



**To: Bucharest Stock Exchange  
Financial Supervisory Authority**  
-Financial Instruments and Investments Sector

**CURRENT REPORT**  
**According to the Law no. 24/2017 and the F.S.A. Regulation no. 5/2018**  
**Report date: 28.04.2021**

S.I.F. Transilvania S.A.  
Headquarters: 2, Nicolae Iorga Street, Brasov 500057  
Telephone: +40 268 415529, 416171; Fax: +40 268 473215, 473216  
Tax registration code: RO3047687  
Order number in the Trade Register: J08/3306/92  
Registration number in the NSC Register: PJR 09 SIIR/080004  
LEI Code (Legal Entity Identifier): 254900E2IL36VM93H128  
Subscribed and paid-in share capital: RON 216,244,379.70  
Regulated market on which the issued securities are traded: Bucharest Stock Exchange (ticker: SIF3)

**Important event to be reported: OGMS Resolution of 28.04.2021**

The Ordinary General Meeting of Shareholders, convened for April 28(29), 2021, took place on the first convening date, April 28, 2021, 10:00 a.m., in Brasov, 27 Eroilor Boulevard, at Aro Palace Hotel - Europe Hall and, within a quorum of 30.41% of the voting rights, adopted the following resolution:

**Resolution no. 1 of the Ordinary General Meeting of Shareholders  
of SIF Transilvania dated 28 April 2021**

The Ordinary General Meeting of Shareholders of Societatea de Investiții Financiare Transilvania S.A., with the required quorum and majority recorded in the Meeting Minutes no. 1 of 28.04.2021, drawn up for the meeting works which took place on the first convening date, considering the agenda, published in the Official Gazette of Romania-Part IV no. 1215/24.03.2021, in the national newspaper "Ziarul Financiar" and in the local newspaper "Transilvania Expres" on 24.03.2021 and on the Company's website www.siftransilvania.ro and considering the materials presented in respect to the items of the agenda, as well as the votes, within a quorum of 30.41% of the voting rights, votes expressed directly and by correspondence (electronic vote included), under article 112 of Law 31/1990, republished in 2004, as further amended and supplemented,

**DECIDES:**

**Art. 1** Approval of the election of the meeting secretariat comprised of two members, namely Mrs Simona Modval and Mrs Mihaela Susan, shareholders whose identification information is available at the Company's headquarters, in charge of verifying the shareholders attendance, the fulfilment of the formalities required by law and the Articles of Incorporation for carrying-out the general meeting, the counting of the votes expressed during the general meeting and drafting the meeting minutes;

*This article was approved with 657,514,278 votes "for", representing 99.98% of the total votes cast. A number of 657,613,463 valid votes have been cast for this article, representing 30.41% of the share capital and have been distributed as follows: 657,514,278 votes "for", 99,185 votes "against" and 10,800 abstentions.*

**Art. 2** Approval of the annual financial statements, namely the Statement of financial position, the Statement of profit or loss and other comprehensive income and the Explanatory notes to the annual financial statements prepared for the financial year 2020, based on the reports presented by the Executive Board, the Supervisory Board and the Financial Auditor;

*This article was approved with 655,424,558 votes "for", representing 99.98% of the total votes cast. A number of 655,523,543 valid votes have been cast for this article, representing 30.31% of the share capital and have been distributed as follows: 655,424,558 votes "for", 98,985 votes "against" and 2,100,000 abstentions.*

**Art. 3** Approval of the distribution of the net profit achieved in the financial year 2020 for the following destination: Other reserves – own financing sources created from profit: RON 34,541,911.98;

*This article was approved with 600,452,469 votes "for", representing 91.31% of the total votes cast. A number of 657,623,543 valid votes have been cast for this article, representing 30.41% of the share capital and have been distributed as follows: 600,452,469 votes "for" and 57,171,074 votes "against".*

**Art. 4** Approval of the liability discharge of the Supervisory Board members for the activity performed during the 2017-2021 mandate;

*This article was approved with 654,909,780 votes "for", representing 99.67% of the total votes cast. A number of 657,108,965 valid votes have been cast for this article, representing 30.38% of the share capital and have been distributed as follows: 654,909,780 votes "for", 2,199,185 votes "against" and 514,578 abstentions.*

**Art. 5** Approval of the liability discharge of the Executive Board members, namely Mr Mihai Fercală, Mr Iulian Stan and Mr Ștefan Szitas, for the activity performed in the financial year 2020;

*This article was approved with 476,108,769 votes "for", representing 81.47% of the total votes cast. A number of 584,392,659 valid votes have been cast for this article, representing 27.02% of the share capital and have been distributed as follows: 476,108,769 votes "for", 108,283,890 votes "against" and 73,230,884 abstentions.*

