

SIF Banat-Crișana's Board of Directors received, within the legal period, a request for supplementing the agenda of the Ordinary General Meeting of Shareholders convened for April 25 (26), 2016, (OGM) and the proposal of a draft resolution of OGM on this item.

The request came from a group of shareholders holding together 5.4082% of the share capital of SIF Banat-Crișana, namely:

- Business Capital for Romania - Opportunity Fund Cooperatief U.A., holder of 23,064,966 shares, representing a total of 4.2024% of the share capital;
- Fond de Pensii Administrat Privat NN, holder of 6,617,881 shares, representing 1.2058% of the share capital.

Pursuant to art. 117[^]1 of Law on trading companies no. 31/1990, republished, with subsequent amendments, the Board of Directors of SIF Banat-Crișana supplemented the Agenda of the Ordinary General Meeting of Shareholders convened for April 25 (26), 2016 by adding a new item (item 11), presented hereinafter.

ITEM 11 OF THE OGM AGENDA

Approval of dividend distribution in the gross amount of 0.1098 RON / share, representing 80% of net profit for the financial year ended on 31.12.2015 (proposal from shareholders).

Motives given by the shareholders to include the proposal on the agenda of the OGM of April 25 (26), 2016:

" - Considering the dividend income realized by SIF Banat-Crișana in 2015, amounting to RON 34,072,103, the net profit from the sale of assets recorded by SIF Banat-Crișana during the same year, amounting to RON 55,302,702, as well as retained earnings in the amount of RON 731,652,414, according to annual financial statements of SIF Banat-Crișana for 2015, published on company's website;

- Considering the fact that the distribution of dividends is likely to support SIF1 share quotation, and to increase the liquidity for the title; and

- Considering the low level of taxation of dividend income starting 2016, and especially the specificity of 2016 regarding taxation on earnings from dividends for resident individual investors, representative for SIF1 (43.1% of share capital at 2015-year end, according to the annual report available on company's website),

distribution of dividends represents a commitment to provide shareholders a predictable gain, contributes to the decreasing of discount to NAV that SIF1 share is traded, and can also be a measurable performance target for the management, such as to stimulate generating future profits, above those distributed as dividends. "

Shareholders' motivation for the draft resolution:

"As indicated in the motives to include on the agenda of the OGM the point 1 above, we believe that SIF Banat-Crişana SA has the necessary resources to distribute dividends to its shareholders, considering the dividend income realized by SIF Banat-Crişana in 2015, amounting to RON 34,072,103, the net profit from the sale of assets recorded by SIF Banat-Crişana during the same year, amounting to RON 55,302,702, as well as retained earnings in the amount of RON 731,652,414, according to annual financial statements of SIF Banat-Crişana for 2015, published on company's website;

Also,

- considering the fact that the distribution of dividends is likely to support SIF1 share quotation, and to increase the liquidity for the title; and
- considering the low level of taxation of dividend income starting 2016, and especially the specificity of 2016 regarding taxation on earnings from dividends for resident individual investors, representative for SIF1 (43.1% of share capital at 2015-year end, according to the annual report available on company's website),

distribution of dividends represents a commitment to provide shareholders a predictable gain, contributes to the decreasing of discount to NAV that SIF1 share is traded, and can also be a measurable performance target for the management, such as to stimulate generating future profits, above those distributed as dividends. "

RESOLUTION SUBMITTED FOR THE APPROVAL OF OGM at item 11 of the agenda
 – proposed by the shareholders

Approval of dividend distribution in the gross amount of 0.1098 RON / share, representing 80% of net profit for the financial year ended on 31.12.2015.