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CONVOCAATION LETTER

The present convocation letter is made according to the provisions of the Law no. 31/1990 and to the provisions of the Articles of Incorporation, Law no. 24/2017,

The Board of Directors of the company **MOBEX S.A.**, headquartered in Tîrgu Mureș, str. Căprioarei street no 2, Mureș county, registered with the Trade Registry Office under no. J26/8/1991, VAT registration number: RO1222544, in the meeting from 05.03.2019, calls the

EXTRAORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS

on **16.04.2019, hour 12:00**, at company's headquarters from Tîrgu Mureș, Căprioarei street no. 2 – new administrative building – meeting room, where are entitled to participate and vote all shareholders registered in the Shareholders' Registry by the end of the day of 05.04.2019, set as reference date.

If the valid conditions on the first call are not fulfilled, the following General Assembly of Shareholders is called for **17.04.2019**, by maintaining the agenda, the hour and the place.

The company issued 1.695.343 shares, each share gives one voting right to the shareholder in the EGAOS

AGENDA:

I. The approval of the increase of the share capital of MOBEX SA by the amount of 2,119,177.50 lei from the current shared capital of 4,238,357.50 lei up to the maximum shared capital of 6,357,535 lei through the conversion of certain claims, according to the provisions of art. 88 of Law 24/2017 and art. 210 (2) of the Law no. 31/1990 republished, under the following conditions:

The share capital increase is intended to offset, by converting into shares, part of the certain claims held to the company by the following shareholders:

- Popescu Mihail holds a certain claim worth 1.100.000 lei;
- Emil Morariu holds a certain claim worth 518,169 lei;
- Plopeanu Doru-Alin holds a certain claim worth 173,589 lei.

Each of the above-mentioned shareholders will be able to subscribe, through the partial conversion of the claim held to the company, to a maximum number of shares corresponding to the number of pre-emption rights granted at the registration date and under the terms of the subscription report established by the EGAOS decision.

The increase of the shared capital is achieved by the issuance of 847,671 new, nominative, ordinary, dematerialized shares with a value of 2.50 lei each, with the preference right for the shareholders registered in the Shareholders' Registry held by the Central Depository on registration date and will be able to subscribe in accordance to the number of shares held on the Registration Date.

The issue price for a newly issued share subscribed in the exercise of the right of preference will be 2.5 lei / share equal to the nominal value of the share.

The subscription ratio is 1 new share issued to 2 shares held on the registration date and by rounding to the lower one.

The subscription period when the right of preference can be exercised shall be 30 days from the date set in the prospectus and starts at a later date after the registration date for the increase of the share capital and the date of publication of the EGAOS decision in the Official Gazette of Romania.

The share capital increase operation does not provide the possibility of trading the rights of preference

The increase of the share capital is made within the limit of the conversion into shares of the claim held by the mentioned shareholders and the amounts actually subscribed and paid into the account of the company, while the new, unsubscribed or not paid issued shares will be canceled. The payment of the shares will be made on the date of subscription according to the prospectus approved by the ASF.

The Board of Directors is empowered to make all the procedures and to take all the necessary decisions for carrying out the decision for increasing the share capital under the conditions approved by the EGAOS. This includes, but is not limited to:

- contracting the necessary services for drawing up the documentation necessary for carrying out the operation of the share capital increase;
- setting the subscription terms and payment methods;
- establishing the number of new subscribed shares at the end of the period of exercising the right of preference, canceling the unsubscribed shares, establishing the value with which the shared capital is increased and, respectively, amending the Act of Incorporation with the new value of the shared capital and the new structure of the shareholders.

II. The approval of the modification of the Act of Incorporation as following:

The second phrase of the art. 5.1 The Board of Directors which has the following content:

"The company is managed by 5 (five) directors, who constitute the Board of Directors." will be modified as following:

"The company is managed by 3 (three) directors, who constitute the Board of Directors."

