

DECISION
Ordinary General Meeting of Shareholders (OGMS)
ASCENDIA S.A.
no. AGA0008 from the 29th April 2019

The Ordinary General Meeting of Shareholders ASCENDIA S.A. („Company”), company with registered office in Str. Eufrosin Poteca Nr. 40, Et. 1, Sector 2, Bucharest, Romania and the correspondence address at the work point in Str. Avrig Nr. 12, Et 4, Sector 2, Bucharest, Romania, registered with the Trade Register under no. J40/6604/2007, having the Unique Registration Code RO21482859 (the Company), with the participation of shareholders holding a number 1.279.854 of shares from a total of 1,444,444 shares, meaning 88.6053% of the total shares, with 1.279.854 valid votes cast out of a total of 1,444,444 votes with voting rights, meaning 88.6053% of the share capital with the right to vote, in accordance with the provisions of Law 31/1990, as subsequently amended and supplemented, with Law 297/2004, Law 24/2017, the ASF / CNVM Regulations and the provisions of the Articles of Incorporation, with the quorum and with the majority required by the law and by the Articles of Incorporation of the Company, recorded in the Minutes concluded during the proceedings of the Ordinary General Meeting of Shareholders, with the legal and statutory conditions for validity met,

DECIDES:

▪ **DECISION NO. 1**

With 387.730 votes for, 0 votes against and 0 abstentions of the total of 387.730 votes casted, with the affirmative vote representing 100% of the total casted votes(*) and 26.8428% of the total voting rights, **the approval of the financial statements for the financial year 2018**, together with the Administrator's Report and the Financial Auditor's Report.

*Accordingly to the law, the company's administrator, Mr. Cosmin Malureanu has abstained from voting.

▪ **DECISION NO. 2**

With 387.730 votes for, 0 votes against and 0 abstentions of the total of 387.730 votes casted, with the affirmative vote representing 100% of the total casted votes(*) and 26.8428% of the total voting rights, **the discharge of the administrator for the financial year 2018**.

*Accordingly to the law, the company's administrator, Mr. Cosmin Malureanu has abstained from voting.

▪ **DECISION NO. 3**

With 1.214.854 votes for, 0 votes against and 65.000 abstentions of the total of 1.279.854 votes casted, with the affirmative vote representing 94.9212% of the total casted votes and 84.1053% of the total voting rights, **approval of the revenues and expenditures budget for 2019**.

▪ **DECISION NO. 4**

With 1.279.854 votes for, 0 votes against and 0 abstentions of the total of 1.279.854 votes casted, with the affirmative vote representing 100% of the total casted votes and 88.6053% of the total voting rights, **approval of the proposal for the distribution of the profit for the year 2018 for the creation of reserves**.

▪ DECISION NO. 5

With 387.730 votes for, 0 votes against and 0 abstentions of the total of 387.730 votes casted, with the affirmative vote representing 100% of the total casted votes(*) and 26.8428% of the total voting rights, approval of the signing between the Company and the sole administrator of the Company, Cosmin Mălureanu, **of a paid administration contract** of 4500 lei net / month value.

*Accordingly to the law, the company's administrator, Mr. Cosmin Malureanu has abstained from voting.

▪ DECISION NO. 6

With 387.730 votes for, 0 votes against and 0 abstentions of the total of 387.730 votes casted, with the affirmative vote representing 100% of the total casted votes(*) and 26.8428% of the total voting rights, approval of the signing between the Company and the sole administrator of the Company, Cosmin Mălureanu, of a **paid management contract** of 7500 lei net / month value.

*Accordingly to the law, the company's administrator, Mr. Cosmin Malureanu has abstained from voting.

▪ DECISION NO. 7

With 1.279.854 votes for, 0 votes against and 0 abstentions of the total of 1.279.854 votes casted, with the affirmative vote representing 100% of the total casted votes and 88.6053% of the total voting rights, the approval of the Registration Date as **23.05.2019**, defined as the date that serves to identify the shareholders to whom the decisions of the OGMS are imposed with the Date for the **Ex-date 22.05.2019**.

▪ DECISION NO. 8

With 1.279.854 votes for, 0 votes against and 0 abstentions of the total of 1.279.854 votes casted, with the affirmative vote representing 100% of the total casted votes and 88.6053% of the total voting rights, the empowerment, with substitutability, of the company's administrator, Cosmin MĂLUREANU to sign the shareholders resolutions and any other documents related to them and to perform all the procedures and formalities provided by the law for the implementation of the resolutions of the shareholders, including the formalities for their publication and registration with the Trade Registry or any other public institution.

The present decision was drafted today, **29.04.2019**, in Bucharest, in 3 (three) original copies.

Sole Administrator
ASCENDIA S.A.
COSMIN MĂLUREANU
