



## SC AMONIL SA - in reorganizare judiciara, in judicial reorganisation, en redressement

Km. 4, Șos. Călărași \* 920120 Slobozia, Ialomita \* ROMANIA

Tel: 0243/211226, 0243/212964 \* Fax 0243/213983 \* E-mail: [amonil.sl@amonil.ro](mailto:amonil.sl@amonil.ro)

Nr. Reg. Comerțului J21/226/1991 CIF RO2071105 Capital social subscris și varsat 111.265.809,10 RON

Cont la bănci: **Banca Comerciala** – RO07 RNCB 0170 0272 4455 0001 RON

**Raiffeisen Slobozia** – RO89 RZBR 0000 0600 0052 4531 RON

### CURRENT REPORT

According to C.N.V.M. Regulation No. 1/2006 concerning Issuing of Transferable Securities

Report date : 22.03.2018;

Issuing entity name: AMONIL S.A. Slobozia, company in judicial reorganisation, en redressement, administered by the special administrator Cristina Matei, under the supervision of the judicial administrator Expert Insolventa S.P.R.L.- Bucharest, according to the civil decision no. 925/16.06.2017, passed by Ialomita Court in file no. 1611/98/2014, still in process at the Ialomita Court - the civil section;

Company office: Municipiul Slobozia, Soseaua Calarasi, km 4, Ialomita County;

Phone number: +40 0243 231101 ;

Fax number: +40 0243 232539 ;

E-mail : [amonil.sl@amonil.ro](mailto:amonil.sl@amonil.ro)

VAT No. at Company Registrar Office: RO 2071105 ;

Order number in Company Registrar Office: J 21/226/1991 ;

Share capital subscribed and paid: RON 111 265 809.1;

Regulated market on which issued transferable securities are dealt: Bucharest Stock

Exchange

### IMPORTANT EVENTS TO REPORT:

- a) Changes on trading company control: Not applicable.
- b) Substantial assets buying or transfer : Not applicable.
- c) Bankruptcy proceeding: Not applicable.
- d) Deals on type that which are counted on article 225 from Act no. 297/2004: Not applicable.
- e) On 26(27)th.04.2018, starting from 12 :00 AM, is convened Ordinary Shareholders Meeting at AMONIL S.A. headquarter.  
Convening was made by the Official receiver of AMONIL S.A., elected on this position by the Ordinary Shareholders Meeting from the date of 10.09.2015.

To this report you will find attached the Convening of Ordinary Shareholders Meeting from AMONIL S.A. Slobozia.

Official receiver,  
Cristina Matei





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### **CONVENING**

AMONIL S.A. with his registered office in Slobozia, Calarasi road, km. 4, Ialomita county, registered to the Company Registrar Office by the side of Ialomita Court of Justice under number J21/226/1991, VAT No. RO 2071105, company in judicial reorganisation, en redressement according to civil decision no. 925/June 16<sup>th</sup> 2017, pass by Ialomita Court in file no. 1611/98/2014, through his official receiver Cristina Matei and in concordance with provisions from Act no. 85/2006 referring insolvency proceedings, Act no.31/1990 republished and further amended, Act no. 297/2004 concerning asset market with its further completions and amendments, C.N.V.M Regulation no. 1/2006, C.N.V.M Regulation no. 6/2009 with its further completions and amendments, as well as its Constitutive deed, call together **REGULAR MEETING SHAREHOLDERS** on April 26<sup>th</sup> 2018, starting from 12:00 local time at company office from Slobozia town for all shareholders, registered on Shareholder register at the reference date, the end of day of April 13<sup>th</sup> 2018, with following

### **AGENDA**

1. Submit and approval of the Annual Report for 2017, according to Romanian Regulation no. 1/2006 of C.N.V.M.
2. Submit and approval of the Annual Financial Report at 31<sup>st</sup>.12.2017, in accordance with Order no. 881/2012 relating to applying of International Financial Reporting Standards and drawn up in accordance with provisions of Order No. 1286/2012 for approval of Accounting Regulations complying with International Financial Reporting Standards, by trading company of which transferable securities are admitted to be dealt on a regulated market.
3. Submit and approval of the Independent Auditor Report for Annual Financial Statement at 31<sup>st</sup>.12.2017.
4. Discharging of financial management of the Official receiver for their work carried on 2017;
5. Submit and approval of Master Budget for 2018.
6. Approval for recording this date of May 18<sup>th</sup> 2018, proposed by the Official receiver, to identify all shareholders over who decisions of the Regular Shareholder Meeting should have consequential effects, according to provision of Article 238 (1) from Act No. 297/2004.
7. Granting power to Mrs. Cristina Matei, acting in her capacity as Official receiver, and also to Mrs. Gica Mihalache, acting in her capacity as Legal Adviser, to perform all required formalities, enter into and put her hand on all legal writ in order to fulfill all decision taken today, this day of 26/27 April 2018 by the Regular Shareholders Meeting as well as the steps required to its registration at Company Registrar Office belongs to Ialomita Court, to deliver documents at Bucharest Stock of Exchange, Authority for Financial Supervision and publishing this decision in Monitorul Oficial of Romania.

One or more shareholder/s, representing individually or together at least 5% from share capital, have right to introduce new subject matters on meeting agenda, by a written request, submitted to the Official receiver of AMONIL S.A.

Shareholders have the right to submit also decision draft for subject matter included on meeting agenda.

Proposal for new subject matter submit on agenda of a Regular Shareholder Meeting has to be accompanied by a copy from identity documents of originator (identity card for natural persons,

certificate of registration for legal persons respectively, also being necessary, for each subject matter to be submitted a motivation or a draft decision proposed to endorsement by the REGULAR SHAREHOLDER MEETING and sent until April 9<sup>th</sup> 2018, 3:00 p.m., local time.