III. Establishing the date of **14.05.2019** as the registration date which serves to identify the shareholders who will be affected by the decisions adopted by the EGAOS and of the date of **13.05.2018** as ex date, pursuant to art. 2 alin. (1) letter I) of the Regulation ASF No. 5/2018. Establishing the date of 15.05.2019 as the date of payment.

IV. Mandating the legal adviser, Bogdan Anca Viorica, to register the Decision of the Extraordinary General Assembly of the Shareholders at the Trade Register Office of Mureş Law Court and to make all the necessary formalities at other institutions (Central Depository, The Financial Supervisory Authority etc.) in order to register the increase of the share capital.

One or more shareholders representing, individually or together, at least 5% from the company capital, have the right in 15 days after publishing this convocation letter to make requests to the Board of Directors for introducing items on the agenda of the Extraordinary General Assembly of Shareholders, on condition that each item be accompanied by an explanation or a draft decision proposed to be adopted by the EGAOS and to present decision drafts for the items included or proposed to be included on the agenda of the General Meeting.

Every shareholder has the right to ask questions regarding the agenda of the EGAOS in 15 days after publishing this convocation letter and the answer will be given in the meeting of EGAOS or will be posted on our website, section "Frequently asked questions".

The shareholders can participate in person, vote by correspondance or they can be represented in the Extraordinary General Assembly of Shareholders either by their legal representatives or by other representatives who were given a general/special power of attorney, according to the conditions of the art. 92 from the Law no.24/2017, excepting the administrators, directors and the company's employees. The shareholders' access is allowed with the simple proof of their identity, with their ID - for the individual shareholders or in the case of legal entities and legal representatives of the individual shareholders - with a general/special proxy given to the individual who represents them.

Shareholders may grant a proxy generally valid for a period not exceeding three years, allowing the designated representative to vote on all issues under discussion in the EGAOS of the Company, provided that the proxy to be given by the shareholder, as a client, to an intermediary defined in art. 2 para. (1) Section 20 of Law no. 24/2017 or to a lawyer.

General Proxies shall contain all the information specified in art. 202 from Regulation ASF no. 5/2018, shall be submitted to the Company at least 48 hours before the general assembly, in

copies, and should include statements of compliance with the original, under the representative's signature.

The quality of legal representative is proven by the list of shareholders from Central Depository or by an excerpt issued by the Registry of Commerce, issued 3 months at the latest before the date EGAOS.

The above requirements apply correspondingly also to prove the quality of a legal representative of the shareholder who proposes the introduction of new points on the agenda of the general meeting of shareholders or who asks the issuer questions regarding points from the agenda of the general assembly of shareholders.

The shareholders registered on the reference date can also vote the items from the agenda by correspondance - the voting form, filled in and signed accordingly, if they haven't given a general/special power of attorney to somebody else. In case the shareholder who has voted by correspondance attends the general assembly in person or by representatives, the vote by correspondance for that general assembly will be canceled. In this case, only the vote expressed in person or by proxy will be taken into consideration.

The special proxies and the voting bulletin form by correspondance will be made available to the shareholders at the company's headquarters during working days, between 09:00-15:00 and at the company's webpage. The special proxies/ the voting bulletin form by correspondance shall be sent in a closed envelope to the company's headquarters by clearly mentioning on the envelope in capital letters "FOR EXTRAORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS FROM 16/17.04.2019", and it must arrive at the company's headquarters by latest 48 hours before the EGAOS.

The shareholders can also appoint their representative by electronic means, the notification of the assignment by electronic means can be made at the e-mail address office@mobex.ro, with their extended electronic signature attached.

The documents and information materials on the problems from the agenda of the General Assembly of Shareholders will be available to the shareholders, at the company's headquarters during working days between 09:00-15:00 or on the company's website, starting the publishing date of this convocation letter.

**BOARD OF DIRECTORS,
P R E D I S E N T,
eng. Popescu Mihail**