COMELF SA
Registru comertului No.J/06/02/31.01.91
Cont bancar: (Lei) RO 12INGB0024000040598911
(Euro) RO 58INGB0024000040590711
Deschise la: ING BANK BISTRITA
Societate cotata la Bursa de Valori Bucuresti

R A P O R T C U R E N T
Conform Regulamentului CNVM nr. 1 / 2006

Data raportului : 10.03.2015
Denumirea societatii: COMELF SA
Sediul social : Bistrita, str. Industriei nr. 4
Numar de telefon / fax : 0263.234.462 ; 0263.238.092
Codul unic de inregistrare la Oficiul Registrului Comertului : 568656
Numarul de ordine in Registrul Comertului : J06/02/1991
Capitalul social subscris si varsat : 13579505 lei
Piata reglementata pe care se tranzactioneaza valorile mobiliare emise : BVB
Eveniment raportat : Convocarea AGEA in data de 23 aprilie 2015 .

Consiliul de Administratie al COMELF SA, cu sediul in Bistrita, str.Industriei nr.4, judetul Bistrita – Nasaud, intrunit in data de 09.03.2015, prin Decizia Consiliului de Administratie nr. 2 din 09.03.2015 convoaca **Adunarea Generala Extraordinara a Actionarilor (AGEA)** la data de 23 aprilie 2015, orele 11^{30} la sediul societatii, cu urmatoarea ordine de zi :

1. Aprobarea unui program de rascumparare de catre societate a propriilor actiuni, in conformitate cu dispozitiile legale aplicabile, in urmatoarele conditii :
(i) *dimensiunea programului* – **maxim 936.517 actiuni** cu valoare nominala de 0,58 lei/actiune reprezentand maxim 4 % din capitalul social ;
(ii) *pretul de dobandire a actiunilor* – pretul minim va fi egal cu pretul de piata de la Bursa de Valori Bucuresti din momentul efectuarii achizitiei, iar **pretul maxim va fi de 2,0 lei/actiune** ;
(iii) *durata programului* – perioada de **maximum 12 luni** de la data publicarii hotararii AGEA in Monitorul Oficial al Romaniei partea a IV – a ;
(iv) *plata actiunilor rascumparate* – din **rezervele disponibile** (cu exceptia rezervelor legale) inscrise in ultimele situatii anuale aprobate ;
(v) *destinatia programului* – distribuirea in mod gratuit catre salariati si managementul societatii in cadrul unui sistem de **fidelizare si motivare** a acestora ;
2. Imputernicirea directorului general al societatii, domnul ing. Stoian Dorin Radu sa indeplineasca toate formalitatile privind inregistrarea hotararii AGEA la Oficiul Registrului Comertului Bistrita – Nasaud, publicarea hotararii in Monitorul Oficial si semnarea Raportului privind desfasurarea AGEA .
3. Aprobarea datei de inregistrare propusa de Consiliul de Administratie 29.05.2015, respectiv ex date 28.05.2015 .

La sedinta pot participa si vota actionarii inregistrati in Registrul Actionarilor de la DEPOZITARUL CENTRAL SA la sfarsitul zilei de 14.04.2015, ca data de referinta .

Unul sau mai multi actionari reprezentand individual sau impreuna cel putin 5 % din capitalul social au dreptul :
a) De a introduce puncte pe ordinea de zi a adunarii generale, cu conditia ca fiecare punct sa fie insotit de o justificare sau de un proiect de hotarare propus spre adoptare de catre adunarea generala, in cel mult 15 zile de la data publicarii convocarii, respectiv pana in 27.03.2015 .
b) De a prezenta proiecte de hotarare pentru punctele incluse sau propuse spre a fi incluse in ordinea de zi a adunarii generale, in cel mult 15 zile de la data publicarii convocarii, respectiv pana in 27.03.2015 .
In acelasi interval, fiecare actionar are dreptul sa adreseze in scris intrebari privind punctele de pe ordinea de zi a AGEA . Societatea va formula un raspuns general pentru intrebarile cu acelasi continut care va fi disponibil pe pagina de internet a societatii, in format de intrebare – raspuns .
Actionarii mentionati in aliniatele precedente au obligatia sa trimita materialele / intrebarile in scris, in plicuri inchise, insotite de copii certificate ale actelor de identitate, buletin / carte de identitate in cazul persoanelor fizice, respectiv certificat de inregistrare in cazul persoanelor juridice, precum si copia actului care dovedeste calitatea de

