



IMPACT DEVELOPER & CONTRACTOR SA

Voluntari, Șos. Pipera-Tunari nr. 4C,

Centrul de Afaceri Construdava, et. 6,7, jud. Ilfov

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Capital social subscris și integral vărsat: 197.866.574 RON

Înmatriculat la O. R. C. de pe lângă T. M. B. sub nr. J 23/1927/2006

C.I.F. RO 1553483

Operator de date cu caracter personal, înscrisă în Registrul de Evidență a Prelucrării de Date cu Caracter Personal nr. 3406

**CALL OF THE
ORDINARY GENERAL MEETING OF SHAREHOLDERS
S.C. IMPACT DEVELOPER & CONTRACTOR S.A.**

Considering the request to supplement the agenda of the Ordinary General Meeting of Shareholders („Assembly”) scheduled for April 26, 2013 (first call) and 27 April 2013 (second call) from Mr. Andrici Adrian with a holding of 10,69% of the share capital of the Company, the BOARD OF DIRECTORS under art. 117¹ of Law 31/1990, republished, meeting of 10.04.2013, proceeded to complete the agenda of the Ordinary General Meeting convened for

26 (27) .04.2013

The updated agenda of the assembly is as follow:

1. Presentation of the Report of the Board of Directors for the year 2012.
2. Presentation of the Report of the audit company for the 2012 financial accounting period.
3. Approval of the Report of the Board of Directors for the year 2012.
4. Approval of annual financial statements on the basis of IFRS for 2012, management discharge of administrators.
5. Election of the external financial auditor, following the expiration of the mandate for the current financial auditor and the establishment of the financial audit contract duration.

Secret Vote

6. Election of members of the Board of Directors of the company Impact Developer & Contractor SA by cumulative voting method.

Secret Vote

Deadline for submission of applications is 18.04.2013.

The list containing information about the name, adress and professional qualifications of persons who have applied, is available to shareholders at the company headquarters starting on 11.04.2013.

Applications shall be submitted to SC IMPACT DEVELOPER & CONTRACTOR SA, Voluntari Bd. Pipera - Tunari 4C, Ilfov County, stating clearly on the envelope in capital letters: "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS FROM 26/27.04.2013" or by fax.

021/230.75.81, Monday to Friday from 8:30-16"30 (ATTN: Shareholders Department) starting on 11.04.2013 and until 18.04.2013.

7. Establishing the remuneration for the members of the Board of Directors.
8. Approval the change of the activity program and of the revenue and expense budget for the year 2013. Approval the changed revenue and expense budget.
9. Approval of the registration date which serves to identify the Company's shareholders who are affected by the decisions taken by the Assembly, date proposed by the Board of Directors on May 17, 2013 respectively.
10. Approval the Board of Directors empowerment in the execution of all operations and / or procedures regarding the implementation of decisions adopted by the Assembly, including but not limited to: (a) completion of all registration formalities and publicity decisions and their effects, (b) taking any commitment necessary to issue any document necessary to implement decisions and filing any documents to any relevant authority.
11. Approval the Dimitrios Sophocleous empowerment to sign on behalf of shareholders the Assembly decisions and to perform any and all formalities stipulated by law in order to obtain the approval of the competent authorities, for registration and ensure opposability against third parties. Mr. Dimitrios Sophocleous has the right to delegate to others the mandate mentioned above.

Only the persons registered as shareholders on the reference date of April 12, 2013 in the Company's shareholders registry held by S.C. Depozitarul Central S.A. ("Reference date") have the right to participate and to vote during the Assembly.

One or more shareholders representing individually or jointly at least 5% of the share equity have the right: (a) to introduce points on the agenda of the Ordinary General Meeting of Shareholders, with the condition that each point should be accompanied by a reasoning or by a resolution draft proposed for the adoption by the Ordinary General Meeting of Shareholders; (b) to present resolution drafts for the points included or proposed to be included on the agenda of the Ordinary General Meeting of Shareholders.

Requests about the introduction of new items on the agenda of the Assembly shall be submitted to the Board of Directors of the Company within 15 days of the publication of the summoning notice of the Assembly, only in writing, in original, in sealed envelope deposited at the Company's headquarter, stating on the envelope clearly and in capital letters "FOR ORDINARY GENERAL MEETING OF SHAREHOLDERS FROM APRIL 26/27, 2013" on April 06, 2013 the latest. Requests about the introduction of new items on the agenda will be accompanied by the following documents: (a) in the case of natural persons, photocopy of identification card signed according with the original, or (b) for legal persons, (i) photocopy of identification card of legal representative signing the original signed application, (ii) a certificate issued by the Trade Register, not older than 90 days from the date of submission, in original and (iii) photocopy of registration certificate of the Company. The completed Agenda with items proposed by the initiators will be republished according to the requirements prescribed by law and the articles of incorporation to convene the general meeting no later than April 15, 2013.

