

# COMCEREAL SA TULCEA

Tulcea, Isacsei Street, no. 73; Ph./Fax: 0240/534061/534069; e-mail: comcereal\_tulcea @yahoo.com  
Unique Registration Code: RO8392201; Trade Register Registration no. J 36/165/1996; LEI Code:  
254900R1D1AN3UY3Q040; Share Capital: 8,177,652.50 ron  
TRANSILVANIA BANK ACCOUNT: RO88BTRL03701202E10399XX  
RAIFFEISEN BANK ACCOUNT: RO47 RZBR 0000 0600 0035 2530  
BRD TULCEA ACCOUNT: RO13 BRDE 370S V016 7740 3700  
UNICREDIT BANK ACCOUNT: RO26 BACX 0000 0005 2325 5000

**To the: FINANCIAL SURVEILLANCE AUTHORITY**

**Fax:** 021 659.60.51; 021 659.64.14; 021 316 78 64

**BUCHAREST STOCK EXCHANGE**

**Fax:** 021 312 47 22

## CURRENT REPORT

according to the Regulation of the Financial Surveillance Authority no. 5/2018 on the issuers of  
and the operations with securities and Law no. 24/2017 on the capital market

Report date: **09.04.2020**

**Name of the issuing company: COMCEREAL SA TULCEA**

Legal office: Isacsei Street, No. 73,

Ph./Fax 0240/53.40.61; 0240/53.40.69

**Unique registration code 8392201 Tax attribute RO**

**Trade Register Order Number: J 36/165/1996;**

**LEI Code: 254900R1D1AN3UY3Q040**

Subscribed and paid-up share capital: 8,177,652.50 ron

Regulated market on which issued securities are traded: Bucharest Stock Exchange – Alternative  
Trading System AeRO

Shares (market symbol CTUL)

**Important events to report:**

**Decision of the Extraordinary General Meeting of Shareholders no. 1/09.04.2020 and**

**Decision of the Ordinary General Meeting of Shareholders no. 1/09.04.2020**

## DECISION OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS No. 1 of 09.04.2020

The Extraordinary General Meeting of the Shareholders held its works on 09.04.2020, at the first convocation, at the company's legal office on Isacsei street, no. 73, Tulcea, in proper conditions of advertising, quorum and vote according to the applicable Romanian legislation and in accordance to the provisions of the Articles of Incorporation of the company.

For the present meeting there exercised their right to vote by correspondence and there were present and represented shareholders holding a number of 3,119,293 shares representing 95.3606% of the total share capital and 95.4031% of the total shares with voting rights.

Following the debates on the items entered on the agenda and recorded in the minute of the meeting, with a number of 3,119,293 votes for, representing 95.3606% of the total voting rights and 100% of the total voting rights present and represented at the meeting, **the following**

## **DECISION**

**was adopted**

1. It is approved the contracting by Comcereal Tulcea of a bank loan with a maximum amount of 40,000,000 lei for working capital.
2. It is approved to guarantee the credit with fixed assets belonging to Comcereal SA Tulcea, representing 100% of the total fixed assets in the patrimony as well as the movable mortgage on the company's stocks and receivables.
3. It is approved to empower the sole administrator to approve the terms of the actually contracted credit, as well as the related guarantees.
4. It is approved to modify the Constitutive Act of the company by including in article 6 of the Constitutive Act the following activity: „CAEN 8129 Other activities of cleaning”.
5. It is approved the date of **30.04.2020**, as **registration date** and of the date of **29.04.2020** as “**ex date**”, for the identification of those shareholders affected by the decisions of the Extraordinary General Meeting of Shareholders.
6. It is approved the mandate for Mr. Niculescu Emilian-Mihai, general manager and/or for Mrs. Monea Aurora, economic manager, to sign and carry out the decisions of the Extraordinary General Meeting of Shareholders and to fulfil all the legal formalities required by the law for the registration of the mentions with the Trade Register, according to the adopted decisions.

## **DECISION OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS No. 1 of 09.04.2020**

The Ordinary General Meeting of the Shareholders held its works on 09.04.2020, at the first convocation, at the company's legal office on Isaccai street, no. 73, Tulcea, in proper conditions of advertising, quorum and vote according to the applicable Romanian legislation and in accordance to the provisions of the Articles of Incorporation of the company.

For the present meeting there exercised their right to vote by correspondence and there were present and represented shareholders holding a number of 3,119,293 shares

representing 95.3606% of the total share capital and 95.4031% of the total shares with voting rights.

Following the debates on the items entered on the agenda and recorded in the minute of the meeting, with a number of 3,119,293 votes for, representing 100% of the total votes expressed for the present meeting, **the following**

## **DECISION**

**was adopted**

1. The individual financial statements on 31.12.2019 are approved, based on the Report of the Sole Administrator and on the Report of the Financial Auditor.
2. The distribution of the profit realized in the financial year 2019 in the amount of **1,218,683.25** ron is approved for the following legal destinations:
  - The amount of **205,109.42** ron for the constitution of the legal reserve at the company's disposal;
  - The amount of **1,013,573.83** ron for the distribution of dividends due to shareholders resulting in a proposed dividend value of **0,31** lei/share.
3. It is approved to distribute the profit in the amount of 43,244.26 ron resulted from the accounting corrections related to the previous years, for the creation of reserves available to the company.
4. The BVC (T.N.: Budget of Revenues and Expenses) and of the Investment Program for 2020 is approved, as follows:
  - Total revenues: 133,538,600 ron;
  - Total expenses: 131,588,600 ron;
  - Gross profit: 1,950,000 ron;
  - Proposed investments: 496,300 ron.
5. It is approved the management discharge of the company's administrator for the financial year 2019.
6. It is approved the sole administrator's allowance, starting with the allowance afferent to April 2020, according to the report registered under no. 662/25.02.2020.
7. It is approved the total maximum level to which it is contracted the professional liability insurance of the sole administrator, of the general manager and of the

economic manager for 2020, according to the report registered under no. 661/25.02.2020, and the costs will be sustained by the company.

- 8.** It is approved the date of **31.08.2020** as the “**payment date**” of the dividends. The expenses related to the payment are borne by the shareholders from the net dividend.
  
- 9.** It is approved the date of **11.08.2020**, as registration date and of the date of **10.08.2020** as “ex date”, for the identification of those shareholders affected by the decisions of the General Meeting of Shareholders.
  
- 10.** It is approved the mandate for Mr. Niculescu Emilian-Mihai, general manager and/or for Mrs. Monea Aurora, economic manager, to sign and carry out the decisions of the Ordinary General Meeting of Shareholders and to fulfil all the legal formalities required by the law for the registration of the mentions with the Trade Register, according to the adopted decisions.

**General Manager**  
**Niculescu Emilian Mihai**