

## CURRENT REPORT

Current Report according to:

Law 24/2017, FSA Regulation 5/2018

Report date:

11.03.2020

Name of the issuing entity:

Societatea de Investiții Financiare MUNTEANIA SA

Registered office:

București, Splaiul Unirii nr. 16, București, sector 4

Phone/fax number:

021.387.3210 / 021.387.3265

Sole Registration Code:

3168735

Order number in the Trade Register:

J40/27499/1992

Subscribed and paid-up share capital:

80.703.651,5 lei

Regulated market on which issued securities are traded

Bucharest Stock Exchange

### Important event to be reported:

#### **The Resolutions of the Shareholders General Extraordinary Meeting of S.I.F. MUNTEANIA S.A. held on 11 March 2020, at the first convening**

The Shareholders General Extraordinary Meeting of S.I.F. MUNTEANIA S.A., a company headquartered in 16, Splaiul Unirii, District 4, Bucharest, registered with the Trade Registry Office under number J40/27499/1992, Sole Registration Code 3168735, with a subscribed and paid up share capital of 80,703,651.5 RON, registered in the FSA Registry with no. PJR09SIIR/400005/15.06.2006, as convened by publishing in the Official Journal of Romania Part IV no. 335/28.01.2020, in the "Ziarul Financiar" newspaper no. 5340/28.01.2020, on the company website [www.sifmunteania.ro](http://www.sifmunteania.ro) and on the Bucharest Stock Exchange platform, held on the first convening on March 11, 2020, in Bucharest, 46-48 Serghei Vasilievici Rahmaninov St., 1<sup>st</sup> floor, District 2, attended by shareholders in person, by proxy or correspondence, holding a number 239,313,189 of shares, representing 30.4996% of the total 784,645,201 voting rights, adopted the following resolutions:

#### **Decision no. 1**

There is approved the appointing of the EGSM secretariat made up of three members, namely Topor Elena Daniela, Stratan Ana and Drișcu Adelina, with the identification data available at the headquarters of the Company. Topor Elena Daniela will be the secretary that prepares the minutes of the meeting, according to Art. 129, paragraph (2) of Law no. 31/1990 on companies. The proposed persons are shareholders of SIF Munteania S.A.

With 238,678,454 votes in favor, representing 99.73% of the total 239,313,189 votes held by the present or represented shareholders, 26,100 votes against representing 0.01% of the total 239,313,189 votes held by the present or represented shareholders, 0 votes refraining, 0 votes cancelled and 608,635 votes not expressed representing 0.25% of the total total 239,313,189 votes held by the present or represented shareholders.

## **Decision no. 2**

There is approved the change of the registered headquarters of SIF MUNTENIA SA from Bucharest, 16, Splaiul Unirii, District 4, to the new address in Bucharest, 46-48 Serghei Vasilievici Rahmaninov St., ground floor, room 2, District 2.

With 238,678,454 votes in favor, representing 99.73% of the total 239,313,189 votes held by the present or represented shareholders, 26,100 votes against representing 0.01% of the total 239,313,189 votes held by the present or represented shareholders, 0 votes refraining, 0 votes cancelled and 608,635 votes not expressed representing 0.25% of the total total 239,313,189 votes held by the present or represented shareholders.

## **Decision no. 3**

There is approved to update SIF Muntenia's Articles of Incorporation following the approval to change the registered headquarters, respectively art. 1, paragraph 6 is modified and will have the following content: *"Art. 1, paragraph 6: The Company's registered headquarters is in Bucharest, 46-48 Serghei Vasilievici Rahmaninov St., ground floor, room 2, District 2, code 020199. The headquarters of SIF Muntenia SA may be changed to any other location in Romania by resolution of the Shareholders General Extraordinary Assembly. By resolution of the Shareholders General Extraordinary Assembly, SIF Muntenia may set up subsidiaries, branches, agencies, representative offices, as well as working points, both in the country and abroad, in compliance with legal requirements on authorization and publicity."*

With 238,678,454 votes in favor, representing 99.73% of the total 239,313,189 votes held by the present or represented shareholders, 26,100 votes against representing 0.01% of the total 239,313,189 votes held by the present or represented shareholders, 0 votes refraining, 0 votes cancelled and 608,635 votes not expressed representing 0.25% of the total total 239,313,189 votes held by the present or represented shareholders.

