

CURRENT REPORT

Current Report according to:	Law 24/2017, FSA Regulation 5/2018
Report date:	28.04.2021
Name of the issuing entity:	Societatea de Investiții Financiare MUNTENIA SA
Registered office:	București, S.V. Rahmaninov Str, no.46-48, district 2
Phone/fax number:	021.387.3210 / 021.387.3209
Sole Registration Code:	3168735
Order number in the Trade Register:	J40/27499/1992
Subscribed and paid-up share capital:	78.464.520,10 lei
Regulated market on which issued securities are traded	Bucharest Stock Exchange

Important event to be reported:

The Resolutions of the Shareholders General Ordinary Meeting of S.I.F. MUNTENIA S.A. held on 28 April 2021, at the first convening

THE RESOLUTIONS of the Shareholders General Ordinary Meeting of S.I.F. MUNTENIA S.A. held on 28 April 2021

The Shareholders General Ordinary Meeting of S.I.F. MUNTENIA S.A., a company with the registered headquarters in 46-48, Serghei Vasilievici Rahmaninov Street, ground floor, room 2, District 2, Bucharest, zip code 020199, registered with the Trade Registry Office under number J40/27499/1992, Sole Registration Code 3168735, with a subscribed and paid up share capital of 78.464.520,10 RON, registered in the FSA Registry with no. PJR09SIIR/400005/15.06.2006, authorized by NSC Decision no. 1513/15.07.1999, registered in the the register of personal data operators with no. 26531, legally held on the first convening at April 28, 2021 as convened by publishing in the Official Journal of Romania Part IV no. 1164/22.03.2021, in the “Ziarul Financiar” newspaper no. 5.632/22.03.2021, on the company website www.sifmuntenia.ro and on the Bucharest Stock Exchange platform, attended by shareholders holding a number of 277.518.425 valid voting rights, representing 35,368% of the total voting rights and 35,368% of the share capital of the company, at the reference date 15.04.2021, according to the Law 31/1190, Law 297/2004 and Law 24/2017, to the regulations in force of the Financial Supervisory Authority and to the provisions of the company’s Articles of Incorporation, with the fulfillment of the legal and statutory conditions for the validity of the convocation, the holding of the assembly and the adoption of the decisions, adopted the following resolutions:

Decision no. 1

Is hereby approved the appointment of the SGOM secretariat made up of three members, namely Mr. Gheorghe Marcel, Ms. Stratan Ana and Ms. Drișcu Adelina, with the identification data available at the headquarters of the Company. Mr. Gheorghe Marcel will be the secretary that prepares the minutes of the meeting. The persons nominated are shareholders of SIF Muntenia SA.

with a majority of 88,03% of the valid expressed votes, following the number of 277.518.425 valid expressed votes for a number of 277.518.425 shares held by the shareholders present, represented or who voted by mail, representing 35,368% of the share capital of the company, from which 244.311.990 votes “in favor”, 2.456 votes “against”, 33.203.979 “refraining”, 0 votes canceled and 0 votes not expressed.

Decision no. 2

Is hereby approved the appointment of the commission for counting the votes expressed by the shareholders on the items on the agenda of the SGOM, respectively Mr. Gheorghe Marcel, Ms. Stratan Ana and Ms. Drișcu Adelina with the identification data available at the company headquarters.

with a majority of 88,03% of the valid expressed votes, following the number of 277.518.425 valid expressed votes for a number of 277.518.425 shares held by the shareholders present, represented or who voted by mail, representing 35,368% of the share capital of the company, from which 244.311.990 votes “in favor”, 4.425 votes “against”, 33.202.010 “refraining”, 0 votes canceled and 0 votes not expressed.

Decision no. 3

Is hereby approved the annual financial statements of SIF Muntenia S.A. for the 2020 financial exercise, according to the discussions and reports presented by the Administrator SAI Muntenia Invest S.A., the financial auditor KPMG Audit S.R.L. and the Shareholders Representatives Council (SRC), from which:

	Lei
Total Revenues	221.516.449
Total Expenses	258.641.625
(Loss) / Profit before tax	(37.125.176)
Tax on profit	11.268.874
(Net loss) / Net profit for the financial exercise	(25.856.302)

with a majority of 88,03% of the valid expressed votes, following the number of 277.518.387 valid expressed votes for a number of 277.518.387 shares held by the shareholders present, represented or who voted by mail, representing 35,368% of the share capital of the company, from which 244.311.952 votes “in favor”, 33.206.425 votes “against”, 10 votes “refraining”, 0 votes canceled and 38 votes not expressed.

