



The current report according to ASF Regulation No.5 / 2018

Report date: 1037/26.03.2020

Name of the company: PRODVINALCO S.A.

Headquarters: 400230, Cluj-Napoca, no. 2-4 Calea Baciului, Cluj County

Phone: 0040-0372-641.910; Fax: 0040-0372-876.976

Trade Registry Number: J12/68/1991

Individual identification number: 199222

Share capital: RON 3,149.503.4

Symbol: VAC

Legal Stock Market: AERO - BVB

I. Important events:

Changes in the control of company: not applicable

Acquisitions and disposals of substantial assets: not applicable

Bankruptcy proceedings: not applicable

Transactions of the kind listed in art. 82 - Law 24/2017: not applicable

Other events: CONVOCAȚION DE ÎNTRĂRIȘTE ÎN ȘEDINȚĂ ORDINARĂ A ADUNĂRII GENERALE A ACȚIONARILOR

By the Decision adopted on March 26, 2020 the Administration Council of PRODVINALCO S.A., headquartered in Cluj-Napoca, at no. 2-4 Calea Baciului, County Cluj, registered with the Trade Register as entry no. J12/68/1991, VAT number RO 199222, registered capital: RON 3,149,503.4 (hereinafter referred to as "the Company") convenes the Ordinary General Meeting of Shareholders to be held on **April 29, 2020** at 2:00 p.m. for all shareholders registered in the Register of Shareholders by the end of the day of **April 16, 2020** deemed as the reference date. In the event of failing to meet the requirements of a quorum, the general meeting will be held on **April 30, 2020** at the same place, the same time, with the same agenda. The Ordinary General Meeting of Shareholders will be held at the headquarters of PRODVINALCO SA, located in Cluj-Napoca, at no. 2-4 Calea Baciului Str., Cluj County.

The Ordinary General Meeting of Shareholders will have the following agenda:

1. Correction of the retained earnings.
2. Approval of the financial statements of PRODVINALCO SA for the fiscal year 2019.
3. Approval of the management report on the financial results of PRODVINALCO SA for the fiscal year 2019.
4. Approval of the independent financial auditor's report on the financial statements of the fiscal year 2019.
5. Approval of net profit distribution for the fiscal year 2019.
6. Approval of income and expenditure budget for the fiscal year 2020.
7. Approval of Administration Council members remuneration for the ongoing year.
8. Approval of the Administration Council members discharge for the fiscal year 2019.



9. Authorizing the President of the Administration Council / Executive President of the Administration Council to elaborate and sign all the decisions approved in the Ordinary General Meeting, as well as to make the necessary formalities at the Trade Registry, the Official Journal, ASF and BVB.

At the General Meeting of Shareholders are entitled to attend and vote only the shareholders registered in the Register of Shareholders on the reference date set for the end of the day of **April 16, 2020**. In order to attend the and vote at the General Meeting of Shareholders, the shareholders must present the original identity card. In the case of shareholders who are legal persons or entities without legal personality, the capacity of a legal representative is established based on the list of shareholders at the reference date, received from the Central Depository. The documents certifying the capacity of a legal representative drafted in a foreign language other than English will be accompanied by a translation made by a sworn translator into Romanian or English. Legalisation or the apostille on the documents certifying the capacity of a legal representative of the shareholder is not required. The foregoing provisions to prove the capacity of a shareholder applies accordingly to prove the capacity of a shareholder / legal representative of the shareholder proposing the introduction of new items on the agenda of the general meeting of shareholders or who asks the issuer questions regarding the items on the agenda of the general meeting of shareholders.

The representation of the shareholders in the General Meeting of Shareholders can also be done by other people than the shareholders. Participation by representative is made on the basis of a special proxy, in accordance with the form provided at www.prodvinalco.ro, or a general proxy, in compliance with art. 92, paragraph 10-13 of the Law no. 24/2017 on issuers of financial instruments and market operations, and art. 200 of the Regulation no. 5/2018 on issuers of financial instruments and market operations.