reprezentant legal al acestora, la sediul societatii cu mentiunea scrisa clar, cu majuscule PENTRU ADUNAREA GENERALA EXTRAORDINARA A ACTIONARILOR DIN DATA DE 23.04.2015, sau pe e-mail cu semnatura electronica extinsa incorporata conform Legii nr.455/2001 privind semnatura electronica, la adresa tabloubord@comelf.ro mentionand la subiect " pentru AGEA din 23.04.2015 " .

Accesul actionarilor indreptatiti la data de referinta sa participe la AGEA, este permis prin simpla proba a identitatii acestora facuta, in cazul persoanelor fizice, cu actul de identitate sau, in cazul persoanelor juridice cu Imputernicirea speciala data persoanei fizice care le reprezinta .

Actionarii pot participa personal sau prin alte persoane, pe baza de Imputernicire speciala, conform formularului pus la dispozitie de societate, portivit reglementarilor legale .

Formularele de Imputernicire speciala pentru AGEA din 23.04.2015 in limba romana si engleza se pot obtine de la sediul societatii – serviciul Tablou de bord sau se pot descarca de pe website-ul societatii, incepand cu data de 20.03.2015. Un exemplar, in original al Imputernicirii speciale in limba romana sau engleza, completat si semnat, insotit de copia actului de identitate valabil al actionarului (buletin / carte de identitate in cazul actionarilor persoane fizice si certificat de inregistrare in cazul persoanelor juridice) se va depune / expedia la sediul societatii pana la data de 21.04.2015 ora 10^{00}, un altul urmand sa fie pus la dispozitia reprezentantului pentru ca acesta sa isi poata dovedi calitatea de reprezentant in adunare . Imputernicirile speciale insotite de actele de identificare ale actionarilor pot fi transmise in limba romana sau engleza si prin e-mail cu semnatura electronica extinsa incorporata conform Legii nr.455 / 2001 privind semnatura electronica, pana la data de 21.04.2015 ora 10^{00} la adresa tabloubord@comelf.ro mentionand la subiect " pentru AGEA din 23.04.2015 ".
La data desfasurarii AGEA, reprezentantul desemnat va preda originalele Imputernicirilor speciale, in cazul in care au fost transmise prin e-mail cu semnatura electronica extinsa si o copie a actului de identitate valabil a reprezentantului desemnat .

Imputernicirea generala acordata de actionar, in calitate de client, unui intermediar [definit conform art.2 alin.(1) pct.14 din Legea nr. 297/2004] sau unui avocat, inainte de prima utilizare, va fi depusa la sediul societatii, in copie certificata de catre reprezentantul actionarului, pana la data de 21.04.2015 (data de inregistrare la registratura societatii), sub sanctiunea pierderii exercitiului dreptului de vot prin reprezentant la adunarea generala convocata prin prezentul convocator, conform prevederilor legii .

Actionarii COMELF SA au posibilitatea de a vota prin corespondenta, inainte de AGEA utilizand formularul de vot prin corespondenta, in limba romana si engleza . Formularele pot fi obtinute de la sediul societatii – serviciul Tablou de bord sau se pot descarca de pe website-ul societatii, incepand cu data de 20.03.2015 . Formularele de vot prin corespondenta in limba ramana sau engleza completate si semnate, insotite de copia actului de identitate valabil al actionarului (buletin/ carte de identitate in cazul actionarilor persoane fizice, respectiv certificat de inregistrare si copia actului de identitate al imputernicitului legal in cazul persoanelor juridice) se pot expedia la sediul societatii, cu confirmare de primire, astfel incat sa fie inregistrate ca fiind primite pana cel tarziu in data de 21.04.2015, ora 10^{00} . Formularele primite ulterior datei si orei de mai sus nu vor fi luate in calcul pentru determinarea cvorumului si majoritatii in AGEA . Optiunea de vot se poate exprima prin e-mail in limba romana sau engleza la adresa tabloubord@comelf.ro, cu semnatura electronica mentionand " pentru AGEA din 23.04.2015 " .

