

The company REGAL SA – REGL

Notice of Call AGEA 12 / 13.08.2021

CURRENT REPORT

according to Regulation A.S.F. no.5 / 2018 and Law no.24 / 2017

To:

FINANCIAL SUPERVISORY AUTHORITY
DIRECTORATE OF SUPERVISION OF TRANSACTIONS AND ISSUERS
Surveillance Service through Periodic Reporting

BUCHAREST Stock Exchange - AeRO

Date of report: 30.06.2021

Issuer: REGAL SA GALATI,

Registered office: Galati, str. Brailei no.17, "Potcoava de Aur" Complex

Nr. telephone / fax: 0236 411801/0236 414746

web / e-mail: www.regalgl.ro; regalgalati2001@yahoo.com

CUI: 1647588 RO;

ORC code: J17 / 52/1991

Subscribed and paid up share capital: 120,000 lei

Market: BVB AeRO

The event to be reported: Call of the Extraordinary General Meeting of the Shareholders of REGAL SA for 12/13.08.2021 (Caller attached).

The Board of Directors of the company REGAL SA, meeting in the meeting of 29.06.2021, decided to convene the Extraordinary General Meeting of the Shareholders of the company REGAL SA in the Municipality of Galati, str.Brailei no.17, Potcoava de Aur Complex, on 12.08.2021 (first convocation), from 10:00 am, respectively on 13.08.2021 (second convocation), from 10:00 am, for all shareholders registered in the register of shareholders kept by the company Depozitarul Central SA Bucuresti, at the end of the day of 02.08.2021, considered the reference date for this meeting, with the following **agenda**:

1. Approval of the withdrawal from trading on the AeRO Standard market of the Bucharest Stock Exchange of the shares issued by REGAL SA Galati and of their deregistration from the ASF records, based on the provisions of art. 60, lit. c) of Law 24/2017 and of art. 115, lit. b) point A of the FSA Regulation no. 5/2018 and the declaration of the closed type company.
2. Presentation and approval of the conclusions of the Valuation Report prepared by the independent authorized appraiser Darian DRS, registered at ASF, regarding the share price to be paid in case of withdrawal of shareholders from REGAL SA, report to be made at the request of the majority shareholder EVERGENT Investments SA pursuant to art. 115, A, lit. (ii), point 1.
3. Approval of the price of a share to be paid in case of withdrawal of shareholders from the Company, based on the evaluator's conclusions. The price will be included in the text of the published EGMS decision.
4. Approval of the manner of withdrawal from the company of shareholders who do not agree with the decision of the Extraordinary General Meeting of shareholders to withdraw from trading according to the relevant legal provisions.
5. Approval of the update of the Articles of Association of the company as a result of the decisions adopted, respectively without mentioning the shareholding structure in the preamble, this being carried out according to the records from the Central Depository.
6. Approval of the date of 16.11.2021 as the registration date for the identification of the shareholders affected by the effects of the Decisions adopted and of the ex-date 15.11.2021.
7. Empowering the General Manager to carry out and publicize the decisions of the shareholders, being able to fulfill any formalities, to perform on behalf of the company any action it deems

necessary, appropriate or advisable to engage the company to fulfill the decisions, before the relevant authorities, Trade Register, the Financial Supervisory Authority, as the case may be.

The convener of the Extraordinary General Meetings of the Shareholders of the Company from 12/13.08. 2021 and the documents related to the items on the agenda of these meetings will be made available to the shareholders in accordance with the applicable legal and statutory provisions, starting with 12.07.2021, both in electronic format on the company's website www.regalgl.ro, the Investor Relations / General Meeting of Shareholders Section, as well as in physical format at the company's registered office. The convener of the Extraordinary General Meetings of the Shareholders of the Company on 12/13.08.2021 is to be published in the Official Gazette of Romania, part IV and in a large newspaper.

THE BOARD OF DIRECTORS OF REGAL SOCIETY SA

with headquarters in Galati, 17 Brailei Street, Potcoava de Aur Complex, Galati County,

registered in the Trade Register under no. J17 / 52/1991,

having CUI 1647588, meeting in the meeting of 29.06.2021,

based on the provisions of Law no. 31/1990 R, with subsequent amendments, Law no. 24/2017, ASF Regulation no. 5/2018 and the Articles of Association

convened

for the date of 12.08.2021 at 1000 o'clock

Extraordinary General Meeting of Shareholders of REGAL SA

The works of the general assembly will take place at the company's headquarters in 17 Brailei Street, Potcoava de Aur Complex, Galati.

At the general meeting of shareholders are entitled to participate and vote all shareholders registered in the Register of shareholders at the end of 02.08.2021 established as the reference date.

The share capital of REGAL SA consists of 1,200,000 registered shares, with a nominal value of 0.1 lei, dematerialized and indivisible, each share giving the right to one vote at the general meetings of shareholders.

