

ELECTROARGEŞ S.A.
Letter for OGMS ELGS of 01.02.2021
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Telephone: 0755 035 060
Tudor Dumitru, str. Traian nr. 10,
Curtea de Argeş, Judeţul Argeş

(stamp: **ELECTROARGES S.A.,**
no. 119/07.01.2021)

To

ELECTROARGEŞ S.A.
BOARD OF DIRECTORS

The undersigned, Tudor Dumitru – Person authorized by the Argeş Specialized Court to summon the ELECTROARGEŞ S.A.'s OGMS of 01.02.2021 – formulate this

APPEAL

against the manner of fulfilling the legal attributions regarding the information of the shareholders by the ELECTROARGEŞ S.A.'s Chairman of the Board of Directors on the Case no. 196/1259/2020 for the following reasons:

1. He did not inform the shareholders by Current Report within 24 hours as provided by Art.234 of the ASF Regulation no. 5/2018 about the solution ordered by the Argeş Specialized Court in the Case no. 196/1259/2020 by which the Court "**authorizes the summoning of the ELECTROARGES S.A. OGMS by the petitioner Tudor Dumitru**" on 01.02.2021 and approved the OGMS Agenda which contains 16 points, an information published on the Courts' Portal on 22.12.2020 at 13.00.

2. He did not publish by Current Report, the Registry Certificate issued by the Argeş Specialized Court on 23.12.2020 and submitted by the undersigned to the ELECTROARGEŞ S.A. Board members by email on 24.12.2020, Certificate that presents the Court's Decision by the Conclusion of 22.12.2020 pronounced by the Argeş Specialized Court in the Case no.196/1259/2020.

3. By the Current Report published on the BSE site on 28.12.2020 regarding the LIST OF DISPUTES updated on 28.12.2020, the information published on item no. 5 on the Case no. 196/1259/2020 is wrong, containing the following misinformation in Ştefan Constantin's favour:

3.1. The content of the Agenda is not published, a content published in the information from the Courts' Portal presented on 22.12.2020 and in the Registry Certificate issued by the Argeş Specialized Court on 23.12.2020 and submitted by the undersigned by email on 24.12.2020, Agenda that contains articles regarding the vote to revoke Ştefan Constantin and 2 of his companies from the positions of ELECTROARGEŞ S.A.'s administrators.

3.2. He added the mention that "**The solution is not enforceable**", an information which is not real and legal. **According to the provisions of Art.534, paragraph 1 of the Code of Civil Procedure (Law no. 134/1010): "The conclusion by which the petition is approved is enforceable"**.

4. The same misinformation has been repeated also in the Current Report which was published on the BSE site on 04.01.2021.

All those mentioned shows that Ştefan Constantin exrecizes with ill intention the assumed responsibilities, generating abusive actions according to his personal interests.

I request that in order to comply with the legal obligations to inform the shareholders within 24 hours:

- A Current Report to be published to present the Certificate issued by the Argeş Specialized Court on 23.12.2020 with the mention: **“ The conclusion by which the petition is approved is enforceable”**.
- The Current Reports of 28.12.2020 and 04.01.2021 to be removed from the BSE site because they contain information on the Case no. 196/1259/2020 which are not real and against the legal provisions.

In case the mentioned legal obligations are not undertaken, the legal institutions will be informed about the illegalities found.

Annex: The CERTIFICATE issued by the Argeş Specialized Tribunal on 23.12.2020 in the Case no. 196/1259/2020

**The person authorized by the Argeş Specialized Court
to summon the ELECTROARGEŞ S.A.'s OGMS**

Tudor Dumitru
(signature)

07.01.2021

(stamp: ROMANIA, ARGEŞ
SPECIALIZED COURT)

ROMANIA
ARGEŞ SPECIALIZED COURT
Data Controller
No. 4263

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Case no. 196/1259/2020

Issued on 23.12.2020

CERTIFICATE

We hereby certify that pending for settlement at the Argeş Specialized Court was the case no. 196/1259/2020 having as subject matter the authorization to summon the GMS formulated by the claimant Tudor Dumitru, the defendants being Electroargeş SA and the Electroargeş SA's Board of Directors represented by the Chairman – Mr Constantin Ştefan.

By the Conclusion of 22.12.2020, pronounced by the Argeş Specialized Court in the case no. 196/1259/2020, the court decided:

Partially admits the petition.