Proiectele de hotarari si materialele supuse dezbaterii AGEA pot fi consultate la sediul societatii, in fiecare zi lucratoare sau pe website-ul societatii (www.comelf.ro – Sectiunea " Informatii la zi ", incepand cu data de 20.03.2015 .

Daca la prima convocare adunarea nu va fi statutara, sedinta se reconvoaca pe data de 24 aprilie a.c. in aceleasi conditii (loc, ora, ordine de zi).

Informatii suplimentare se pot obtine la sediul COMELF SA Bistrita, la numerele de telefon 0263.234462 int. 201, 0372.037309, intre orele 8^{00} – 15^{00} sau pri e-mail la adresele tabloubord@comelf.ro .

Presedinte al Consiliului de Administratie,
ing. Savu Constantin

CURRENT REPORT
According to the Romanian National Commission for Transferable Securities (CNVM) no. 1 / 2006

Issued on: March 10th, 2015
Company Name: COMELF SA
Head Office: no. 4, Industriei street, Bistrita
Telephone / fax no.: 0263.234.462 ; 0263.238.092
Tax Identification no.: 568656
Registry of Commerce no.: J06/02/1991
Subscribed and paid-up share capital: 13,579,505 lei
Regulated Market on which the securities issued are transacted: BVB (Bucharest Stock Exchange)
Reported Event: Summons of the Extraordinary General Meeting of the Shareholders on April 23rd, 2015.

The Managing Board of SC COMELF SA, with its head office in Bistrita no. 4, Industriei street county of Bistrita – Nasaud, met on March 9th, 2015, through the Decision of the Board of Administration no.2 of March 9th, 2015, summons Extraordinary General Meeting of the Shareholders **(EGMS)** on April 23rd, 2015, at 11:30 to the Company's Head Office, with the following order of the day:

1. Approval of a buyback programme ran by the company for its own shares, according to the requirements of the relevant laws in force. The programme characteristics will be as follows:
   (i) *dimension of the programme* – **maximum 936,517** shares at a nominal value of 0.58 RON/share representing up to 4% of the share capital;
   (ii) *the acquisition price for the shares* – the minimum price will be equal to the market price on the Bucharest Stock Change at the moment of the transaction, and **the maximum price will be 2.0 RON/share**;
   (iii) *programme duration* –an interval of **up to 12 months** after the date the EGMS Decision is published in the Official Gazette of Romania part fourth;
   (iv) *payment for the bought-back shares* – from **the available reserves** (except for the reserves required by law) recorded in the last financial statements approved;
   (v) *programme destination* – free distribution to the employees and the management of the company within **a loyalty and motivation system** for the employees;
2. Empowering the Company's General Manager, Mr. Stoian Dorin, to take all the necessary steps to register the Decision of the EGMS to the Trade Register Office in Bistrita-Năsăud, and also to publish the Decision in the Official Gazette of Romania and to sign the Report regarding the EGMS.
3. Approval of the Registration Date proposed by the Managing Board as May 29th, 2015 respectively ex date May 28th, 2015.

All Shareholders registered at the Shareholders Registry at SC DEPOZITARUL CENTRAL SA at the end of the day of April 14th, 2015 as a reference date may attend the meeting and vote.

One or more shareholders representing individually or together at least 5 % of the authorized capital have the right to:

a) submit items for the order of the day for the General Assembly within 15 days after the convener has been published, provided that each item submitted will be accompanied by a justification or a decision proposal to be adopted by the General Assembly, that is no later than March 27th, 2015;

b) to present decision proposals for the items already included or submitted to be included on the order of the day of the General Assembly, within 15 days after the convener has been published, that is no later than March 27th, 2015 .

Within the same time interval, each of the shareholders has the right to ask questions regarding the items included in the order of the day of the EGMS. The Company will prepare a general answer for the questions having the same content that will be available on the Company's website, as a Q&A document.

