

**TRANSILVANIA CONSTRUCTII SA**

C.I.F: RO199044

Nr. ord. reg.com./an: J12/8/1991

IBAN: RO13 CECE CJ01 15RO N055 8518

CEC Bank Cluj

Capital Social: 26 391 783 RON

Str. Tăietura Turcului nr. 47, Etaj 3, Cluj-Napoca

Tel: 0264-418597

Fax: 0264-592229

office@transilvaniaconstructii.ro

CURRENT REPORT

AS PER 22.03.2017

Date of report: 22.03.2017

SC TRANSILVANIA CONSTRUCTII SA47 Tăietura Turcului Street, 3rd floor, Cluj-Napoca**Market where securities are traded: Bucharest Stock Exchange category: standard**

Tax code: RO 199044

Subscribed and paid up share capital: RON 26,391,783

Reg. no. with the Trade Register: J12/8/1991

NOTICE TO ATTEND THE ORDINARY GENERAL MEETING OF SHAREHOLDERS**THE BOARD OF DIRECTORS OF SC TRANSILVANIA CONSTRUCTII SA**

Registered with the Trade Register under number J12/8/1991, Tax Code: 199044, subscribed and paid up share capital: RON 26,391,783, with headquarters in Cluj Napoca, 47 Tăietura Turcului street, 3rd floor, met on 21.03.2017 at the company's headquarters:

CONVENES

THE ORDINARY GENERAL MEETING OF SHAREHOLDERS, in compliance with art. 111 of Law 31/1990, at the company's headquarters, for 26.04.2017, 12 p.m., for all the shareholders registered by April 13, 2017, established as a reference date, with the Register of Shareholders operated by SC Depozitarul Central SA, with the following agenda:

1. Presentation, debate and approval of the management report of the Board of Directors for 2016;
2. Presentation and debate of the financial auditor's report for 2016;
3. Discussion and approval or amendment of the financial statements as at 31.12.2016, based on the materials presented by directors and auditor.
4. Approval of net profit distribution of RON 4,905,037 RON for 2016 as follows:
 - legal reserve: RON 274,182.65;
 - reserves related to tax incentives: RON 2,014,110.70;
 - cover of the loss resulted from the cancellation of own shares (according to EGMS of 25.08.2015): RON 1,71,927.67;
 - undistributed profit: RON 1,544,815.98
5. Decision on directors' management;
6. Approval of general limits for the additional remunerations granted to the General Manager for the tax year 2017.
7. Approval of the income and expenditure budget for 2017, the investment plan for 2017 and the financial sources. Authorisation of the Board of Directors for the amendment of any provisions of the investment plan for 2016.

**TRANSILVANIA CONSTRUCTII SA**

C.I.F: RO199044

Nr. ord. reg.com./an: J12/8/1991

IBAN: RO13 CECE CJ01 15RO N055 8518

CEC Bank Cluj

Capital Social: 26 391 783 RON

Str. Tăletura Turcului nr. 47, Etaj 3, Cluj-Napoca

Tel: 0264-416597

Fax: 0264-592229

office@transilvaniaconstructii.ro

8. Appointment of the financial auditor and establishment of the minimum term for the financial audit agreement .

9. Approval of May 19, 2017 as registration date.

10. Authorisation of a person to publish decisions in the Official Journal, to sign the documents and to make the necessary registrations with the Companies House and other competent institutions.

11. Approval of May 18, 2016 as ex date.

All the shareholders registered by April 13, 2017, established as a reference date, with the Register of Shareholders operated by Depozitarul Central SA are entitled to participate and vote at the OGMS.

The shareholders can participate and vote at the OGMS individually or through representatives under the law, with a special power of attorney in Romanian or English. The shareholders can be represented as well by persons other than the company's shareholders. The special powers of attorney both in Romanian and English can be obtained starting from 24.03.2017 at the company's headquarters or from the company's web site www.transilvaniaconstructii.ro and shall be submitted at the company's headquarters, in Romanian or English, or via e-mail sent to the address office@transilvaniaconstructii.ro by April 24, 2017, 12 p.m.

The shareholders may grant a general power of attorney valid for a period of time not exceeding 3 years which allows the appointed representative to vote in all the issues discussed by the Company's General Meeting of Shareholders including deeds of settlement, provided that the general power of attorney is granted by the shareholder in the capacity of client to a defined intermediary in compliance with art. 2, paragraph (1), point 14 of Law 297/2004 or to a lawyer.

The shareholders cannot be represented at the General Meeting of Shareholders based on a general power of attorney granted by a person subject to a conflict of interest in compliance with the provisions of Art. 243 paragraph 6.4, text included by the GEO no. 90/2014 to amend and complement the Law 297/2004 on capital market.

Before their first use, the general powers of attorney, shall be submitted to the company with 48 hours prior to the General Meeting in copy, and shall contain the words: certified true copy, and the representative's signature. The company shall keep the certified copies of the powers of attorney and shall mention in the minutes of the OGMS.

One or more shareholders representing individually or together at least 5% of the share capital will have the right:

-to introduce, by a written request, items to the agenda of the OGMS within no more than 15 days from the date of publication concerning the convening, that is April 10, 2017, under the condition that each item is accompanied by justification or by a draft resolution proposed for adoption by the OGMS.

-to present in writing draft resolutions for the items included or proposed to be included in the agenda of the OGMS, by April 10, 2017 the latest.

Each shareholder has the right to ask questions in writing concerning the items of the OGMS's agenda by the date of the meeting and shall receive answers at the OGMS.

Starting from March 24, 2017, the notice to attend the OGMS (both in Romanian and English), the information materials about the problems included in the OGMS's agenda (both in Romanian and English), the draft resolution (both in Romanian and English), the mail-in ballot (both in Romanian and English) can be consulted and obtained, from Monday to Friday, between 10:00 a.m. and 1:00 p.m. at the company's headquarters or may be accessed at the company's web site www.transilvaniaconstructii.ro

**TRANSILVANIA CONSTRUCTII SA**

C.I.F: RO199044

Nr. ord. reg.com./an: J12/8/1991

IBAN: RO13 CECE CJ01 15RO N055 8518

CEC Bank Cluj

Capital Social: 26 391 783 RON

Str. Tăletura Turcului nr. 47, Etaj 3, Cluj-Napoca

Tel: 0264-416597

Fax: 0264-592229

office@transilvaniaconstructii.ro

The shareholders registered with the Register of Shareholders on the reference date can cast and send their vote concerning the items included in the OGMS's agenda as well by correspondence (in compliance with the procedure), by courier, in writing, so as to be received by the date and time of the OGMS, that is by April 26, 2017, 12 p.m. The mail-in ballot may be filled either in Romanian or in English.

If the conditions of validity have not been met at the first meeting, the second meeting of OGMS shall be convened for April 27, 2017, for the same time and at the same address.

Sincerely yours,

General Manager

Timofte Andrei Iancu

