



## SIF BANAT-CRIȘANA

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### CURRENT REPORT

according to Regulation no. 5/2018  
and Law no. 24/2017 on issuers of financial instruments and market operations

Report date: April 23, 2019

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** | Tax Identification Code **RO2761040** | Trade Register Number **J02 / 1898 / 02.09.1992** | Number In ASF AFIAA Register **PJR07.1AFIAA / 020007 / 09.03.2018** | Legal Entity Identifier (LEI) **254900GAQ2XT8DPA7274** | Subscribed and paid-up share capital **RON 51,746,072.40** | Regulated market on which the issued securities are traded: **Bucharest Stock Exchange (BVB) Premium category (symbol: SIF1)**

Important event to be reported:

### Resolutions of the Ordinary General Meeting of Shareholders of April 22, 2019

The ordinary general meeting of Societatea de Investiții Financiare Banat-Crișana's shareholders gathered by convening, with the direct participation or by correspondence of the shareholders holding 154,927,270 shares, representing 29.95% of the total voting rights, of which 14,777,376 shares with suspended voting rights.

The Convening Notice was published in the Official Gazette of Romania, part. IV, no. 1227 of March 19, 2019, in the national newspaper Bursa no. 51 (6346) of March 19, 2019, the local newspaper Jurnal Arădean no. 8282 of March 19, 2019 and posted on Company's website [www.sif1.ro](http://www.sif1.ro) and on Bucharest Stock Exchange website.

With the required quorum and majority as provided by law and company's Articles of Association, recorded in the minutes of the meeting, the ordinary general meeting decided:

**Art. 1** Approval of the standalone financial statements for the financial year 2018, based on the discussions and reports presented by the Board of Directors, the Chairman of the Board and the Financial Auditor, with 100.00% votes for, 0.00% votes against and 0.00% abstain from the total of 140,148,825 votes validly cast.

**Art. 2** Approval of appropriation of the entire net profit for the year 2018, in the amount of RON 77,186,227 to Other Reserves, for own financing sources, to support a buyback program.

From its own financing sources as provided by law, the Company will conduct a buyback program for 15,000,000 shares, to reduce the share capital by the cancelation of the repurchased shares.

The buyback program will be conducted in accordance with the applicable legal provisions, having the following main characteristics:

- Minimum price per share: RON 0.1;
- Maximum price per share: RON 4.38;
- Duration of the program: maximum 18 months from the date of publication of the resolution in the Official Gazette of Romania Part IV.

Following the approval of this distribution of profit, it is submitted for the approval of the EGM convened for April 22 (23), 2019 the resolution on item 1 on the agenda of this general meeting, regarding the execution of the buyback program for the reduction of company's share capital (Program I).

The resolution was approved with 76.55% votes for, 11.40% votes against and 12.05% abstain from the total of 140,148,825 votes validly cast.

**Art. 3** Approval of the consolidated financial statements for the year ended December 31, 2018, based on the discussions and the reports presented by the Board of Directors and the financial

auditor, with 96.11% votes for, 3.89% votes against and 0.00% abstain from the total of 140,149,894 votes validly cast.

**Art. 4** Approval of the discharge from liability of the Board of Directors for the activity carried out during financial year 2018, with 95.90% votes for, 3.96% votes against and 0.14% abstain from the total of 140,148,825 votes validly cast.

**Art. 5** Approval of the Budget of revenues and expenses and the Activity Program for the year 2019, with 99.94% votes for, 0.06% votes against and 0.00% abstain from the total of 140,149,894 votes validly cast.

**Art. 6** Approval, for the financial year 2019, of maintaining the monthly remuneration due to the members of the Board of Directors in the amount approved by the resolution of the ordinary general meeting of shareholders of April 26, 2016, with 92.20% votes for, 7.31% votes against and 0.49% abstain from the total of 140,149,894 votes validly cast.

**Art. 7** Approval of reducing the general limits of all additional remunerations set for the members of the Board of Directors and the general limits of the directors' remuneration to 0.42% of the average annual net asset value, with 92.20% votes for, 0.00% votes against and 7.80% abstain from the total of 140,149,894 votes validly cast.

**Art. 8** Approval of September 20, 2019 as the registration date (September 19, 2019 as ex date), in accordance with the provisions of Article 86 par. (1) of Law no. 24/2017 and of ASF Regulation no. 5/2018, with 100.00% votes for, 0.00% votes against and 0.00% abstain from the total of 140,149,894 votes validly cast.

**Bogdan-Alexandru Drăgoi**

Chairman and CEO

Compliance Officer, Eugen Cristea