The afore mentioned shareholders must send the materials / questions in a written form, in sealed envelopes, accompanied by certified copies of the identity papers, identity card for individuals, Certificate of Incorporation for Companies, as well as a copy of the document that proves the person is acting as a legal representative for such companies, at the company's head office. The envelope shall bear the following indication, written all caps „PENTRU ADUNAREA GENERALA EXTRAORDINARA A ACTIONARILOR DIN DATA DE 23.04.2015" ("for the Extraordinary General Meeting of the Shareholders"), or by e-mail with the extended electronic signature incorporated according to law no.455/2001 regarding the electronic signature, at tabloubord@comelf.ro the subject should indicate " for the EGMS of April 23rd, 2015".

The persons duly authorized to participate at the EGMS will be granted access by simply presenting their ID Card, for individuals, or the Special Power of Attorney, for legal entities that choose to be represented by duly empowered individuals.

The shareholders may participate in person or may be represented in the EGMS by other persons to whom special power of attorney has been granted based on the Special Power of Attorney Form provided by the Company, as required by law.

The Special Power of Attorney Forms in Romanian or English for the EGMS of April 23rd, 2015 may be obtained from the Company's Head Office – Dashboard Department or may be downloaded from the Company's website, after March 20th, 2015. One copy, in original of the Special Power of Attorney form, filled in and signed and accompanied by a copy of the valid Identity Card of the Shareholder (identity card for individuals and Certificate of Incorporation for Companies) will be handed in / sent at the Company's Head Office no later than April 21st, 2015, at 10^{00} a.m., another copy of the form will be provided for the representative in order to prove his/her ability to act as a representative during the Assembly. The Special Power of Attorney Forms in Romanian or English accompanied by identity documents of the shareholders may also be sent by email using the Embedded Extended Electronic Signature according to law no. 455 / 2001 regarding electronic signature, no later than April 21st, 2015 at 10^{00} a.m. at the following address tabloubord@comelf.ro the subject should indicate "for the EGMS of April 23rd, 2015". At the date the EGMS is to take place, the assigned representative will hand in the Special Power of Attorney Form in original, where these have been sent by email with embedded extended electronic signature and a copy of the valid ID Document of the assigned representative.

The generic Power of Attorney issued by the shareholder, as a customer, to an agent (defined according to art. 2, paragraph (1), item 14 of Law no. 297/2004) or to an attorney, before the first use, will be submitted at the company's head office, in a certified copy by the shareholder's representative, no later than April 21st, 2015 (date of registration at the company's registry office), failure to submit such Power of Attorney will lead to the loss of the right to vote for the agent acting for the shareholder during the EGMS.

SC COMELF SA shareholders have the possibility to vote by mail, using the Vote by Mail Form in Romanian or English. The forms may be obtained from the company's Head Office – Dashboard Office or may be downloaded from the company's website, after March 20th, 2015. The Vote by Mail Forms filled and signed accompanied by a copy of the Shareholder's valid Identity Card (Identity Card for individuals and Certificate of Incorporation and copy of the identity card of the legal representative for Companies) may be sent to the Company's Head Office by Registered Mail, so that they are registered as being received until no later than April 21st 2015 at 10^{00} a.m. The forms received after this deadline will not be taken into account when determining the quorum and the majority in the EGMS. The vote option may be expressed by e-mail, in Romanian or English, at the following email address: tabloubord@comelf.ro, with electronic signature and indicating "for the EGMS of April 23rd, 2015".

Project Proposals and the materials to be discussed during EGMS may be reviewed at the company's Head Office each working day or on the company's website (www.comelf.ro – Section " Up to date Information", beginning with March 20th, 2015.

If at the first summons the assembly proves to be non-statutory, the meeting will be reconvened on April 24th, 2015 under the same conditions (place, hour, order of the day).

Additional Information may be obtained at SC COMELF SA Head Office in Bistrita or at the following telephone numbers 0263.234462 ext. 201, 0263.238024 each working day between 8^{00} – 15^{30} and on the website www.comelf.ro .

