as follows:
- ✓ net profit to be distributed : 3,405,622 lei
 - ✓ legal reserves : 70,000 lei
 - ✓ granting of dividends : 2,600,000 lei, the gross value of the dividend/ share is proposed to be 1,04 lei
 - ✓ other reserves : 0 lei
 - ✓ reported result : 34,399 lei.

Vote structure: 100 % for, 0 % against, 0 % abstain

5. Approves discharge of the board of directors of the company for the financial year 2017

Vote structure: 100 % for, 0 % against, 0 % abstain

6. Approves the Revenue and Expenditure Budget for the financial year 2018, with the following indicators :

Indicators (lei)	2018
Total income	57,902,800.00
Total costs	53,420,063.87
The gross result of the exercise	4,482,736.13
The net result of the exercise	3,800,938.13

Vote structure: 100 % for, 0 % against, 0 % abstain

7. Approves the date of May 11th, 2018 to be „*the registration date*”, according to art. 86 point 1 of Act 24/2017 (issuer of financial instruments and market operations) and according to art. 2 lit e) Rules 6/2009 issued by the National Committee of Movables.

Vote structure: 100 % for, 0 % against, 0 % abstain

8. Approves the date of May 10th, 2018 as „ *ex-date*”, according to art. 2 lit. f of Rule 6/2009 issued by the National Committee of Movables as amended.

Vote structure: 100 % for, 0 % against, 0 % abstain



9. Approves the date of May 31th, 2018, *as „date of payment”*, according to art. 86 points 2 and 3 of Act 24/2017 (issuer of financial instruments and market operations).

Vote structure: 100 % for, 0 % against, 0 % abstain

10. Authorizes the CEO, Mr. Niculae Dan, to sign on behalf of all shareholders that are present at the General Meeting the Decision of the Ordinary Meeting of Shareholders.

Vote structure: 100 % for, 0 % against, 0 % abstain

11. Authorizes the Manager of the Law Department of the company, Mrs. Denes Adriana, to complete all formalities for the registration of the Decisions of the Ordinary Meeting of Shareholders with the Trade Register of the Court House Bistrita-Nasaud so that it can be published in the Official Journal of Romania, Part IV.

Vote structure: 100 % for, 0 % against, 0 % abstain

This decision was issued and signed this April 25th, 2018 in 5(five) original copies out of which 2 (two) copies for the company and 3 (three) copies to be submitted to the Trade Register of the Court of Bistrita-Nasaud.

**CEO
NICULAE DAN**