The projects resolutions for items included or to be included on the agenda of the Assembly shall be submitted to the Board of Directors within 15 days of the publication of the summoning notice of the Assembly, only in writing, in original, in sealed envelope deposited at the Company's

headquarter, stating on the envelope clearly and in capital letters "FOR ORDINARY GENERAL MEETING OF SHAREHOLDERS FROM APRIL 26/27, 2013", on April 06, 2013 the latest. The project resolutions will be accompanied by the following documents: (a) in the case of natural persons, photocopy of identification card signed according with the original, or (b) for legal persons, (i) photocopy of identification card of legal representative signing the original signed application, (ii) a certificate issued by the Trade Register, not older than 90 days from the date of submission, in original and (iii) photocopy of registration certificate of the Company.

Company's shareholders regardless of the ownership interest in the share capital may submit written questions about the items on the agenda until the end of the day of April 24, 2013. Questions shall be submitted to the Board of Directors, only in writing, in original, in sealed envelope deposited at the Company's headquarter, stating on the envelope clearly and in capital letters "FOR ORDINARY GENERAL MEETING OF SHAREHOLDERS FROM APRIL 26/27, 2013". The questions will be accompanied by the following documents: (a) in the case of natural persons, photocopy of identification card signed according with the original, or (b) for legal persons, (i) photocopy of identification card of legal representative signing the original signed application, (ii) a certificate issued by the Trade Register, not older than 90 days from the date of submission, in original and (iii) photocopy of registration certificate of the Company. The Company may give an overall answer to questions having the same content that will be available on the Company's website in the section allocated to the General Meeting of Shareholders, in question and answer format.

The shareholders may take part in person or may be represented within the Ordinary General Meeting of Shareholders by their legal representatives or by other persons who were granted a special power-of-attorney, on the basis of the power-of-attorney form made available by the Company. The power of attorney form may be obtained from the company's headquarter or it can be downloaded from the Company's website (www.impactsa.ro), beginning with March 26, 2013. The forms of special powers-of-attorney will be available in English and in Romanian language. Special powers-of-attorney, in the original, filled-in and signed shall be submitted at the headquarters of SC IMPACT DEVELOPER & CONTRACTOR SA until the date of April 24, 2013 in a sealed envelope, with the mention written clearly and in capitals: «FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS DATED APRIL 26/27, 2013» or they will be transmitted by e-mail to the e-mail address intrebarifrecvente@impactsa.ro on the basis of an extended electronic signature. The special powers-of-attorney, accompanied by the following documents: (a) in the case of natural persons, photocopy of identification card signed according with the original, or (b) for legal persons, (i) photocopy of identification card of legal representative for conformity with the original, (ii) a certificate issued by the Trade Register, not older than 90 days from the date of submission, in original and (iii) photocopy of registration certificate of the Company. There will be accepted the power of attorneys either in Romanian, or English.

On the date of the Ordinary General Meeting of Shareholders, at the entrance in the meeting hall, the designated representatives will present their issue of special power-of-attorney and their identity document. The shareholders of the Company registered on the reference date in the shareholders registry issued by Depozitarul Central S.A. have the possibility to vote by correspondence, before the Ordinary General Meeting of Shareholders. The shareholders may get the voting by correspondence forms free of charge by submitting a request to the Company Registry starting with March 26, 2013. The voting by correspondence form in Romanian or in English shall be submitted by mail to the Company's headquarter from Romania, jud. Ilfov county, Voluntari town, Pipera-Tunari Street, no. 4C, Costrudava Business Centre, 6th and 7th floor, postal

code 077190 in a sealed envelope, with the mention written clearly and in capitals: «FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS DATED APRIL 26/27, 2013” at the latest April 24, 2013. The voting form, filled in and signed in original, will be accompanied by the following documents: (a) in the case of natural persons, photocopy of identification card signed according with the original, or (b) for legal persons, (i) photocopy of identification card of legal representative signing the original signed application, (ii) a certificate issued by the Trade Register, not older than 90 days from the date of submission, in original and (iii) photocopy of registration certificate of the Company. The voting forms that are not received at the headquarters of the Company until the above mentioned dates and time will not be taken into calculation for the determination of the quorum and of the majority in the Ordinary General Meeting of Shareholders.

Beginning with March 26, 2013, the documents, informative materials, the projects resolutions in relation with the Ordinary General Meeting of Shareholders, may be viewed and obtained by shareholders at the headquarters of the Company, during working days between 10:00 – 14:00 and on the website of the Company (www.impactsa.ro). Further information may be obtained at the headquarters of SC IMPACT DEVELOPER & CONTRACTOR SA or on the telephone number 021/230-75-70, during working days between 10:00 – 14:00. The contact person is Mrs. Gina Patrinoiu.

All the documents for the Ordinary General Meeting of Shareholders may be submitted at the headquarters of the Company in Voluntari, 4C, Pipera – Tunari Road, Ilfov county, postal code 077190, during working days, between 10:00 – 14:00.

Dimitrios Sophocleous

President of the Board of Directors