Decision no. 4

Is hereby approved to cover the accounting loss reported in the financial statements related to the financial exercise ended 31 December 2020, amounting to 25,856,302 lei from reserves distributed from the net profit amounting to 606,660,572 lei, reserves that were constituted from the net profits of the years 1992 – 2019.

with a majority of 88,03% of the valid expressed votes, following the number of 277.518.387 valid expressed votes for a number of 277.518.387 shares held by the shareholders present, represented or who voted by mail, representing 35,368% of the share capital of the company, from which 244.311.952 votes “in favor”, 33.206.425 votes “against”, 10 votes “refraining”, 0 votes canceled and 38 votes not expressed.

Decision no. 5

Is hereby approved the SIF Muntenia S.A.’s Management Program and the Revenues and Expenditure Budget for the 2021 financial exercise, from which:

	Lei
Total Revenues	53.110.000
Total Expenses	26.950.000
Gross Profit	26.160.000

with a majority of 80,80% of the valid expressed votes, following the number of 277.518.387 valid expressed votes for a number of 277.518.387 shares held by the shareholders present, represented or who voted by mail, representing 35,368% of the share capital of the company, from which 224.228.053 votes “in favor”, 51.286.355 votes “against”, 2.003.979 votes “refraining”, 0 votes canceled and 38 votes not expressed.

Decision no. 6

Is hereby approved the SIF Muntenia S.A.’s Remuneration Policy, according to the proposal contained in the presented/published material.

with a majority of 80,80% of the valid expressed votes, following the number of 277.518.387 valid expressed votes for a number of 277.518.387 shares held by the shareholders present, represented or who voted by mail, representing 35,368% of the share capital of the company, from which 224.228.053 votes “in favor”, 53.290.324 votes “against”, 10 votes “refraining”, 0 votes canceled and 38 votes not expressed.

Decision no. 7

Is hereby approved the performing of the accounting registrations corresponding to the prescription of the right to request the payment of dividends not claimed for three years from their due date, amounting to 14,337,520.68 Lei and the registration of this amount to reserves.

with a majority of 88,03% of the valid expressed votes, following the number of 277.518.387 valid expressed votes for a number of 277.518.387 shares held by the shareholders present, represented or who voted by mail, representing 35,368% of the share capital of the company, from which 244.311.952 votes “in favor”, 31.204.425 votes “against”, 2.002.010 votes “refraining”, 0 votes canceled and 38 votes not expressed.

Decision no. 8

Is hereby approved the remuneration for the members of SIF Muntenia SA’s Shareholders Representatives Council for the 2021 financial exercise.

with a majority of 84,52% of the valid expressed votes, following the number of 277.518.387 valid expressed votes for a number of 277.518.387 shares held by the shareholders present, represented or who voted by mail, representing 35,368% of the share capital of the company, from which 234.545.283 votes “in favor”, 40.971.094 votes “against”, 2.002.010 votes “refraining”, 0 votes canceled and 38 votes not expressed.

Decision no. 9

Is hereby approved the date of 20 May 2021 as the record date (19 May 2021 as the ex date), according to the stipulations of art. 86, para. 1 of Law 24/2017 on issuers of financial instruments and market operations and FSA Regulation no. 5/2018 on issuers of financial instruments and market operations.

with a majority of 99,28% of the valid expressed votes, following the number of 277.518.387 valid expressed votes for a number of 277.518.387 shares held by the shareholders present, represented or who voted by mail, representing 35,368% of the share capital of the company, from which 275.513.921 votes “in favor”, 2.456 votes “against”, 2.002.010 votes “refraining”, 0 votes canceled and 38 votes not expressed.

Decision no. 10*

Is hereby rejected the liability of the administrator for the indirectly acquisition by the company of its own shares in the context of the Shareholders General Ordinary Meeting of 28/29 April 2021.

with a majority of 78,71% of the valid expressed votes, following the number of 155.954.075 valid expressed votes for a number of 155.954.075 shares held by the shareholders present, represented or who voted by mail, representing 19,875% of the share capital of the company, from which 33.206.425 votes “in favor”, 122.747.640 votes “against”, 10 votes “refraining”, 0 votes canceled and 0 votes not expressed.

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

Nicușor Marian BUICĂ
CEO

Compliance Officer,
Claudia Jianu

*The decision was adopted following the request of the shareholder Madadi Behboud for submitting to the vote of this item according to the Art. 155 parag. (3) from the Companies Law no. 31/1990.