Chairman of the Managing Board
eng. Savu Constantin

R A P O R T   C U R E N T
Conform Regulamentului CNVM nr. 1 / 2006

Data raportului : 10.03.2015
Denumirea societatii comerciale : COMELF SA
Sediul social : Bistrita, str. Industriei nr. 4
Numar de telefon / fax : 0263.234.462 ; 0263.238.092
Codul unic de inregistrare la Oficiul Registrului Comertului : 568656
Numarul de ordine in Registrul Comertului : J06/02/1991
Capitalul social subscris si varsat : 13579505 lei
Piata reglementata pe care se tranzactioneaza valorile mobiliare emise : BVB
Eveniment raportat : Convocarea AGOA din data de 23 aprilie 2015 .

Consiliul de Administratie al COMELF SA, cu sediul in Bistrita, str.Industriei nr.4, judetul Bistrita – Nasaud, intrunit in data de 09.03.2015, prin Decizia Consiliului de Administratie nr. 2 din 09.03.2015 convoaca **Adunarea Generala Ordinara a Actionarilor (AGOA)** la data de 23 aprilie 2015, orele 10^{30} la sediul societatii, cu urmatoarea ordine de zi:

1. Raportul Consiliului de Administratie, Rapoartele auditorilor, Situatia pozitiei financiare si cea a rezultatului global pe anul 2014 si aprobarea acestora. Descarcarea de gestiune a Consiliului de Administratie, a presedintelui acestuia si a directorului general al societatii pe anul 2014 .
2. Aprobarea Hotararii Consiliului de Administratie cu privire la distribuirea ca dividende a sumei de 2.400.000 lei din profitul nerepartizat din anii precedenti .
3. Aprobarea repartizarii profitului net pe anul 2014, conform propunerii Consiliului de Administratie, a dividendelor cuvenite actionarilor in cuantum de 0,191 lei brut / actiune si a datei de 1 iulie 2015 ca data a platii .
4. Aprobarea BVC si a organigramei pe anul 2015 .
5. Aprobarea programului de investitii pe anul 2015 .
6. Stabilirea limitelor de competenta pentru angajarea produselor bancare de catre directorul general si directorul economic.
7. Prelungirea mandatului auditorului intern Societatea G2 EXPERT SRL si cel al auditorului financiar extern Societatea G5 CONSULTING SRL conform contractelor incheiate, pentru o perioada de 2 ani .
8. Imputernicirea directorului general al societatii, domnul ing. Stoian Dorin Radu sa indeplineasca toate formalitatile privind inregistrarea hotararii AGOA la Oficiul Registrului Comertului Bistrita – Nasaud, publicarea hotararii in Monitorul Oficial si semnarea Raportului privind desfasurarea AGOA .
9. Aprobarea datei de inregistrare propusa de Consiliul de Administratie 26.06.2015, respectiv ex date 25.06. 2015 .

La sedinta pot participa si vota actionarii inregistrati in Registrul Actionarilor de la DEPOZITARUL CENTRAL SA la sfarsitul zilei de 14.04.2015, ca data de referinta .

Unul sau mai multi actionari reprezentand individual sau impreuna cel putin 5 % din capitalul social au dreptul :

a) De a introduce puncte pe ordinea de zi a adunarii generale, cu conditia ca fiecare punct sa fie insotit de o justificare sau de un proiect de hotarare propus spre adoptare de catre adunarea generala, in cel mult 15 zile de la data publicarii convocarii, respectiv 27 martie 2015 .

b) De a prezenta proiecte de hotarare pentru punctele incluse sau propuse spre a fi incluse in ordinea de zi a adunarii generale, in cel mult 15 zile de la data publicarii convocarii, respectiv 27 martie 2015 .

In acelasi interval, fiecare actionar are dreptul sa adreseze in scris intrebari privind punctele de pe ordinea de zi a AGOA . Societatea va formula un raspuns general pentru intrebarile cu acelasi continut care va fi disponibil pe pagina de internet a societatii, in format de intrebare – raspuns .

