

IMPACT

Developer & Contractor

IMPACT DEVELOPER & CONTRACTOR SA

Registered office: Willbrook Platinum Business & Convention Center, 172-176 Bucharest – Ploiesti Road, Building A,
1st floor, Bucharest, 1st District, Phone: 021– 230.75.70/71/72, Fax: 021– 230.75.81/82/83

Subscribed and paid up share capital: RON 274,443,532.

Registered with the Trade Registry Office within Bucharest Court under no. J40/7228/2018, S.R.C. RO 1553483

THE ORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS OF “IMPACT DEVELOPER & CONTRACTOR” S.A. PROJECT

headquarter of building A, from Willbrook Platinum Business & Convention Center, Sos. Bucuresti-Ploiesti,
no.172-176, Sector 1, Bucharest,

DECISION No. 02/28.03.2020, ora 10:30

I. Convening

The Ordinary Shareholders' General Assembly of the Company (hereinafter referred to as "AGOA") has been duly convened by:

- Convening notice published in:
 - o Romanian Official Gazette Part IV no 1191/27.III.2020;
 - o „Romania Libera” newspaper of 27.03.2020 ;
- Notification to the Bucharest Stock Exchange on 25.03.2020, and to ASF on 26.03.2020;
- Display at the Company's headquarters and on Company's website www.impactsa.ro.

II. The quorum

At the Ordinary Shareholders' General Assembly of the Company IMPACT DEVELOPER& CONTRACTOR S.A. (denumită, în continuare "Societatea"), were present the shareholders representing x% of the total number of votes, namely:

- xxxxxxxxxxxxxxxshares of the total number 274.443.532 of shares,
- xxxxxx votes of the total number of 265.048.221 voting rights.

the Ordinary Shareholders' General Assembly of the Company is statutory in accordance with the provisions of the art. 13 of the Articles of Incorporation of the company and legal in accordance with the provisions of the Law no. 31 of 1990, republished, as amended.

II. The meeting

1. Approval of the Report of the Board of Directors (individual and consolidated) for the fiscal year 2019.
2. Approval of the individual annual financial statements for 2019 prepared in accordance with IFRS standards and audited according to the Report of the financial auditor for the fiscal year 2019.

3. Approval of the consolidated annual financial statements for 2019 prepared in accordance with IFRS standards and audited according to the Report of the financial auditor for the fiscal year 2019.
4. Approval of distribution of the net profit achieved in 2019, amounting to RON 154.139.394,93 in accordance with the proposals of the Board of Directors, as follows:
 - a. Net profit to be distributed: RON 154,139,394.93;
 - b. Legal reserve: RON 8,057,843;
 - c. Granting dividends: RON 10,724,877; the gross dividend/share being RON 0.04;
 - d. Undistributed result carried forward: RON 135,356,674.
5. Approval of the date of 17.08.2020 as the dividend payment date. The dividends shall be distributed to the shareholders in accordance with the legal provisions, and the costs related to the payment shall be borne by the shareholders out of the net dividend value.
6. Approval of the release of liability of the administrators for the fiscal year 2019.
7. Approval of the activity program and approval of the income and expense budget for the year 2020.
8. Approval of the remuneration of the members of the Board of Directors and the Chairperson of the Board of Directors: *i.e.* EUR 3,000 gross/month and EUR 4,600 gross/month of the Chairperson of the Board of Directors.
9. Election of the external financial auditor, for the fiscal year 2020, following the expiry of the current financial auditor's mandate.
10. Approval of the participation of the members of the Board of Directors in the "stock option plan" type program implemented by the Company
Approval of the participation of the members of the Board of Directors in the "stock option plan" type program under the following conditions:
 - 1) The members of the Board of Directors having specific positions within the Board of Directors, according to the regulation on its activity, have the right to participate in the "stock option plan" type program, which represents additional remuneration according to Art. 153¹⁸ (2) of Company Law No. 31/1990, being distributed a total maximum number of seven hundred seventy thousand (770,000) shares for which options shall be granted according to this program.
 - 2) The Board of Directors shall determine the amount of the additional remuneration for each member of the Board of Directors, based on the remuneration committee's recommendations, according to Art. 153¹⁸ (2) and (4) of Company Law No. 31/1990.
 - 3) For the members of the Board of Directors, the option right may be exercised after a period of 12 months from the date of granting the option right.
 - 4) The option rights shall be granted until 31 August 2020.
 - 5) After the lapse of the 12 month-period from the date of granting the option right, the members of the Board of Directors shall have to exercise this option right within one month.

