

## AD-HOC REPORT

In compliance with Capital Markets Law no. 297/2004 and Regulation no.1/2006 of NSC

Date of report: **31 august 2015**

Name of issuer: **TERAPLAST S.A.**

Headquarters: **Teraplast Industrial Park, DN 15A, KM 45+500, Bistrita-Nasaud County**

Telephone/Fax: **0263/238.202/0263/231.221**

Trade Register No: **J06/735/1992**

Sole registration number at the Trade Register Office: **RO3094980**

Share capital: **28.887.588 lei**

Regulated market on which the issued shares are traded: **Bucharest Stock Exchange**

### Significant events to be reported

- a) Changes in the control of the company – **N/A**
- b) Significant acquisitions or sales of assets – **N/A**
- c) Bankruptcy – **N/A**
- d) Transactions as listed in art. 225 of Law 297/2006– **N/A**

### **e) Other events**

On August 31<sup>st</sup> 2015, starting with 16:00 PM, at Company's headquarters took place the Ordinary General Meeting of Shareholders, which was legally and statutory constituted at first convocation. During this meeting participated in person, through power of attorney and also through voting by correspondence, the shareholders registered in the Shareholders Register held by Central Depository, at August 19<sup>th</sup> 2015, established as a reference date, the quorum consisting of **58,83%** from the total of 288.875.849 voting rights related to the 288.875.880 shares issued by the Company.

In order to ensure a complete and correct information of shareholders and potential investors, we reproduce the content of the decisions of the Ordinary General Meeting of Shareholders of TERAPLAST S.A:

### **DECISION No. 1 from August 31<sup>st</sup> 2015 of the Ordinary General Meeting of Shareholders of TERAPLAST SA**

Pursuant to the provisions of Art. 111 in Law 31/1990 on companies as subsequently amended, the provisions of the Constitutive Act of **TERAPLAST S.A** the provisions of Law No. 297/2004 as well as the Regulation CNVM No.1/2006, as subsequently amended by Regulation CNVM nr.31/2006, The **Ordinary General Meeting of the Shareholders of TERAPLAST S.A. Company**, headquartered in Bistrita, "Teraplast Industrial Park", DN 15A, km

45+500, postal code 427298, Bistrita-Nasaud County, registered with the Trade Registry Office under number J06/735/1992, having the Fiscal Registration Code CUI RO 3094980, held on **August 31<sup>st</sup> 2015** at the headquarter of the Company, at 16:00 PM, with a quorum of **58,83%** of the total 288.875.849 voting rights, related to the 288.875.880 shares issued by TERAPLAST S.A., representing a total number of 169.951.936 votes expressed,

## DECIDES

### On the issues on the AGENDA, as follows:

1. Approval of appointing the company S.C. GENERAL CONSULTING MGI SRL having its registered office in Bistrita-Nasaud county, Bistrita 11th street Zefirului, registered in the Trade Registry under J06/628/2003, fiscal code RO15816660, licensed in financial auditing activities and other activities related to it, member of Chamber of Financial Auditors of Romania, in Bucharest, license 1120/28.06.2012, legally represented by Mrs. IACOB GABRIELA ADRIANA as administrator and financial auditor- license 3727.

**Structure of the vote: 100% for, 0% against, 0% abstaining**

2. Approval of the internal auditing contract's validity for one year from the date of approving the Decision of the Ordinary General Meeting of the Shareholders.

**Structure of the vote: 100% for, 0% against, 0% abstaining**

3. Approval of the internal auditor's remuneration.

**Structure of the vote: 100% for, 0% against, 0% abstaining**

4. Mandating Mr. Alexandru Stănean – CEO, and Mrs. Edit - Eniko Orban – CFO to negotiate the internal audit contract and to sign it for and on behalf of the Company's Shareholders.

**Structure of the vote: 100% for, 0% against, 0% abstaining**

5. Appointing the date of 16th of September 2015, as the registration date when shareholders affected by the decisions adopted by the Ordinary General Meeting of the Shareholders shall be identified.

**Structure of the vote: 100% for, 0% against, 0% abstaining**

6. Approval of the date of 15<sup>th</sup> September 2015 as „**ex date**”, respectively the date previous to the registration date when the financial instruments, object of the decision of the corporate bodies, are transacted without the rights resulting from such decision, pursuant to art. 2 letter f) of Regulation no. 6/2009 regarding the exercise of certain rights of the shareholders within the general assemblies of the trading companies, amended and completed by Regulation no. 13/2014 regarding the amendment and completion of certain regulations issued by the Security National Board (herein referred to as **Regulation CNVM no. 6/2009**).

**Structure of the vote: 100% for, 0% against, 0% abstaining**

7. Mandating the Chairman of the board, Mr. Dorel Goia, to sign the Decision of the Ordinary General Meeting of Shareholders for and on behalf of the Company's Shareholders.

**Structure of the vote: 100% for, 0% against, 0% abstaining**

8. Mandating the legal adviser, Mr. Dorin Chira, to register the Decision of the Ordinary General Meeting of Shareholders at the Trade Register of Bistrita-Nasaud Law Court and to publish such decision in the Official Gazette of Romania, Part 4.

**Structure of the vote: 100% for, 0% against, 0% abstaining**

This decision was drafted and signed today, August 31<sup>st</sup> 2015, in five (5) copies, of which 2 (two) copies to the Company and three (3) copies to be submitted to the Trade Registry Office of the Bistrita Nasaud Law Court.

For additional information please contact us at the phone number 0752-101.639, e-mail: [anca.rif@teraplast.ro](mailto:anca.rif@teraplast.ro), contact person Anca Rif – Communications Manager.

**Chairman of the Managing Board**  
**Dorel Goia**

**Legal adviser**  
**Kinga Vaida**