Actionarii mentionati in aliniatele precedente au obligatia sa trimita materialele / intrebarile in scris, in plicuri inchise, insotite de copii certificate ale actelor de identitate, buletin / carte de identitate in cazul persoanelor fizice, respectiv certificat de inregistrare in cazul persoanelor juridice, precum si copia actului care dovedeste calitatea de

reprezentant legal al acestora, la sediul societatii cu mentiunea scrisa clar, cu majuscule PENTRU ADUNAREA GENERALA ORDINARA A ACTIONARILOR DIN DATA DE 23.04.2015, sau pe e-mail cu semnatura electronica extinsa incorporata conform Legii nr.455/2001 privind semnatura electronica, la adresa tabloubord@comelf.ro mentionand la subiect " pentru AGOA din 23.04.2015 " .

Accesul actionarilor indreptatiti la data de referinta sa participe la AGOA, este permis prin simpla proba a identitatii acestora facuta, in cazul persoanelor fizice, cu actul de identitate sau, in cazul persoanelor juridice cu Imputernicirea speciala data persoanei fizice care le reprezinta .

Actionarii pot participa personal sau prin alte persoane, pe baza de Imputernicire speciala, conform formularului pus la dispozitie de societate, portivit reglementarilor legale .

Formularele de imputernicire speciala pentru AGOA din 23.04.2015 in limba romana si engleza se pot obtine de la sediul societatii – serviciul Tablou de bord sau se pot descarca de pe website-ul societatii, incepand cu data de 20.03.2015. Un exemplar, in original al imputernicirii speciale in limba romana sau engleza, completat si semnat, insotit de copia actului de identitate valabil al actionarului (buletin / carte de identitate in cazul actionarilor persoane fizice si certificat de inregistrare in cazul persoanelor juridice) se va depune / expedia la sediul societatii pana la data de 21.04.2015 ora 10^{00}, un altul urmand sa fie pus la dispozitia reprezentantului pentru ca acesta sa isi poata dovedi calitatea de reprezentant in adunare . Imputernicirile speciale insotite de actele de identificare ale actionarilor pot fi transmise in limba romana sau engleza si prin e-mail cu semnatura electronica extinsa incorporata conform Legii nr.455 / 2001 privind semnatura electronica, pana la data de 21.04.2015 ora 10^{00} la adresa tabloubord@comelf.ro mentionand la subiect " pentru AGOA din 23.04.2015 ". La data desfasurarii AGOA, reprezentantul desemnat va preda originalele imputernicirilor speciale, in cazul in care au fost transmise prin e-mail cu semnatura electronica extinsa si o copie a actului de identitate valabil a reprezentantului desemnat .

Imputernicirea generala acordata de actionar, in calitate de client, unui intermediar [definit conform art.2 alin.(1) pct.14 din Legea nr. 297/2004] sau unui avocat, inainte de prima utilizare, va fi depusa la sediul societatii, in copie certificata de catre reprezentantul actionarului, pana la data de 21.04.2015 (data de inregistrare la registratura societatii), sub sanctiunea pierderii exercitiului dreptului de vot prin reprezentant la adunarea generala convocata prin prezentul convocator, conform prevederilor legii .

Actionarii COMELF SA pot vota prin corespondenta, utilizand formularul de vot prin corespondenta, in limba romana si engleza . Formularele pot fi obtinute de la sediul societatii – serviciul Tablou de bord sau se pot descarca de pe website-ul societatii, incepand cu data de 20.03.2015 . Formularele de vot prin corespondenta in limba ramana sau engleza completate si semnate, insotite de copia actului de identitate valabil al actionarului (buletin/ carte de identitate in cazul actionarilor persoane fizice, respectiv certificat de inregistrare si copia actului de identitate al imputernicitului legal in cazul persoanelor juridice) se pot expedia la sediul societatii, cu confirmare de primire, astfel incat sa fie inregistrate ca fiind primite pana cel tarziu in data de 21.04.2015, ora 10^{00} . Formularele primite ulterior datei si orei de mai sus nu vor fi luate in calcul pentru determinarea cvorumului si majoritatii in AGOA . Optiunea de vot se poate exprima prin e-mail in limba romana sau engleza la adresa tabloubord@comelf.ro, cu semnatura electronica mentionand " pentru AGOA din 23.04.2015 " .