Under art.119 paragraph 3 of the Law 31/1990, authorizes the summoning of the Electroargeş SA's Ordinary General Meeting of Shareholders by the petitioner Tudor Dumitru, Tax Code 156027.

Approves the Agenda of the Electroargeş SA Tax Code 156027 Ordinary General Meeting of Shareholders with the following content: 1. Mr Ştefan Constantin's revocation by secret vote from the position of member of ELECTROARGEŞ SA's Board of Directors. 2. The revocation by secret vote of Investments Constantin S.R.L. (ex- Constantin Relative Investment SRL) from the position of member of ELECTROARGEŞ SA's Board of Directors. 3. The revocation by secret vote of Benjamins United S.R.L. from the position of member of ELECTROARGEŞ SA's Board of Directors. 4. Mr Ştefan Constantin's revocation by secret vote from the position of Chairman of ELECTROARGEŞ SA's Board of Directors. 5. In case the OGMS revokes ŞTEFAN CONSTANTIN from the position of member of the Board of Directors, shareholder's VIDRARU S.A appointment by secret vote as a new member of ELECTROARGEŞ SA's Board of Directors. 6. In case the OGMS revokes Investments Constantin S.R.L. (ex- Constantin Relative Investment SRL) from the position of member of the Board of Directors, Mrs Genoiu Valeria's appointment by secret vote as a new member of ELECTROARGEŞ SA's Board of Directors. 7. In case the OGMS revokes Benjamins United S.R.L. from the position of member of the Board of Directors, Mr Pungoci Stelian's appointment by secret vote as a new member of ELECTROARGEŞ SA's Board of Directors. 8. In case the OGMS revokes ŞTEFAN CONSTANTIN from the position of Chairman of the Board of Directors, Mr Tudor Dumitru's appointment by secret vote as Chairman of the Board of Directors for the remaining term of office of the current Board of Directors. 9. Approval of the remuneration of the members of the Board of Directors with an indemnity of 4000 lei net/month starting with the date on which they will be elected. 10. The revocation of the financial auditor BDO AUDIT S.R.L. 11. The appointment by secret vote of a financial auditor with a mandate until 30.04.2021. 12. The appointment of the administrator Mr Tudor Dumitru as the person authorized to set the new

content of the Administration Agreement and sign on behalf of the company the administration agreements for the newly appointed members of the Board of Directors for the remaining mandate of the Board of Directors, as well as for the unrevoked administrators, for the remaining mandate of the Board of Directors. 13. The appointment of the administrator Gavrilă Ion as the person authorized to sign on behalf of the Company the administration agreements for the Administrator Mr Tudor Dumitru for the remaining mandate of the Board of Directors. 14. Approval to forbid the granting of additional remunerations to the administrators by the Board of Directors. 15. Approval to forbid the ELECTROARGEȘ S.A. payments for the fines or other penalties received by the administrators on their own behalf for breaking the legal obligations both during their activity as administrators, and after this period as well as the recovery of the amounts already paid by ELECTROARGEȘ S.A. for other persons as fines/penalties applied by the Financial Regulator or other institutions from the persons in whose favor the respective payments were made. 16. The empowerment of the Meeting Chairman, Tudor Dumitru, or of a person appointed by him, to sign the Decisions adopted and appoint the person or persons who will take the necessary steps with the Trade Register Office and anywhere necessary to register the decision and other documents approved by the OGMS.

Under art.119 paragraph 2 and art.123 paragraph 2 of the Law 31/1990 sets 11.01.2021 as date of reference.

Sets 01.02.2021, 10.00, as the date of holding the first ordinary general meeting and 02.02.2021, 10.00, as the date of holding the second ordinary general meeting.

Sets the place of the general meetings at the Electroargeș S.A. headquarters in Curtea de Argeș, str. Albești nr.112, jud. Argeș.

Sets Tudor Dumitru as chairman of the general meetings.

With appeal within 30 days of communication, the appeal being submitted to the Argeș Specialized Court.

Pronounced in accordance with the provisions of art.396 paragraph 2 of the Code of Civil Procedure, today, 22.12.2020 at the Argeș Specialized Court. "

The abovementioned sentence is not final.

We issued this Certificate at the claimant Tudor Dumitru's request, a request registered with no. 20376/23.12.2020 and stamped with 1 leu judicial stamp fee.

**First Deputy Chief Court Clerk,
Georgiana Popescu**
(stamp: Romania, ARGEȘ SPECIALIZED COURT)
(signature)