The agenda of the Extraordinary General Meeting of Shareholders is as follows:

1. Approval of the withdrawal from trading on the AeRO Standard market of the Bucharest Stock Exchange of the shares issued by REGAL SA Galati and of their deregistration from the ASF records, based on the provisions of art. 60, lit. c) of Law 24/2017 and of art. 115, lit. b) point A of the FSA Regulation no. 5/2018 and the declaration of the closed type company.
2. Presentation and approval of the conclusions of the Valuation Report prepared by the independent authorized appraiser Darian DRS, registered at ASF, regarding the share price to be paid in case of withdrawal of shareholders from REGAL SA, report to be made at the request of the majority shareholder EVERGENT Investments SA pursuant to art. 115, A, lit. (ii), point 1.
3. Approval of the price of a share to be paid in case of withdrawal of shareholders from the Company, based on the evaluator's conclusions. The price will be included in the text of the published EGMS decision.
4. Approval of the manner of withdrawal from the company of shareholders who do not agree with the decision of the Extraordinary General Meeting of shareholders to withdraw from trading according to the relevant legal provisions.
5. Approval of the update of the Articles of Association of the company as a result of the decisions adopted, respectively without mentioning the shareholding structure in the preamble, this being carried out according to the records from the Central Depository.
6. Approval of the date of 16.11.2021 as the registration date for the identification of the shareholders affected by the effects of the Decisions adopted and of the ex-date 15.11.2021.
7. Empowering the General Manager to carry out and publicize the decisions of the shareholders, being able to fulfill any formalities, to perform on behalf of the company any action it deems necessary, appropriate or advisable to engage the company to fulfill the decisions, before the relevant authorities, Trade Register, the Financial Supervisory Authority, as the case may be.

Information / procedures regarding the convening of general meetings and documents to be presented to the general meeting, special proxy forms (in Romanian and English) to be used for voting by representation, forms (in Romanian and in English) English) to be used for voting by mail as well as draft decisions are made available to shareholders starting with 12.07.2021 at 10:00 on the company's website www.regalgl.ro or at

the company's headquarters on weekdays 9:00 -13: 00 or will be sent by postal services to each of the shareholders who submit a written request to this effect.

The shareholders registered on the reference date 02.08.2021 may participate and vote at the general meeting directly or may be represented by persons other than the shareholders, based on a special or general power of attorney granted according to the legal provisions. The access of the shareholders to the general meeting is made by simple proof of their identity, made in the case of natural shareholders with the identity document, and in the case of legal persons shareholders and represented natural shareholders, with general power of attorney / special power of attorney given to the natural person representing them. . Proxies / powers of attorney completed and signed by the shareholder are submitted in original, together with a copy of the identity document or registration certificate of the shareholder represented, in a sealed envelope, at the company's headquarters in Galati, 17 Brailei Street, Complex de Aur ”- Secretariat or are sent by any means of courier or by e-mail with electronic signature extended to regalgalati2001@yahoo.com until 10.08.2021 at 10:00. Proxies will be accepted either in Romanian or in English. Proxies not presented within the term provided or in another form than the one mentioned on the company's website, will not be taken into account.

Shareholders registered on the reference date 02.08.2021 have the opportunity to vote by mail before the general meeting using the voting form by mail (in Romanian and / or English) made available on the web-site www.regalgl.ro. Correspondence voting forms completed and signed by the shareholder, with signature legalization by a notary public, accompanied by a copy of the valid identity document of the shareholder (bulletin / identity card in the case of individual shareholders, respectively registration certificate and copy of identity document of the legal representative in the case of legal entities) will be sent to the company's headquarters in Galati, 17 Brailei Street, “Potcoava de Aur” Complex, so that they will be registered as received by 10.08.2021 at 10 at the latest: 00, by any form of courier or by e-mail to regalgalati2001@yahoo.com, with the extended electronic signature incorporated. The forms received after the established term will not be taken into account for determining the quorum and the majority in the general assembly.

One or more shareholders representing, individually or together, at least 5% of the share capital has / have the right to request the Board of Directors to introduce new items on the agenda of the general meeting, provided that each item is accompanied by a justification or a draft decision proposed for adoption by the general assembly, as well as to present draft decisions for the items included or proposed to be included on the agenda of the general assembly. The shareholders can exercise these rights only in writing (sent by courier services at the company's headquarters in Galati, 17 Brailei Street, “Potcoava de Aur” Complex or by electronic means to regalgalati2001@yahoo.com) within no more than 15 days from the publication of the call, respectively until 20.07.2021 inclusive. The agenda completed with the proposed items will be republished in compliance with the requirements provided by law for convening the general meeting. Each interested shareholder has the right to ask the Board of Directors questions regarding the company's activity and / or the items on the agenda of the general meeting to be answered during the meeting or the answer is considered given if the requested information is available on the company's website. The proposals, requests and questions of the shareholders may be sent only in writing, at the company's headquarters in Galati, 17 Brailei Street no. “Golden Horseshoe” Complex (by courier services) or by electronic means to regalgalati2001@yahoo.com, and for the identification of the persons, they will attach to the request also copies of the documents attesting their identity, including the quality of legal representative in the case of the legal person shareholder.

If at the first convocation the quorum requirements established in the statute will not be met, it is convened and fixed based on art. 118 of Law no. 31/1990 of the Extraordinary General Meeting of Shareholders, for the day of 13.08.2021 at the same time (10:00), in the same place and with the same reference date.

Chairman of the Board
Esanu Romeo Vasile