## **Decision no. 4**

There is approved the decrease of the share capital of SIF MUNTENIA SA from 80,703,651.5 lei to 78,464,520.10 lei, respectively from 807,036,515 shares to 784,645,201 shares with a nominal value of 0.1 lei / share, by cancellation a number of 22,391,314 own shares acquired by the Company as a result of running the public offer for the purchase of its own shares between 04.09.2019 - 17.09.2019, for the implementation of the redemption program approved by the resolution of the Shareholders General Assembly of 22<sup>nd</sup> April 2019.

With 238,704,554 votes in favor, representing 99.75% of the total 239,313,189 votes held by the present or represented shareholders, 0 votes against, 0 votes refraining, 0 votes cancelled and 608,635 votes not expressed representing 0.25% of the total total 239,313,189 votes held by the present or represented shareholders.

## **Decision no. 5**

There is approved to update SIF Muntenia's Articles of Incorporation following the approval to reduce the share capital, respectively art. 3, paragraph (1) is modified and will have the following content: *"Art. 3 paragraph 1: The subscribed and fully paid share capital amounts to 78,464,520.10 lei and it is divided into 784,645,201 nominal shares, of 0.1 lei each. Each share entitles to one vote at the Shareholders General Meeting."*

With 238,704,554 votes in favor, representing 99.75% of the total 239,313,189 votes held by the present or represented shareholders, 0 votes against, 0 votes refraining, 0 votes cancelled and 608,635 votes not expressed representing 0.25% of the total total 239,313,189 votes held by the present or represented shareholders.

## **Decision no. 6**

There is approved to update SIF Muntenia's Articles of Incorporation in order to comply with the provisions of Law no. 243/2019 on alternative investment funds, amending and supplementing certain normative acts, as follows:

At art. 3, paragraphs (4), (5) and (6) on holding limits of 5% of the Company's share capital will be repealed, art. 3 having the following content:

### *“Art. 3 Share capital and shares*

- (1) The subscribed and fully paid share capital amounts to 78,464,520.10 lei and it is divided into 784,645,201 nominal shares, of 0.1 lei each. Each share entitles to one vote at the Shareholders General Meeting.*
- (2) The company's shares are nominative, of equal value, issued in dematerialized form and grant equal rights to their holders. The nominal value of a share is 0.1 lei. The shares are indivisible and the company recognizes a single representative to exercise the rights arising from a share.*
- (3) Investors entitled to receive dividends or benefit from the resolutions of general shareholders' meetings shall be those registered in the Shareholders' Registry kept by the Central Depository in accordance with the law on the date established by the General Meeting of Shareholders in accordance with the regulations in force.*
- (4) Distribution of dividends will be made in compliance with statutory regulations and FSA regulations.”*

The amendment of art.3 of the Articles of Incorporation, according to the EGSM decision from item 6 on the Agenda, will be enforced starting with 24<sup>th</sup> July 2020, the date of repeal of art. 286<sup>1</sup> of Law no. 297/2004, according to art. 81 paragraph (3) lett. b) of Law no. 243/2019, that is upon the fulfillment of the 6 months term from coming into force of Law no. 243/2019 on alternative investment funds, amending and supplementing certain normative acts.

With 238,678,454 votes in favor, representing 99.73% of the total 239,313,189 votes held by the present or represented shareholders, 26,100 votes against representing 0.01% of the total 239,313,189 votes held by the present or represented shareholders, 0 votes refraining, 0 votes cancelled and 608,635 votes not expressed representing 0.25% of the total total 239,313,189 votes held by the present or represented shareholders.

## **Decision no. 7**

There is approved to settle March 31<sup>st</sup> 2020 as the record date (March 30<sup>th</sup> 2020 as the ex date), according to the stipulations of art. 86, para. 1 of Law 24/2017, and the provisions of the FSA Regulation no. 5/2018.

With 238,704,554 votes in favor, representing 99.75% of the total 239,313,189 votes held by the present or represented shareholders, 0 votes against, 0 votes refraining, 0 votes cancelled and 608,635 votes not expressed representing 0.25% of the total total 239,313,189 votes held by the present or represented shareholders.

**SIF MUNTENIA SA**  
**Represented by its Asset Management Company**  
**SAI MUNTENIA INVEST SA**

**Nicușor Marian Buică**  
**CEO**

Compliance Officer  
Claudia Jianu