Materialele supuse dezbaterii AGOA pot fi consultate la sediul societatii, in fiecare zi lucratoare sau pe website-ul societatii (www.comelf.ro – Sectiunea " Informatii la zi ", incepand cu data de 20.03.2015 .

Daca la prima convocare adunarea nu va fi statutara, sedinta se reconvoaca pe data de 24 aprilie a.c. in aceleasi conditii (loc, ora, ordine de zi).

Informatii suplimentare se pot obtine la sediul COMELF SA Bistrita, la numerele de telefon 0263.234462 int. 201, 0372.037309, intre orele 8^{00} – 15^{00} sau prin e-mail la adresele tabloubord@comelf.ro .

Presedinte al Consiliului de Administratie,
ing. Savu Constantin

CURRENT REPORT
According to the Romanian National Commission for Transferable Securities (CNVM) no. 1 / 2006

Issued on: March 10th, 2015
Company Name: COMELF SA
Head Office: no. 4, Industriei street, Bistrita
Telephone / fax no.: 0263.234.462 ; 0263.238.092
Tax Identification no.: 568656
Registry of Commerce no.: J06/02/1991
Subscribed and paid-up share capital: 13,579,505 lei
Regulated Market on which the securities issued are transacted: BVB (Bucharest Stock Exchange)
Reported Event: Summons of the Ordinary General Meeting of the Shareholders on April 23rd, 2015.

The Managing Board of SC COMELF SA, with its head office in Bistrita no. 4, Industriei street, county of Bistrita – Nasaud met on March 9th, 2015, through the Decision of the Board of Administration no.2 of March 9th, 2015, summons the Ordinary General Meeting of the Shareholders **(„OGMS")** on April 23rd, 2015, at 10^{30} at the Company's Head Office, with the following order of the day:

1. The Managing Board Report, the Auditors Reports, the Status of the financial position and that of the global result for the year 2014 and their approval. Discharge of Administration of the Managing Board, its chairman and of the General Manager of the Company for the year 2014.
2. Approval of the Decision of the Managing Board for the amount of 2,400,000.00 RON of the undistributed profit of previous years to be allocated as dividends.
3. Approval of the distribution of the net profit for the year 2014, according to the proposal of the Managing Board, of the dividends to be paid to the shareholders in the gross amount of 0.191 RON/share and of the payment date to be July 1st, 2015.
4. Approval of the Income and Expenditure Budget and of the Organisational Chart for 2015.
5. Approval of the Investments Programme for 2015.
6. Determination of the limits of authority for the General Manager and the Financial Manager in Banking Commitments.
7. Extension of the appointment interval for the internal auditor for the company G2 Expert SRL and for the G5 Consulting SRL as external auditor according to the agreements in place,for period of 2 years.
8. Empowering the Company's General Manager, Mr. Stoian Dorin, to take all the necessary steps to register the Decision of the OGMS to the Trade Register Office in Bistrita-Năsăud, and also to publish the Decision in the Official Gazette of Romania and to sign the Report regarding the OGMS.
9. Approval of the Registration Date proposed by the Managing Board as June 26, 2015 respectively ex date June 25th, 2015.

All Shareholders registered at the Shareholders Registry at SC DEPOZITARUL CENTRAL SA at the end of the day of April 14th, 2015 as a reference date may attend the meeting and vote.

One or more shareholders representing individually or together at least 5 % of the authorized capital have the right to:

a) submit items for the order of the day for the General Meeting within 15 days after the convener has been published, provided that each item submitted will be accompanied by a justification or a decision proposal to be adopted by the General Meeting, that is no later than March 27th, 2015;

b) to present decision proposals for the items already included or submitted to be included on the order of the day of the General Meeting, within 15 days after the convener has been published, that is no later than March 27th, 2015
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Within the same time interval, each of the shareholders has the right to ask questions regarding the items included in the order of the day of the OGMS. The Company will prepare a general answer for the questions having the same content that will be available on the Company's website, as a Q&A document.

