



IMPACT DEVELOPER & CONTRACTOR SA

Voluntari, Șos. Pipera-Tunari nr. 4C,
Centrul de Afaceri Construdava, et. 6,7, jud. Ilfov
Tel.: 021- 230.75.70/71/72, fax: 021- 230.75.81/82/83, mobil: 0729.100.001
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

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF S.C. "IMPACT DEVELOPER & CONTRACTOR" S.A. Conference Hall in Voluntari, Construdava Building, Pipera-Tunari Road no. 4c, basement **DECISION NO. / December 20th, 2012**

I. Call

The Ordinary General Meeting of the Shareholders (hereinafter referred to as AGOA) was legally called by:

- the publishing of the Call in:
 - o Official Gazette of Romania Part xx / xxxxx xx, 2012;
 - o the newspaper "Bursa" as of November 20th, 2012;
- acknowledgement of the Bucharest Stock Exchange as of November 16th, 2012 and of the National Securities Commission as of November 16th, 2012;
- posting at the headquarters of the company and on the website of the company www.impactsa.ro.
- Completing the calling notice and the Bucharest Stock Exchange notification as of November 21th, 2012 and of the National Securities Commission as of November 22th, 2012;
- the publishing of the Call in:
 - o Official Gazette of Romania Part xx / xxxxx xx, 2012;
 - o the newspaper "Bursa" as of xxxxxxxx, 2012;

II. Quorum

At the Ordinary General Meeting of the Shareholders of SC IMPACT DEVELOPER & CONTRACTOR S.A. (the „Company”), there took part the shareholders representing **XX.XX** % of the total number of votes, respectively:

- XXX,XXX,XXX shares from the total number of 197.866.574 shares,
- XX,XXX,XXX votes from the total number of votes.

AGOA is statutory according to the dispositions of Section III, art. 13¹ of the Articles of Association of the Company and legal according to the requirements of Law no. 31 of 1990, republished, modified and completed.

III. Meeting.

At the points on the agenda there were adopted the following **decisions**:

1. The election of a new Board of Administration member of the company.
The election is necessary due to the resignation of Mr Radu Bugica from November 16, 2012.
The revocation of Mr Radu Bugica from administrator position.
The list containing information about the name, address of residence and professional qualifications of persons who have submitted the candidature, is available to shareholders at the company's headquarter starting with November 22, 2012.

The submission of the candidatures have to be sent by fax 021/230.75.81 from Monday to Friday from 8.30 am to 4.30 pm (in attention of Shareholders Department), starting with November 22, 2012 until December 4,2012.

2. The approval of the activity schedule and the budget of income and expenses for the year of 2013.
3. The approval of the amount of remuneration of the Board of Directors members.
4. The approval of the registration date which serves to identify the company's shareholders who are affected by the decisions taken by the Assembly proposed by the Board of Administrators, on January 11th, 2013.
5. Empowering the Board of Directors in the execution of all operations and / or procedures on the implementation of decisions adopted by the Assembly, including but not limited to the completion of all formalities of publicity and registration decisions and their effects.
6. 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.

1. Secret vote : With a total number of [●] valid votes , representing [●] shares and [●] % of equity shares of the company, out of which [●] votes "for" representing [●] % of total number of votes held by the shareholders who are present at the Meeting, [●] votes "against" representing [●] % of total number of shares held by shareholders who are present at the Meeting and [●] "abstention" representing [●] % of total number of shares held by shareholders who are present at the Meeting, there was approved the election of a new member of the Board of Directors of the company, starting with December 20, 2012 until April 25, 2016.

With a total number of [●] valid votes , representing [●] shares and [●] % of equity shares of the company, out of which [●] votes "for" representing [●] % of total number of votes held by the shareholders who are present at the Meeting, [●] votes "against" representing [●] % of total number of shares held by shareholders who are present at the Meeting and [●] "abstention" representing [●] % of total number of shares held by shareholders who are present at the Meeting, there was approved the revocation of Mr Radu Bugica from administrator position.

2. With a total number of [●] valid votes , representing [●] shares and [●] % of equity shares of the company, out of which [●] votes "for" representing [●] % of total number of votes held by the shareholders who are present at the Meeting, [●] votes "against" representing [●] % of total number of shares held by shareholders who are present at the Meeting and [●] "abstention" representing [●] % of total number of shares held by shareholders who are present at the Meeting, there was approved the activity schedule and the budget of income and expenses for the year of 2013.

3. With a total number of [●] valid votes , representing [●] shares and [●] % of equity shares of the company, out of which [●] votes "for" representing [●] % of total number of votes held by the shareholders who are present at the Meeting, [●] votes "against" representing [●] % of total number of shares held by shareholders who are present at the Meeting and [●]"abstention" representing [●]% of total number of shares held by shareholders who are present at the Meeting, there was approved the amount of remuneration of the Board of Directors members.

- Monthly gross remuneration of 1.985 EURO for each of the four Board of Administration members
- Monthly gross remuneration of 3.285 EURO for the President of the Board of Directors

4. With a total number of [●] valid votes , representing [●] shares and [●] % of equity shares of the company, out of which [●] votes "for" representing [●] % of total number of votes held by the shareholders who are present at the Meeting, [●] votes "against" representing [●] % of total number of shares held by shareholders who are present at the Meeting and [●]"abstention" representing [●]% of total number of shares held by shareholders who are present at the Meeting, there was approved the registration date which serves to identify the company's shareholders who are affected by the decisions taken by the Assembly proposed by the Board of Administrators, on January 11th, 2013.

5. With a total number of [●] valid votes , representing [●] shares and [●] % of equity shares of the company, out of which [●] votes "for" representing [●] % of total number of votes held by the shareholders who are present at the Meeting, [●] votes "against" representing [●] % of total number of shares held by shareholders who are present at the Meeting and [●]"abstention" representing [●]% of total number of shares held by shareholders who are present at the Meeting, there was approved the empowering the Board of Directors in the execution of all operations and / or procedures on the implementation of decisions adopted by the Assembly, including but not limited to the completion of all formalities of publicity and registration decisions and their effects.

6. With a total number of [●] valid votes , representing [●] shares and [●] % of equity shares of the company, out of which [●] votes "for" representing [●] % of total number of votes held by the shareholders who are present at the Meeting, [●] votes "against" representing [●] % of total number of shares held by shareholders who are present at the Meeting and [●]"abstention" representing [●]% of total number of shares held by shareholders who are present at the Meeting, there was approved the empowerment of Mr Dimitrios Sophocleous 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.

PRESEDINTE C.A.:
Dimtrios Sophocleous

SECRETAR ,