



SIF BANAT-CRIȘANA

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CURRENT REPORT

according to Regulation no. 1/2006 on issuers and operations with securities
and The Capital Market Law no. 297/2004
Report date: March 28, 2017

Issuer **Societatea de Investiții Financiare Banat-Crișana SA (SIF Banat-Crișana)** | Registered office **35A Calea Victoriei, Arad 310158, Romania** | Phone **+40257 304 438** | Fax **+40257 250 165** | Webpage **www.sif1.ro** | Email **sifbc@sif1.ro** | Unique Registration Code at the Trade Register Office **2761040** | Trade Register Number **J02 / 1898 / 02.09.1992** | Number in ASF Register **PJR09SIIR/020002/02.02.2006** | Subscribed and paid-up share capital **RON 54,884,926.80** | Regulated market on which the issued securities are traded: **Bucharest Stock Exchange (BVB) Premium category (symbol: SIF1)**

Important event to be reported:

Completion of the Agenda of the EGM convened for April 20 (21), 2017

The following is an English translation of the Amendment to the Agenda of the Extraordinary General Meeting of Shareholders convened for April 20 (21), 2017. The company provides this translation for shareholders' reference and convenience. If the English version of this Convening Notice differs from the Romanian version, the latter prevails.

Completion of the Agenda of the Extraordinary General Meeting of Shareholders convened for April 20 (21), 2017

The Board of Directors of SIF Banat-Crișana S.A., registered with the Trade Register Office of Arad Court under number Arad J02/1898/1992 and in the ASF Register under number PJR09SIIR/020002/ 02.02.2006, having the Unique Registration Code 2761040 and the subscribed and paid-up share capital of RON 54,884,926.80, has published in the Official Gazette of Romania, Part IV, no. 804/10.03.2017 the convening for April 20/21, 2017 at 10:00 hours, of the Ordinary General Meeting of Shareholders and for April 20/21, at 12:00 hours, of the Extraordinary General Meeting of Shareholders, with April 3, 2017 as reference date.

Pursuant to the provisions of Art. 117¹, and Art. 2, par. 5, letter b) of Capital Market Law no. 297/2004, having in view the request to amend the agenda of the extraordinary general meeting of SIF Banat-Crișana's shareholders, issued by the Financial Supervisory Authority in Notification no. SI/DRA 473.3/20.03.2017,

The Board of Directors, gathered in the meeting held on March 28, 2017, completes the Agenda of the extraordinary general meeting of shareholders convened for April 20/21, at 12:00 hours, at company's headquarters in Arad, 35A Calea Victoriei, by the Convening Notice initially published in the Official Gazette of Romania no. 804/10.03.2017, in the national newspaper *Bursa* and local newspaper *Jurnal Arădean*, and on company's website www.sif1.ro, the supplemented and revised agenda is as follows:

1. Approval of the amendment of the Articles of Association as follows:

- Art. 7 par. (13) letter c) is amended to read as follows: "*c) submits for the approval of the general meeting of shareholders the modification of budget of revenue and expenditure, as per the fluctuations in the economy*";

- Art. 7 par. (15) shall be amended to read as follows: "*(15) The Board of Directors delegates some of its powers to directors (executives), establishing at the same time their remuneration, within the general limits approved by the General Meeting of Shareholders. Company's executives shall meet the minimum requirements regarding integrity, qualifications and experience as prescribed by the regulations and laws in force.*"

- The introduction in the Art. 7 of a new paragraph, paragraph (21), which shall read as follows: "*(21) The Board of Directors has the responsibility to ensure the establishment and implementation of corporate governance principles regarding, but not limited to:*

a) the strategic management of the company and fulfilling the set objectives;

b) formulation of company's business plan and evaluation of the financial position thereof;

c) ensuring that an appropriate framework to verify the information submitted to the regulatory and supervisory entity, upon request, concerning specific actions undertaken by the company and the verification of the manner the specific law is applied concerning the submitting of reports to regulatory and supervisory entity;

d) the adequacy, efficiency and update of risk management system;



- e) the adequacy, efficiency and update of internal control-compliance system, to ensure its independence from operational and organizational and support structures within the company;*
- f) compliance with the requirements concerning outsourcing / delegating operational activities or functions;*
- g) establishing and reviewing the remuneration policy so as to ensure that all commitments relating to remuneration are correctly and responsibly structured and that the remuneration policy allows and promotes an effective risk management without leading to risk-taking exceeding the company's risk tolerance;*
- h) establishing the communication strategy with stakeholders, complying with the legal requirements;*
- i) establishing relevant criteria for monitoring the results of the executive management and the company as a whole and to annually evaluate the application of the criteria;*
- j) approval of company's risk appetite and tolerance limits, and the procedure for identifying, assessing, monitoring, managing and reporting the significant risks the company is or might be exposed to;*
- k) ensuring the preparation and implementing of clear action plans ensuring business continuity and for emergency situations and their bi-annual evaluation in order to eliminate risks or minimize them;*
- l) ensuring the development of ethical and professional standards to ensure a professional and responsible behaviour in the company in order to prevent the occurrence of conflicts of interest."*

2. Approval of May 12, 2017 as the registration date (May 11, 2017 as ex-date), in accordance with the provisions of Article 238 par. (1) of Law no. 297/2004, CNVM Regulation no. 6/2009 and CNVM Regulation no. 1/2006.

The Agenda of the Ordinary General Meeting of Shareholders of 20/21.04.2017, as well as the other provisions of the Convening Notice for the Ordinary General Meeting of Shareholders of 20/21.04.2017 and The Extraordinary General Meeting of Shareholders of 20/21.04.2017, initially published in the Official Gazette of Romania no. 804/10.03.2017, in the national newspaper *Bursa* and local newspaper *Jurnal Arădean*, and on company's website www.sif1.ro, do not change.

Chairman of the Board of Directors
Bogdan-Alexandru DRĂGOI

Vice-Chairman of the Board of Directors
Octavian AVRĂMOIU

Internal Control, Eugen Cristea