



**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: 277.866.574 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 EXTRAORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS  
OF S.C. “IMPACT DEVELOPER & CONTRACTOR“ S.A.**

Conference Hall in Construdava Building, Voluntari, Pipera-Tunari Road no. 4c, Ground Floor  
**DECISION NO. 13 /11(12).10.2014, 09:00 o'clock**

***I. The Call***

The Extraordinary General Assembly of the Shareholders (hereinafter referred to as EGAS) was legally called by:

- the publishing of the Call in:
  - o Official Gazzette of Romania Part IV No. 5461 /10.09.2014 ;
  - o The newspaper "Bursa" as of September 10<sup>th</sup>, 2014;
- acknowledgement of the Bucharest Stock Exchange as at September 8<sup>th</sup>, 2014 and of the Financial Supervision Authority as at September 9<sup>th</sup>, 2014;
- errata on published material error on 9.11.2014;
- posting at the headquarters of the company and on the website of the company [www.impactsa.ro](http://www.impactsa.ro).

***II. Quorum***

At the Extraordinary General Assembly of the Shareholders of SC IMPACT DEVELOPER & CONTRACTOR S.A. (the „Company”), there took part the shareholders representing [...] % of the total number of votes, respectively:

- [...] shares from the total number of [...] shares,
- [...] votes from the total number of [...] votes.

EGAS is statutory according to the dispositions of Section III, art. 13<sup>2</sup> 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. Ședința***

1. The empower of the Board of Administration to approve, considering the Company business purpose, during the entire financial years 2014 and 2015, to conclude documents of procurement, alienation, exchange or guarantee creations of assets included in the category of fixed assets, even if their value exceeds individually or commonly during a financial year, 20% of the total number of non-current assets, with except for the receivables.

2. The amendment of the articles of incorporation of IMPACT DEVELOPER & CONTRACTOR SA, as follows:

Art. 10 item 4 of the Articles of Incorporation is amended as follows: *"The decisions are taken with 3 (three) votes "pro" out of 5 (five) possible. In order to admit the decisions, the presence of the President of the Board of Administration or of their attorney is mandatory. If after the vote, will be a tie results, the President vote shall be final. At each meeting, a minute is concluded signed by the President and all members of the Board of Administration present to the respective meeting;"*

Art. 13<sup>2</sup> (d) of the Articles of Incorporation is amended as follows: "the creation or dissolution of secondary offices: branches, agencies, rep-offices as well as units with no legal entity";

Art. 13<sup>2</sup> item 3 is amended as follows: "The Board of Administration can exercise their duties mentioned to art. 13<sup>2</sup> (b), (c) except for the main business purpose, (d) and (f)";

Art. 15 item 1 of the Articles of Incorporation is removed.

3. The empower of Mrs. Mihaela Iuliana Urda to sign the updated articles of incorporation.
4. The approval of the date 27.10.2014 as registration date used to identification of the Company shareholders upon which the effects of the decisions passed within the Assembly summoned through the present Call ("Registration Date");
5. The empower, with the possibility of substitution, of Mrs. Iuliana Mihaela Urdă to sign on behalf of the shareholders, the Assembly resolution, as well as any other relative documents and to perform any and all formalities provided by law in order to obtain the registration and effects ensure of the Assembly resolution opposability for the third parties.

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

1. *With a total of [●] valid votes cast, representing [●] shares and [●]% of the share capital of the Company, out of which [●] votes "for" representing [●]% of the total number of votes held by the shareholders present in the Assembly, [●] votes "against" representing [●]% of the total number of votes held by shareholders attending the Assembly and [●] "abstentions" representing [●]% of the total number of votes held by shareholders attending the Assembly, it was approved the empower of the Board of Administration to approve, considering the Company business purpose, during the entire financial years 2014 and 2015, to conclude documents of procurement, alienation, exchange or guarantee creations of assets included in the category of fixed assets, even if their value exceeds individually or commonly during a financial year, 20% of the total number of non-current assets, with except for the receivables.*
2. *With a total of [●] valid votes cast, representing [●] shares and [●]% of the share capital of the Company, out of which [●] votes "for" representing [●]% of the total number of votes held by the shareholders present in the Assembly, [●] votes "against" representing [●]% of the total*

number of votes held by shareholders attending the Assembly and [●] "abstentions" representing [●]% of the total number of votes held by shareholders attending the Assembly, it was approved the amendment of the articles of incorporation of IMPACT DEVELOPER & CONTRACTOR SA, as follows:

Art. 10 item 4 of the Articles of Incorporation is amended as follows: *"The decisions are taken with 3 (three) votes "pro" out of 5 (five) possible. In order to admit the decisions, the presence of the President of the Board of Administration or of their attorney is mandatory. If after the vote, will be a tie results, the President vote shall be final. At each meeting, a minute is concluded signed by the President and all members of the Board of Administration present to the respective meeting;"*

Art. 13<sup>2</sup> (d) of the Articles of Incorporation is amended as follows: "the creation or dissolution of secondary offices: branches, agencies, rep-offices as well as units with no legal entity";

Art. 13<sup>2</sup> item 3 is amended as follows: "The Board of Administration can exercise their duties mentioned to art. 13<sup>2</sup> (b), (c) except for the main business purpose, (d) and (f)";

Art. 15 item 1 of the Articles of Incorporation is removed.

3. *With a total of [●] valid votes cast, representing [●] shares and [●]% of the share capital of the Company, out of which [●] votes "for" representing [●]% of the total number of votes held by the shareholders present in the Assembly, [●] votes "against" representing [●]% of the total number of votes held by shareholders attending the Assembly and [●] "abstentions" representing [●]% of the total number of votes held by shareholders attending the Assembly, it was approved the empower of Mrs. Mihaela Iuliana Urda to sign the updated articles of incorporation.*
4. *With a total of [●] valid votes cast, representing [●] shares and [●]% of the share capital of the Company, out of which [●] votes "for" representing [●]% of the total number of votes held by the shareholders present in the Assembly, [●] votes "against" representing [●]% of the total number of votes held by shareholders attending the Assembly and [●] "abstentions" representing [●]% of the total number of votes held by shareholders attending the Assembly, it was approved the date 27.10.2014 as registration date used to identification of the Company shareholders upon which the effects of the decisions passed within the Assembly summoned through the present Call ("Registration Date");*
5. *With a total of [●] valid votes cast, representing [●] shares and [●]% of the share capital of the Company, out of which [●] votes "for" representing [●]% of the total number of votes held by the shareholders present in the Assembly, [●] votes "against" representing [●]% of the total number of votes held by shareholders attending the Assembly and [●] "abstentions" representing [●]% of the total number of votes held by shareholders attending the Assembly, it was approved*

the empower, with the possibility of substitution, of Mrs. Iuliana Mihaela Urdă to sign on behalf of the shareholders, the Assembly resolution, as well as any other relative documents and to perform any and all formalities provided by law in order to obtain the registration and effects ensure of the Assembly resolution opposability for the third parties.

**President of the Board of Administration**

Iuliana Mihaela Urda