

Translation from Romanian

**DECISION DRAFT
OF THE EXTRAORDINARY GENERAL MEETING
OF ELECTROARGEȘ S.A.'s SHAREHOLDERS,**

Registered in the Trade Register with No. J03/758/1991

Tax Registration Code: RO 156027

Legally summoned on 27.04.2020, at 11⁰⁰, at the Company's registered office in Curtea de Argeș, str. Albești nr. 12, jud Argeș, the Extraordinary General Meeting of SC Electroargeș S.A.'s Shareholders (the Meeting) was held, at the first summons, in accordance with the provisions of art. 112 of Law 31/1990R, Law 24/2017 and the Company's Articles and Memorandum of Association.

A number of _____ shareholders attended the meeting – present and represented – out of a total of _____ shareholders, holding a number of _____ total shares – representing _____% of the total number of _____ shares.

The shareholders entered on the Attendance List were entitled to attend and vote in the Meeting according to the voting rights established by the Company's Shareholders Register on the date of reference **10.04.2020**.

Following the debates which were held in accordance with the provisions of Law 31/1990R and the Company's Articles and Memorandum of Association, the Extraordinary General Meeting of Shareholders,

DECIDES:

Art. 1. Approves/Does not approve with a majority of _____ "FOR"/"AGAINST" votes (voting rights) representing _____ % of the total of _____ votes cast in the Meeting:

Completing the secondary business activities of Electroarges S.A., with the following activities, respectively completing the list of secondary business activities from art. 6 of the Articles of Incorporation as follows:

Article 6. (...)

Secondary activities:

(...)

2229 - Manufacture of other plastic products;

2550 - Manufacture of metallic products obtained by plastic deformation;

2562 - General mechanics operations;

- 2573 - Manufacture of tools;
- 2824 - Manufacture of electrically operated portable machine tools;
- 2932 - Manufacture of other parts and accessories for motor vehicles and engines;
- 3240 - Manufacture of games and toys;
- 4677 - Wholesale of waste and scrap.

Art. 2. Approves/Does not approve with a majority of _____ "FOR"/"AGAINST" votes (voting rights) representing _____ % of the total of _____ votes cast in the Meeting:

The extension of the credit line in the amount of 18,000,000 lei and the contracting of a term credit facility (investment credit) in a maximum amount of 47,160,422 lei, contracted from Raiffeisen Bank S.A.

The credit facility with a maximum amount of 47,160,422 lei will be contracted only in the case of approving the Application for financing with state aid according to GD no. 807/2014 for "Extending the production capacity of home appliances in Curtea de Argeş", submitted by Electroarges S.A. in January 2020.

Art. 3. Approves/Does not approve with a majority of _____ "FOR"/"AGAINST" votes (voting rights) representing _____ % of the total of _____ votes cast in the Meeting:

That, in order to guarantee the extension of the credit facility in the amount of 18,000,000 lei as well as the guarantee of the term credit facility in the amount of 47,160,422 lei, the following guarantees are constituted:

- a) movable mortgage on the company's accounts (current and / or other accounts) opened with Raiffeisen Bank SA;
- b) movable mortgage on the stock of raw materials, semi-finished and finished products;
- c) movable mortgage on the equipment financed from the term facility;
- d) movable mortgage on the universality of the debts;
- e) mortgage on the cashings related to the guarantee letters for guaranteeing the advance;
- f) assignment of the rights resulting from the insurance policy for the mortgaged goods in favor of Raiffeisen Bank, a policy concluded with an approved insurer;
- g) real estate mortgage on buildings located in Curtea de Arges, str. Albesti, nr. 12, jud. Arges, the property of Electroarges SA, as follows:
 - land within the built-up area - buildings and adjoining areas with an area of 1,555 square meters and the construction C1 built on it, having Land Register no. 81264, registered in the Land Book no. 81264 of Curtea de Arges.
 - land within the built-up area - buildings and adjoining areas with an area of 1,152 square meters and the constructions C1, C2 and C3 built on it, having Land Register no. 81267, registered in the Land Book no. 81267 of Curtea de Arges.