The afore mentioned shareholders must send the materials / questions in a written form, in sealed envelopes, accompanied by certified copies of the identity papers, identity card for individuals, Certificate of Incorporation for Companies, as well as a copy of the document that proves the person is acting as a legal representative for such companies, at the company's head office. The envelope shall bear the following indication, written all caps „PENTRU ADUNAREA GENERALA ORDINARA A ACTIONARILOR DIN DATA DE 23.04.2015" ("for the Ordinary General Meeting of the Shareholders"), or by e-mail with the extended electronic signature incorporated according to law no.455/2001 regarding the electronic signature, at tabloubord@comelf.ro the subject should indicate " for the OGMS of April 23rd, 2015".

The persons duly authorized to participate at the OGMS will be granted access by simply presenting their ID Card, for individuals, or the Special Power of Attorney, for legal entities that choose to be represented by duly empowered individuals.

The shareholders may participate in person or may be represented in the OGMS by other persons to whom special power of attorney has been granted based on the Special Power of Attorney Form provided by the Company, as required by law.

The Special Power of Attorney Forms in Romanian or English for the OGMS of April 23rd, 2015 may be obtained from the Company's Head Office – Dashboard Department or may be downloaded from the Company's website, after March 20th, 2015. One copy, in original of the Special Power of Attorney form, filled in and signed and accompanied by a copy of the valid Identity Card of the Shareholder (identity card for individuals and Certificate of Incorporation for Companies) will be handed in / sent at the Company's Head Office no later than April 21st, 2015, at 10:00 a.m., another copy of the form will be provided for the representative in order to prove his/her ability to act as a representative during the Meeting. The Special Power of Attorney Forms in Romanian or English accompanied by identity documents of the shareholders may also be sent by email using the Embedded Extended Electronic Signature according to law no. 455 / 2001 regarding electronic signature, no later than April 21st, 2015 at 10:00 a.m. at the following address tabloubord@comelf.ro the subject should indicate "for the OGMS of April 23rd, 2015". At the date the OGMS is to take place, the assigned representative will hand in the Special Power of Attorney Form in original, where these have been sent by email with embedded extended electronic signature and a copy of the valid ID Document of the assigned representative.

The generic Power of Attorney issued by the shareholder, as a customer, to an agent (defined according to art. 2, paragraph (1), item 14 of Law no. 297/2004) or to an attorney, before the first use, will be submitted at the company's head office, in a certified copy by the shareholder's representative, no later than April 21st, 2015 (date of registration at the company's registry office), failure to submit such Power of Attorney will lead to the loss of the right to vote for the agent acting for the shareholder during the OGMS.

SC COMELF SA shareholders have the possibility to vote by mail, using the Vote by Mail Form in Romanian or English. The forms may be obtained from the company's Head Office – Dashboard Office or may be downloaded from the company's website, after March 20th, 2015. The Vote by Mail Forms filled and signed accompanied by a copy of the Shareholder's valid Identity Card (Identity Card for individuals and Certificate of Incorporation and copy of the identity card of the legal representative for Companies) may be sent to the Company's Head Office by Registered Mail, so that they are registered as being received until no later than April 21st 2015 at 10:00 a.m. The forms received after this deadline will not be taken into account when determining the quorum and the majority in the OGMS. The vote option may be expressed by e-mail, in Romanian or English, at the following email address: tabloubord@comelf.ro, with electronic signature and indicating "for the OGMS of April 23rd, 2015".

Project Proposals and the materials to be discussed during OGMS may be reviewed at the company's Head Office each working day or on the company's website (www.comelf.ro – Section " Up to date Information", beginning with March 20th, 2015.

If at the first summons the Meeting proves to be non-statutory, the meeting will be reconvened on April 24th, 2015 under the same conditions (place, hour, order of the day).

Additional Information may be obtained at SC COMELF SA Head Office in Bistrita or at the following telephone numbers 0263.234462 ext. 201, 0263.238024 each working day between 8:00 – 15:30 and on the website www.comelf.ro .

Chairman of the Managing Board
eng. Savu Constantin