The general proxy is granted for representation in one or more general meetings of shareholders of one or more companies identified in the proxy, which does not contain specific voting instructions from the shareholder. The general proxy must contain the information mentioned on art. 202 of Regulation no. 5/2018. Shareholders can not be represented in the General Meeting of Shareholders based on an general proxy by a person who is in a conflict of interest, as is mentioned in art. 92, paragraph 15, point a-d of Law 24/2017. The general proxy given by a shareholder, as a customer, to an intermediary or to a lawyer, will be accepted by Prodvinalco SA without requesting additional documents regarding the shareholder, according to art. 205 of Regulation no. 5/2018. Before their first use, a copy of the general proxy must be submitted to Prodvinalco SA, 48 hours before the general meeting, including a statement of compliance with the original, signed by the representative.

Special proxy can be granted to any person for representation in the General Meeting of Shareholders and contains specific voting instructions from the shareholder issuer. The proxy will be prepared in three copies. A copy of it will be handed over to the attorney-at-fact to prove his / her capacity in the General Meeting of Shareholders, a copy of remains with the shareholder and a copy of the proxy shall be sent in original to PRODVINALCO SA. A shareholder may appoint by his / her attorney-at-fact one or more alternate representatives to ensure his / her representation in the General Assembly if the appointed representative is unable to fulfil his / her proxy. In the event that more alternate



representatives are appointed by means of a proxy, there shall also be established the order in which they will exercise their proxy.

According to art. 208 of Regulation no. 5/2018, the shareholders entitled to attend the Meeting are able to exercise their vote by mail, without being required to attend in person. Voting by mail may be expressed by a representative only if the representative has received from the shareholder a special or general proxy, which must be transmitted to Prodvinalco SA, 48 hours before the general meeting, in copy, including compliance with the original statement signed by the representative. The voting form by mail or special proxy vote must be accompanied by the documents certifying the aforementioned capacity of shareholder and a specimen signature notarized / certified by a notary public or a body authorized for the legalization / certification of signature or may proceed directly to legalization / certification of signature.

The special proxy / voting form by mail shall be sent to PRODVINALCO SA no later than the date of April 27, 2020 at 2:00 p.m., or email actionari@prodvinalco.ro, with electronic signature included in compliance with Law 455/2001 regarding the electronic signature. Whatever method of communication is employed, the envelope for the company or the e-mail must contain clearly the mention "special proxy for AGA or "voting form by mail for AGA", as applicable. The shareholders who voted by special proxies or by mail may change their initial voting option or the means of exercising their voting and the last vote cast and recorded until April 27, 2020 at 2:00 p.m. shall be deemed valid.

One or more shareholders, representing individually or jointly at least 5% of the share capital has / have the right to put items on the agenda of the general meeting, provided that each item is accompanied by a justification or a draft resolution proposed to be adopted by the general assembly and the right to present draft resolutions for the items included or to be included on the agenda of the general meeting. These rights may be exercised within 15 days from the date of publication of the convocation.

Each shareholder has the right to ask questions related to the items on the agenda no later than the date of April 21, 2020. The company will answer the questions no later than the day of the General Meeting of Shareholders. It is considered that an answer is given if the relevant information is available on the website of the company in question and answer format.

The proposals / requests can be sent in original to PRODVINALCO SA along with documents certifying the capacity of a shareholder, mentioning on the envelope "for the general meeting of shareholders" or sent via e-mail including the electronic signature in compliance with Law no. 455/2001 regarding the electronic signature, to e-mail actionari@prodvinalco.ro.

Taking into account the latest recommendations of the Romanian public authorities regarding the prevention / limitation of the spread of COVID-19, as well as the Presidential Decree regarding the state of emergency published in the Official Gazette of Romania on 16.03.2020, PRODVINALCO SA recommends to its shareholders:

- to access the information materials for the OGMS, in electronic format, available on the company's website, rather than in physical format at the Registry;



- to vote by correspondence, by using the correspondence voting form;
- to use for communication the e-mail with the extended electronic signature incorporated, rather than the transmission by post or courier to the Registrar for the transmission of (i) proposals regarding the addition of new items on the agenda of the OGMS, (ii) projects (iii) written questions before the OGMS, (iv) the proxies for representation in the OGMS or (v) the voting forms for voting by correspondence.

The materials about the items on the agenda, the special proxy / the voting form by mail, can be obtained from PRODVALCO SA, starting with March 27, 2020 every working day, between 8:30 a.m. to 3:00 p.m. or from the website www.prodvalco.ro . Further information can be obtained on the phone no. : 0728.853.315.

Chairman of the Administration Council,
Albon Vasile
[signature]