The draft decisions for included subject matters or proposed to be included on agenda of the Regular Shareholder Meeting shall be accompanied by a copy from identity documents of initiator (identity card for natural persons and certificate of registration for legal persons, respectively) and sent by the time of April 9<sup>th</sup> 2018, 3:00 p.m., local time.

Company shareholders may submit written questions concerning subject matter from agenda of the Regular Shareholders Meeting, accompanied by a copy from identity documents (identity card for natural persons and certificate of registration for legal persons, respectively), AMONIL S.A. having duty to answer to these questions, provided all these subject have to observing article 13(2) from C.N.V.M. Regulation no. 6/2009.

The rights, provided above, may be exercised only in written form, sent to AMONIL S.A office from Slobozia Town, by a courier or electronic means with written mention "For REGULAR SHAREHOLDERS MEETING FROM DATE OF April 26/27.2018".

All shareholders, entered in Shareholder Register at the end of this day of April 13<sup>th</sup> 2018, day set as reference day, can take part in and vote on Regular Shareholders Meeting, individually or by a legal representative respectively for legal persons, through a direct vote or by a representative (other individuals than shareholders), based upon form of special proxy, put at their disposal by AMONIL SA or a general empowerment under law provisions.

In case of legal persons as shareholders, a legal representative capacity is proven with a conclusive certificate issued by the Company Registrar, shown in original form or a true copy or another document, in original form, or a true copy, issued by a competent authority from the state where shareholder is registered, which certifying his capacity as legal representative. Documents certifying capacity of legal persons-shareholder shall be issued at most 3 months before to the publishing date of convening of shareholder meeting.

Documents certifying capacity of legal representative, drawn in a foreign language, other than English language, shall be accompanied by a translation, done by a licensed translator in Romanian or English language, without any authentication or to bear an apostille of these documents.

Above provisions are adequately enforced also for proving capacity as legal representative of shareholder who has a proposal regarding new subject matters on shareholder meeting agenda or put some questions on subject matter from agenda.

Form of special proxies are put at shareholders disposal by AMONIL S.A. , in Romanian language and also translated in English language, both on company website and his office between following hours: 9:00 – 14:30, local time or may be sent via fax, at their request, starting from March 26<sup>th</sup> 2018.

General empowerment can be awarded by shareholder, as client, only to an agent described according to article 2) paragraph 1), item 14 from Act no. 297/2004 on asset market or a lawyer.

Special proxies and general empowerments shall be hand over, in original, either in Romanian or English language, at company office or delivered by any form of courier, in a closed envelope, with a bill of safe receipt, so that to be registered as being received at company registry office, at the latest April 25<sup>th</sup> 2018, 12:00 hrs local time.

Special proxies and general empowerments may be also sent to AMONIL S.A. until the above mentioned date and time, as follows: via e-mail with extended electronic signature, incorporated in according to Act no. 455/2001 for electronic signature at this address: [amonil.sl@amonil.ro](mailto:amonil.sl@amonil.ro) with mention on subject: << For REGULAR SHAREHOLDERS MEETING FROM DATE OF April 26/27. 2018>>.

Amonil S.A. shareholders, registered at reference date of April 13<sup>th</sup> 2018, in Shareholders register issued by Depozitarul Central S.A., have possibility to vote by correspondence, before regular meeting of shareholders using voting paper by correspondence, which may be obtained both in Romanian and English language, also posted on company website, starting from March 26<sup>th</sup> 2018, from company office and also company website: [www.amonil.ro](http://www.amonil.ro)

For vote by correspondence, vote form fill in (either in Romanian or English language) and duly signed/stamped, accompanied by mentioned documents in Regulation on vote by correspondence, loaded on company website, may be delivered as follows:

Sent in original form to Amonil S.A. office from mun.Slobozia, sos.Calarasi km. 4, jud.Ialomita, by hand in on registry company or by post or any form of courier with a bill of safe receipt, so that it to be registered as being received at company registry office, at the latest April 25<sup>th</sup> 2018, 12:00 hrs local time, in a closed envelop with a written clear mention << For REGULAR SHAREHOLDERS MEETING FROM DATE OF April 26/27. 2018>>.

Legal Adviser of company is responsible with receiving votes by correspondence, checking, centralization and keeping its confidentially.

Vote form, which are not received at AMONIL S.A. registry office until above mentioned date and time and under conditions described above, shall not be kept on account in order to determine the quorum and majority in Regular Shareholder Meeting.

We request, when fill in special proxy and voting paper, to take into consideration that these may support some up-to-dates after April 9<sup>th</sup> 2018, depending on adding new subject matters on meeting agenda.

Shareholder access in meeting room shall be done based on identity card (or passport for foreign citizens, if applicable) – in case of natural persons, on a copy of conclusive certificate or equivalent and an identity card of legal representative - in case of legal persons or based on special proxy or general empowerment for natural and legal person representative.

When the quorum, provided by Constitutive deed and law for first convening development, is not met then should take place a second convening in regular session at the date of April 27<sup>th</sup> 2018, at the same time, place and with same agenda.

Due documents, as well as draft decisions, which shall be submitted to be debated and approved by regular shareholder meeting may be seen at office or website company, starting from 26<sup>th</sup>.03.2018.

Additional information may be got from office of AMONIL S.A. Slobozia, phone: +40 243/211225, 0243/211226, fax +40 243/213983, e-Mail: [amonil.sl@amonil.ro](mailto:amonil.sl@amonil.ro) and website: [www.amonil.ro](http://www.amonil.ro)

OFFICIAL RECEIVER

Cristina Matei

