



IMPACT DEVELOPER & CONTRACTOR SA

Registered office: Voluntari, 4C Pipera-Tunari Road, Construdava Business Center, floors 6,7, Ilfov County.

Working point: Willbrook Platinum Business & Convention Center,
172-176 Bucharest – Ploiesti Road, Building A, 1st floor, Bucharest, 1st District,
Phone: 021– 230.75.70/71/72, fax: 021– 230.75.81/82/83, mobile: 0729.100.001
Subscribed and paid up share capital: RON 277,866,574

Registered with the Trade Registry Office within Bucharest Court under no. J 23/1927/2006,
Sole Registration Code RO 1553483

Personal Data Operator, registered with the Personal Data Processing Evidence Registry under no. 3406



**THE EXTRAORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS OF
“IMPACT DEVELOPER & CONTRACTOR“ S.A.**

Santal Room, building A, from Willbrook Platinum Business & Convention Center, Sos. Bucuresti-Ploiesti,
no.172-176, Sector 1, Bucharest,

DECISION No. 01/30(31).01.2017, ora 10

I. Convening

The Extraordinary Shareholders' General Assembly of the Company (hereinafter referred to as "AGEA") has been duly convened by:

- Convening notice published in:
 - o Romanian Official Gazette Part IV No. xxxxxxxx/30.12.2016;
 - o „Romania Libera” newspaper of 30.12.2016 ;
- Notification to the Bucharest Stock Exchange on 28.12.2016, and to ASF on 29.12.2016;
- Display at the Company's headquarters and on Company's website www.impactsa.ro.

II. The quorum

At the Extraordinary Shareholders' General Assembly of the Company IMPACT DEVELOPER& CONTRACTOR S.A. (denumită, în continuare "Societatea"), were present the shareholders representing % of the total number of votes, namely:

- shares of the total number of 277.866.574 shares,
- votes of the total number of 27.786.736 voting rights.

the Extraordinary Shareholders' General Assembly of the Company is statutory in accordance with the provisions art. 13 of the Articles of Incorporation of the company and legal in accordance with the provisions of the Law no. 31 of 1990, republished, as amended.

1. Approval of an issuance of corporate bonds negotiable on the regulated market managed by the Bucharest Stock Exchange having the following main characteristics:
 - (i) Amount of the issuance – **maximum RON 135 million or the EUR equivalent, with the possibility of the issuance in LEI, in EUR or a combination between the two currencies;**
 - (ii) Maturity – **maximum 7 years.**

2. Empowering the Board of Directors in order to decide on the interest rate, the coupon payment, the payment of the principal, the selection of the advisers for the issuance of the bonds, drafting the issuance prospectus as per the point 1 above, securing or not securing the bonds and, if case, the signing of the necessary documents in order to secure the bonds issued according to point 1 above. All the above shall be decided as a result of the interest and appetite of the investors regarding the issuance.
3. Empowering the Board of Directors to approve, considering the object of activity of the Company, during the entire financial year 2017, the conclusion of acquirement deeds, sale agreements, exchange, lending or setting-up for guarantee purposes of assets from the capital assets of the Company, even though their value exceeds, individually or cumulated, during the financial year, 20% of the aggregate of the capital assets, except for the receivables.
4. Approving the participation of Impact to the setting-up of companies holding minimum 51% and empowering, in this respect, the Board of Directors to adopt a resolution regarding the type of the companies, the headquarters of the companies, the contribution to the share capital, as well as any other relevant aspects.
5. Approving the date of 17.02.2017 as date of registration in order to identify the shareholders of the Company to whom the resolutions adopted within the EGMS (“**Date of Registration**”) have effects upon.
6. Approving the date of 16.02.2017 as ex-date.
7. Empowering, being entitled to substitute, Mrs. Iuliana Mihaela Urdă to sign in the name of the shareholders the EGMS resolution, as well as any other documents related to this resolution and to carry out any and all required formalities provided by law in order to obtain the registration and the ensurance of the ostensibility of the EGMS resolution towards third parties.

Regarding the items on the agenda, the following decisions were adopted:

1. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxshares and xxxxxx% of the share capital of the Company, out of which xxxxxxxxvotes "in favor", representing xxxxxx% of the total number of votes held by the shareholders attending the Assembly, was aproved an issuance of corporate bonds negotiable on the regulated market managed by the Bucharest Stock Exchange having the following main characteristics:*
 - (iii) Amount of the issuance – **maximum RON 135 million or the EUR equivalent, with the possibility of the issuance in LEI, in EUR or a combination between the two currencies;**
 - (iv) Maturity – **maximum 7 years.**
2. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxshares and xxxxxx% of the share capital of the Company, out of which xxxxxxxxvotes "in favor", representing xxxxxx% of the total number of votes held by the shareholders attending the Assembly, was aproved empowering the Board of Directors in order to decide on the interest rate, the coupon payment, the payment of the principal, the selection of the advisers for the issuance of the bonds, drafting the issuance prospectus as per the point 1 above, securing or not securing the bonds and, if case, the signing of the necessary documents in order to secure the bonds issued according to point 1 above. All the above shall be decided as a result of the interest and appetite of the investors regarding the issuance.*
3. *With a total number of xxxxxxxxxxxvalid votes, representing xxxxxxxxshares and xxxxxx% of the share capital of the Company, out of which xxxxxxxxvotes "in favor", representing xxxxxx% of the total number of votes held by the shareholders attending the Assembly, was aproved empowering the Board of Directors to approve, considering the object of activity of the*

Company, during the entire financial year 2017, the conclusion of acquirement deeds, sale agreements, exchange, lending or setting-up for guarantee purposes of assets from the capital assets of the Company, even though their value exceeds, individually or cumulated, during the financial year, 20% of the aggregate of the capital assets, except for the receivables.

4. *With a total number of xxxxxxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxx% of the share capital of the Company, out of which xxxxxxxvotes "in favor", representing xxxxxx% of the total number of votes held by the shareholders attending the Assembly, was aproved the participation of Impact to the setting-up of companies holding minimum 51% and empowering, in this respect, the Board of Directors to adopt a resolution regarding the type of the companies, the headquarters of the companies, the contribution to the share capital, as well as any other relevant aspects.*
5. *With a total number of xxxxxxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxx% of the share capital of the Company, out of which xxxxxxxvotes "in favor", representing xxxxxx% of the total number of votes held by the shareholders attending the Assembly, was aproved the date of 17.02.2017 as date of registration in order to identify the shareholders of the Company to whom the resolutions adopted within the EGMS ("**Date of Registration**") have effects upon.*
6. *With a total number of xxxxxxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxx% of the share capital of the Company, out of which xxxxxxxvotes "in favor", representing xxxxxx% of the total number of votes held by the shareholders attending the Assembly, was aproved the date of 16.02.2017 as ex-date.*
7. *With a total number of xxxxxxxxxxxxxxxvalid votes, representing xxxxxxxxxxxshares and xxxxxx% of the share capital of the Company, out of which xxxxxxxvotes "in favor", representing xxxxxx% of the total number of votes held by the shareholders attending the Assembly, was aproved Empowering, being entitled to substitute, Mrs. Iuliana Mihaela Urdă to sign in the name of the shareholders the EGMS resolution, as well as any other documents related to this resolution and to carry out any and all required formalities provided by law in order to obtain the registration and the ensurance of the ostensibility of the EGMS resolution towards third parties.*

PRESIDENT OF THE BOARD OF ADMINISTRATION,

Iuliana Mihaela Urda