11. Approval of the date of 27.07.2020 as a registration date that serves for the identification of the Company's shareholders upon which the effects of the decisions passed within the Meeting convened (the "Registration Date").
12. Approval of the date of 24.07.2020 as *Ex - Date*.
13. Empowerment, with the possibility of substitution, of Mrs. Iuliana-Mihaela Urda to sign in the name of the shareholders the Meeting resolution, as well as any other documents in relation thereto and to fulfill any and all the formalities stipulated by law in order to obtain the registration and to ensure the opposability of the Meeting resolution towards third parties.

Regarding the items on the agenda, the following decisions were adopted:

1. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved* the Report of the Board of Directors (individual and consolidated) for the fiscal year 2019.
2. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved* the individual annual financial statements for 2019 prepared in accordance with IFRS standards and audited according to the Report of the financial auditor for the fiscal year 2019.
3. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved* the consolidated annual financial statements for 2019 prepared in accordance with IFRS standards and audited according to the Report of the financial auditor for the fiscal year 2019.
4. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved* distribution of the net profit achieved in 2019, amounting to RON 154.139.394,93 in accordance with the proposals of the Board of Directors, as follows:
 - a. Net profit to be distributed: RON 154,139,394.93;
 - b. Legal reserve: RON 8,057,843;
 - c. Granting dividends: RON 10,724,877; the gross dividend/share being RON 0.04;
 - d. Undistributed result carried forward: RON 135,356,674.
5. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved* the date of 17.08.2020 as the dividend payment date. The dividends shall be distributed to the shareholders in accordance with the legal provisions, and the costs related to the payment shall be borne by the shareholders out of the net dividend value.

6. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved* the release of liability of the administrators for the fiscal year 2019.

7. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved* the activity program and approval of the income and expense budget for the year 2020.

8. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved* the remuneration of the members of the Board of Directors and the Chairperson of the Board of Directors: *i.e.* EUR 3,000 gross/month and EUR 4,600 gross/month of the Chairperson of the Board of Directors.

9. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved* election of the external financial auditor, for the fiscal year 2020, following the expiry of the current financial auditor's mandate.
SECRET VOTE

10. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved* the participation of the members of the Board of Directors in the "stock option plan" type program implemented by the Company

Approval of the participation of the members of the Board of Directors in the "stock option plan" type program under the following conditions:

- (a) The members of the Board of Directors having specific positions within the Board of Directors, according to the regulation on its activity, have the right to participate in the "stock option plan" type program, which represents additional remuneration according to Art. 153¹⁸ (2) of Company Law No. 31/1990, being distributed a total maximum number of seven hundred seventy thousand (770,000) shares for which options shall be granted according to this program.
- (b) The Board of Directors shall determine the amount of the additional remuneration for each member of the Board of Directors, based on the remuneration committee's recommendations, according to Art. 153¹⁸ (2) and (4) of Company Law No. 31/1990.
- (c) For the members of the Board of Directors, the option right may be exercised after a period of 12 months from the date of granting the option right.
- (d) The option rights shall be granted until 31 August 2020.

(e) After the lapse of the 12 month-period from the date of granting the option right, the members of the Board of Directors shall have to exercise this option right within one month.

11. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved the date of 27.07.2020 as a registration date that serves for the identification of the Company's shareholders upon which the effects of the decisions passed within the Meeting convened (the "Registration Date").*
12. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved of the date of 24.07.2020 as Ex - Date.*
13. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxxxx% of the share capital of the Company, out of which xxxxxxxxvotes "in favor", representing xxxxxxxxof the total number of votes held by the shareholders attending the Assembly, was aproved Empowerment, with the possibility of substitution, of Mrs. Iuliana-Mihaela Urda to sign in the name of the shareholders the Meeting resolution, as well as any other documents in relation thereto and to fulfill any and all the formalities stipulated by law in order to obtain the registration and to ensure the opposability of the Meeting resolution towards third parties.*

Chairperson of the Board of Directors

Iuliana-Mihaela Urda