

Nr.: 6031/09.09.2015

For

**BVB
A.S.F.**

Current report according to Regulation CNVM nr. 1/2006

Date of report: **09.09.2015**

The issuing company: **SC Boromir Prod SA**

Headquarters: **Buzău, str. Șantierului nr. 37**

Nr. phone / fax: **0238/436170; 0238/446705**

Tax Identification Code: **RO 1145077**

Nr. Registration of Trade: **J10/184/1991**

Subscribed and paid up share capital: **23.306.373,80 LEI**

Regulated market where the issued securities are transacted: Bucharest Stock Exchange

Important events to report:

On 09.09.2015 the Company shareholders Boromir Prod 13.00 SA, an open joint stock company with a capital of 23,306,373.80 divided into 233,063,738 lei shares, nominal value of 0.1 lei, owned by shareholders registered in the Register of Shareholders on 08.31.2015, according to records issued by Central, they met in the General Meeting of Shareholders, in Buzau, str. Santierului nr. 37, jud. Buzau, legal and statutory convened at the first call and noting that:

- Statutory and legal conditions on the convening of the extraordinary general shareholders convening notice and agenda are published in the Official Gazette, Part IV no. 3546 of 21 July 2015 in the Official Gazette, Part IV no. 4530 of 25 August 2015 (full agenda) in the newspaper "Sansa Buzoiana" dated July 21, 2015 in Bursa newspaper dated July 22, 2015;
- Statutory and legal conditions relating to quorum at the Extraordinary General Meeting of shareholders being present, a total of four shareholders totaling 161,122,059 shares, representing 69.113% of the voting rights;
- The conditions for validity of the decision of the extraordinary general meeting of shareholders, by unanimous vote, the shareholders adopted the following:

Decision no. 3 dated 09.09.2015

Art. 1 The current values associated facilities ratification of loan agreement no. 04209/01 of 17 September 2004, with subsequent modifications and mortgage securities / immovable established in order to guarantee them:

a. Overdraft and LG of EUR 6.5 mln.

b. Line LG sites of RON 14 mln., in the initial amount of £ 14 million, temporarily increased the amount of RON 15 million by December of 2014.

Art. 2 To approve the ratification current values associated facilities loan agreement no. 10106 of 7 April 2010, with subsequent modifications and mortgage securities / immovable established in order to guarantee their



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Capital social: 23.306.373,80 RON
Cont: RO22INGB0006008156198915; Banca: ING BANK AGENȚIA PITEȘTI



- c. Credit investments of RON 18 million worth, short RON 14 mln
- d. Credit investments of RON 6.6 mln worth, sold £ 5.2mln
- e. Credit investments of RON 4.4 mln worth, hip RON 0.88 mln
- f. Credit investments worth EUR 0.547 million, EUR 0.185 million balance
- g. Credit investments worth EUR 1 mln, sold EUR 0.352 million
- h. Credit investments worth EUR 0.134 million, EUR 0.052 million balance
- i. Credit investments of EUR 1,181 million in value, sold EUR 0.534 million

Art. 3 To approve the contracting of ING Bank N.V. Amsterdam, Bucharest Branch of new credit facilities and expansion of existing movable and immovable collateral on new loans:

- a. Credit RON 18 mln investment
- b. Overdraft to purchase stocks worth RON 6.8 mln in

Art. 4. Approving and authorizing the ratification of Mr. empowerment. SAVA Constantin as the legal representative of the company, negotiate and sign in the name and on behalf of the Company:

- The loan contracts signed and those to be concluded with ING Bank, addenda thereto, including the reduction / increase in amounts facilities contracted to a ceiling value of EUR 24 million;
- Financial services framework contract (ISDA / MA / EMIR) and addenda thereto in order to perform in society and on behalf of the operations specified in the framework contract for financial services;
- Contracts for security mortgage / real estate related loan contracts and addenda to these contracts;
- Requests for drawing, as well as any documents necessary in order to comply with this decision. This warrant will be valid for 4 years or until revoked by express.

Art. 5 Not approve the setting up of a committee of control composed of three representatives of the shareholder SSIF Broker SA, to analyze the situation regarding guarantees to credit institutions or other entities loans (amounts) used by other companies within the group Boromir analysis files transfer prices for transactions between group companies BOROMIR or other person / entity affiliated and / or affiliated in 2010-2015, according to the Order of MPF no. 222 of 8 February 2008 the legal provisions on conflict of interests in limited liability companies.

Art. 6. To approve the registration date for shareholders who are subject to the provisions of this decision on 28.09.2015 ex date: 09/25/2015.

Art. 7 To approve the empowerment of Ms Ronea Adalciza, Legal Adviser with the fulfillment of legal formalities for publication and registration with the Trade Register of the resolutions of this meeting.

Chairman
SC Boromir Prod SA
Constantin Sava