**Art. 6** Approval of the liability discharge of the Executive Board members, namely Mr Marius-Adrian Moldovan, Mr Radu-Claudiu Roșca and Mr Tony-Cristian Răduță-Gib, for the activity performed in the financial year 2020;

*This article was approved with 650,048,586 votes "for", representing 98.85% of the total votes cast. A number of 657,618,543 valid votes have been cast for this article, representing 30.41% of the share capital and have been distributed as follows: 650,048,586 votes "for", 7,569,957 votes "against" and 5,000 abstentions.*

**Art. 7** Approval of the revenue and expenditure budget for 2021 and of the investment program for 2021;

*This article was approved with 601,139,099 votes "for", representing 91.41% of the total votes cast. A number of 657,623,343 valid votes have been cast for this article, representing 30.41% of the share capital and have been distributed as follows: 601,139,099 votes "for", 56,484,244 votes "against" and 200 abstentions.*

**Art. 8** Approval of SIF Transilvania's Remuneration Policy, in accordance with the provisions of art. 92<sup>1</sup> of Law 24/2017;

*This article was approved with 589,222,045 votes "for", representing 89.61% of the total votes cast. A number of 657,574,927 valid votes have been cast for this article, representing 30.40% of the share capital and have been distributed as follows: 589,222,045 votes "for", 68,352,882 votes "against" and 48,616 abstentions.*

**Art. 9** Approval of the key performance indicators based on which the variable remunerations of the Executive Board members and Supervisory Board members for the financial year 2021 will be established, in accordance with SIF Transilvania's Remuneration Policy;

*This article was approved with 631,230,309 votes "for", representing 95.99% of the total votes cast. A number of 657,613,263 valid votes have been cast for this article, representing 30.41% of the share capital and have been distributed as follows: 631,230,309 votes "for", 26,382,954 votes "against" and 10,280 abstentions.*

**Art. 10** Approval of the reduction of the mandate of the auditor Deloitte Audit S.R.L. until 31.12.2021, with the proper application of the provisions of art. 21 of the F.S.A. Rule no. 13/2019 on the uniform framework for the conduct of the statutory audit within entities authorised, regulated and supervised by the Financial Supervisory Authority. The mandate reduction has no effect on Deloitte Audit S.R.L.'s obligations to audit the financial statements as at 31.12.2021 and to provide the other services derived from the audit contract;

*This article was approved with 650,130,136 votes "for", representing 98.86% of the total votes cast. A number of 657,613,463 valid votes have been cast for this article, representing 30.41% of the share capital and have been distributed as follows: 650,130,136 votes "for", 7,483,327 votes "against" and 10,080 abstentions.*

**Art. 11** Approval of the appointment of Mazars România S.R.L. București as the Company's financial auditor for a 3-year mandate, starting on 01.01.2022 until 31.12.2024, for the auditing of the financial statements for the financial years 2022, 2023 and 2024;

*This article was approved with 649,813,306 votes "for", representing 98.85% of the total votes cast. A number of 657,393,543 valid votes have been cast for this article, representing 30.40% of the share capital and have been distributed as follows: 649,813,306 votes "for", 7,580,237 votes "against" and 230,000 abstentions.*

**Art. 12** Approval of the empowerment of Mr. Moldovan Marius Adrian, whose identification information is available at the Company's headquarters, to fulfil the formalities for the registration and publication of the shareholders general meeting resolutions;

*This article was approved with 657,536,913 votes "for", representing 99.99% of the total votes cast. A number of 657,623,543 valid votes have been cast for this article, representing 30.41% of the share capital and have been distributed as follows: 657,536,913 votes "for" and 86,630 votes "against".*

**Art. 13** Approval of **20.05.2021** as the record date (*ex-date* **19.05.2021**) for the identification of the shareholders subjected to the effects of the shareholders general meeting resolutions.

*This article was approved with 657,536,913 votes "for", representing 99.99% of the total votes cast. A number of 657,623,543 valid votes have been cast for this article, representing 30.41% of the share capital and have been distributed as follows: 657,536,913 votes "for" and 86,630 votes "against".*

The result of the vote recorded for each article of this resolution is presented under the conditions provided for by art. 209 para. (1) of the F.S.A. Regulation no. 5/2018.

**Marius-Adrian Moldovan**  
Executive President/CEO

**Radu-Claudiu Roșca**  
Executive Vice President/Deputy CEO

**Compliance Officer**  
**Loredna-Floriana BASTON**