- land within the built-up area - buildings and adjoining areas with an area of 4,992 square meters and the constructions C1, C2 built on it, having Land Register no. 81265, registered in the Land Book no. 81265 of Curtea de Arges.

- land within the built-up area - buildings and adjoining areas with an area of 1,411 square meters and the constructions C1, C3 built on it, having Land Register no. 81268, registered in the Land Book no. 81268 of Curtea de Arges.

- land within the built-up area - buildings and adjoining areas with an area of 366 sqm and the construction C1 built on it, having Land Register no. 81266, registered in the Land Book no. 81266 of Curtea de Arges.

- land within the built-up area - buildings and adjoining areas with an area of 3,490 sqm and constructions C1, C2 built on it, having Land Register no. 81269, registered in the Land Book no. 81269 of Curtea de Arges.

- land within the built-up area - buildings and adjoining areas with an area of 8,666 square meters and the constructions C1, C2, C3 built on it, having Land Register no. 81272, registered in the Land Book no. 81272 of Curtea de Arges.

- land within the built-up area - buildings and adjoining areas with an area of 741 square meters and the constructions C1 and C3 built on it, having Land Register no. 81270, registered in the Land Book no. 81270 of Curtea de Arges.

- land within the built-up area - buildings and adjoining areas with an area of 3,687 square meters and the constructions C1, C2, C3, C4, C5, C6, C7, C8 built on it, having Land Register no. 81273, registered in the Land Book no. 81273 of Curtea de Arges.

- land within the built-up area - buildings and adjoining areas with an area of 39,433 square meters and the constructions C1, C2, C4, C9, C11, C12, C21, C23, C24, C28, C29, C30, C31, C33 built on it, having Land Register no. 81271, registered in the Land Book no. 81271 of Curtea de Arges.

Art. 4. Approves/Does not approve with a majority of _____ "FOR"/"AGAINST" votes (voting rights) representing _____ % of the total of _____ votes cast in the Meeting:

That, until the date of settlement of all the obligations assumed by the company towards the bank, through the credit facility contracts, the company undertakes to follow the contractual clauses.

Art. 5. Approves/Does not approve with a majority of _____ "FOR"/"AGAINST" votes (voting rights) representing _____ % of the total of _____ votes cast in the Meeting:

Mandating the Chairman of the Board of Directors and/or the Vice-Chairman and/or the Economic Adviser and/or the Economic Director, to sign on behalf of the company the credit facility contract, the real estate mortgage contract, the movable mortgage contract on the accounts, the debt assignment contract, the movable mortgage contracts adjacent to the credit facilities, the additional documents for the extension of the facility, as well as any other documents/statements necessary for these documents to validly engage the company in these operations.

Art. 6. Approves/Does not approve with a majority of _____ "FOR"/"AGAINST" votes (voting rights) representing _____ % of the total of _____ votes cast in the Meeting:

Mandating the Economic Advisor and/or the Economic Director to sign on behalf of the company any document related to the use of the facility granted by Raiffeisen Bank SA.

Art. 7. Approves/Does not approve with a majority of _____ "FOR"/"AGAINST" votes (voting rights) representing _____ % of the total of _____ votes cast in the Meeting:

The opening of a secondary office/workplace in Bucuresti, in order to carry out administrative and management activities for Electroargeş S.A. and mandating the Chairman of the Board of Directors, Mr. Constantin Ştefan for the identification and/or contracting of the space where this workplace will be opened, as well as for its registration at the Trade Register Office. In order to fulfill the mandate, Mr. Constantin Ştefan will be able to issue a decision that will identify the location where the respective secondary office/workplace will be opened.

Art. 8. Approves/Does not approve with a majority of _____ "FOR"/"AGAINST" votes (voting rights) representing _____ % of the total of _____ votes cast in the Meeting:

Mandating the Chairman of the Board of Directors and/or of the Vice-Chairman to authorize the person or persons to take the necessary steps with Trade Register Office and wherever necessary for registering the decision and other documents approved by the Extraordinary General Meeting of Shareholders of 27,28.04.2020.

Prepared today _____.

AGEA Meeting Chairman

AGEA Secretariat