

DRAFT RESOLUTIONS FOR THE EGM OF JUNE 20 (21), 2019

The Extraordinary General Meeting of Shareholders of Societatea de Investiții Financiare Banat-Crișana S.A., with the direct participation, by representative or by correspondence of the shareholders holding shares, representing% of the share capital, With the Agenda published in the Official Gazette of Romania, part. IV, no. ... and no. ..., in ... newspaper no. and no., the local newspaper ... no. and no., on Company's website www.sif1.ro and on Bucharest Stock Exchange website, With the required quorum and majority provided by law and by Company's Articles of Association, recorded in the minutes of the extraordinary general meeting, decides:

Topic 1 on the Agenda

Draft resolution:

Approval of the election of the secretaries of the works of the extraordinary general meeting of Company's shareholders, namely the shareholders Laurențiu Riviș, Eugen Ioan Cristea and Daniela Vasi, with the identification data available at the company's headquarters, which will verify the fulfilment of all the formalities required by the law and the constitutive act for holding the meeting and will prepare the minutes of the meeting, with% votes for,% votes against and% abstain from the total of votes expressed.

Topic 2 on the Agenda

Draft resolution:

Approval of the election of the commission for counting the votes cast by the shareholders on the topics of the agenda of the extraordinary general meeting of shareholders, consisting of Laurențiu Riviș, Eugen Ioan Cristea, Daniela Vasi and Adrian Marcel Lascu, having the identification data available at the company's headquarters, with ...% votes for, ...% votes against and ...% abstain from the total of votes expressed.

Topic 3 on the Agenda

Draft resolution:

Approval of amending the Company's Article of Association, to correlate it with the provisions of art. 8 of the ASF Regulation no. 10/2015, as amended by Regulation 14/2015, Regulation 5/2016, Regulation 13/2017 and Regulation 2/2018, as follows:

- art. 14 shall be amended to read as follows:

"Art. 14 Incompatibilities.

(1) The persons elected in the Board of Directors shall meet the requirements laid down in Law 31/1990 republished and the capital market legislation and not to be members of the board of directors / supervisory board or managers / members of the executive board of another AIFM/investment management company/investment company or credit institution acting as depositary for SIF Banat-Crișana, not to be members of the board of directors/supervisory board of the SSIF with which SIF Banat-Crișana concluded a financial intermediation contract and not to be employed or have any kind of contractual relationship with another SAI or investment company, except for other entities belonging to the same group;

(2) The persons appointed as directors (managers) and the persons replacing them in office shall not be members of the board of directors / supervisory board or managers / members of the executive board of other AIFM or of credit institutions acting as depositary for SIF Banat-Crișana, not to be members of the board of directors / supervisory board, managers or members of the executive board of the investment firm (SSIF) with which SIF Banat-Crișana concluded a financial intermediation contract and not to be employed or have any kind of contractual relationship with another AIFM, except for other entities belonging to the same group"

The resolution was approved with% votes for,% votes against and% abstain from the total of votes expressed.

Topic 4 on the Agenda**Draft resolution:**

Approval of July 10, 2019 as the registration date (July 9, 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 ...% votes for, ...% votes against and ...% abstain from the total of votes expressed.

**CHAIRMAN OF THE EGM
BOGDAN-ALEXANDRU DRĂGOI**