

Attention to,

**COMISIA NAȚIONALĂ A VALORILOR MOBILIARE BUCUREȘTI  
[NATIONAL COMMISSION OF MOVABLES BUCHAREST]  
BUCHAREST STOCK EXCHANGE  
CURRENT REPORT**

**In compliance with the provisions of Law 297/2004 and of the CNVM Regulation No 1/2006**

Date of the Report: 22/03/2013

Issuing entity: S.C. “Mecanica Ceahlău” S.A.

Registered office: Municipality of Piatra-Neamt, Str. Dumbravei, No 6

Phone/Fax: 0233/211104; 0233/216069

Unique code of incorporation with the Office of the Register of Commerce: R.2045262

Register of Commerce Entry No: J27/8/1991

Social capital subscribed and paid: LEI 23,990,846.00

Regulated market the issued movables are transacted on: Stock Market Bucharest

**1/ Important events to report:**

**1.a. Convening the Ordinary Shareholders’ General Meeting on the 29 - 30/04/2013.**

**THE BOARD OF DIRECTORS  
OF  
S.C. MECANICA CEHLĂU S.A.**

With registered office in the municipality of Piatra-Neamt, Str. Dumbravei, No 6, County of Neamt, Registered with the Register of Commerce with No J27/8/1991, unique code of incorporation 2045262, convened in session on the 21/03/2013,

**Hereby convenes**

**The Ordinary Shareholders’ General Meeting  
at 12:30 on the 29/04/2013, at the company’s premises**

in the Municipality of Piatra-Neamt, Str. Dumbravei, No 6, County of Neamt, in compliance with the provisions of the Company By-Laws, Law 31/1990, republished and completed, Law 297/2004, with further amendments, and the Regulation of CNVM [NCMB] with concern to the application thereof, for all shareholders already registered in the Shareholders’ Register at the end of the day of **15/04/2013**, with the following agenda:

1. Election of the SOGM [AGOA] secretariat of the company shareholders’ meeting, in compliance with the provisions of Law 31/1990, article 129, paragraph (21);
2. Presentation, discussion, and approval of the Report on the Board of Directors Activity in 2012;
3. Presentation, discussion, and approval of the individual Financial Statements for 2012, accompanied by the independent auditor’s opinion;
4. Approval of the distribution by destinations of the 2012 net profit, i.e., LEI 7,406,938, as follows:
  - legal reserves = LEI 357,959;
  - cover of the reported results as accounting loss in the previous years = LEI 4,303,125;
  - cover of the reported results from correction of accounting loss = LEI 28,135;
  - cover of the reported result from transition to implementation of IFRS = LEI 1,252,853;
  - reserve fund = LEI 25,415.24;
  - dividends = LEI 1,439,450.76, i.e., LEI 0.006 gross per share.
5. Approval of the managers’ discharge for 2012;
6. Approval of **15/05/2013** as the date for the identification of the shareholders who are to benefit from rights and who are to suffer from the effects of the SOGM [AGOA] resolutions.

The shareholders shall attend the ordinary general meeting simply by proof of their identity, i.e., for individual shareholders, with ID, and by special proxy to individual representatives, in case of corporate shareholders and individual shareholders represented in the meeting.

Such special proxy shall be issued in three original counterparts (one for the company, one for the principal and one for the agent). The original special proxies and a copy of the ID or of the represented shareholder's certificate of registration will be submitted in original at the company offices or sent via email, in Romanian or in English, to [ceahlau@mecanicaceahlau.ro](mailto:ceahlau@mecanicaceahlau.ro) by **12:30 on 27.04.2013**.

Shareholders already registered on the reference date (i.e., **15/04/2013**) in the shareholders' register could opt for voting via post, before the Shareholders' General Meeting, using the postal vote form.

The postal vote form with shareholder's signature legalised by a notary public, a copy of the identity or the shareholder's registration certificate shall be submitted in original at the company's offices by **12:30 on 27/04/2013**.

Please note that only shareholders already registered on the reference date are entitled to attend the general meeting and cast their vote therein.

Further information and documents related to items on the agenda, e.g., draft projects, special proxy forms, and postal vote form, will be available for shareholders at the company's head office and on the company's website, i.e., [www.mecanicaceahlau.ro](http://www.mecanicaceahlau.ro), as of **29/03/2013**.

One or more shareholders holding individually or between them at least 5% of the shares capital are entitled to introduce new items on the shareholders' general meetings agenda, to be sent to the company by **16:00 on 11/04/2013**.

Shareholders having suggested new items on the agenda are entitled to submit draft resolutions for such items on the agenda until **16:00 on 11/04/2013**.

Shareholders may address their queries as to items on the general meetings' agenda between the **29/03/2013** and **24/04/2013**.

In case a quorum is not reached on the first meeting convened, the following general meetings shall be held on **30/04/2013**, with the same agenda, at the same place and time.

For further information please refer to the company registered office and feel free to call on 0233-211104 extension 117.

Event to be held on: 21/03/2013.

*Professor Dr. Ing. Dumitru Bontaş*

Chair of the Board of Directors

Preşedinte CA,  
Prof.univ.dr.ing. Dumitru Bontaş

