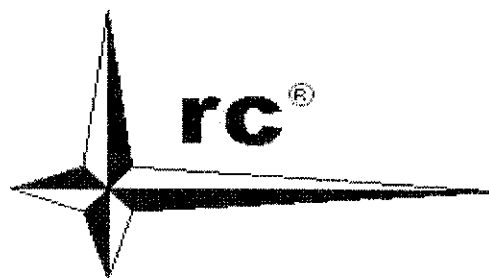


SC ROMCARBON SA
Buzău, strada Transilvaniei nr.132
J10/83/1991, RO 1158050



No.1674/28.04.2016

CURRENT REPORT

According to CMVM Regulation no.1/2006

Date of report: **28.04.2016**

Name of Issuer: S.C. ROMCARBON S.A.

Headquarters: no.132, Transilvaniei street, Buzau, Buzau County

Phone number: 0238/711 155

Fax number: 0238/710 697

Single registration code: RO 1158050

Number of Trade Registry: J 10/83/1991

Subscribed and paid up capital: 26.412.209,6 lei

Regulated market where the issued securities are traded: BVB Standard Category

Event reported: Ordinary General Meeting of Shareholders and Extraordinary General Meeting of Shareholders of 28.04.2016 (according to art.113 pt.1 par.A let.c) of the C.N.V.M. Regulation no.1/2006);

ROMCARBON S.A. reports the following important event:

On 28.04.2016, 12.00 hours, respectively 12.30 hours, at the company's headquarters in Buzau 132 Transilvaniei street, according to provisions of the law and the article of association were held:

A. The Ordinary General Meeting of Shareholders (first convocation).

Were present/represented shareholders representing **60,57 %** of the share capital.

Following debates and deliberations regarding the issues on the agenda, were adopted by unanimous vote points 1, 2, 3, 4, 5, 9, 11, 12, 13, 14 and 15 on the agenda and with majority of votes points 6, 7, 8 and 10, as follows:

- 1.Approved the annual report of the Board of Directors for the fiscal year 2015.
- 2.Approved the individual financial statements for the financial year 2015 prepared in accordance with International Financial Reporting Standards (IFRS) based on: Directors' Report and External Financial Auditor's Report for the financial year 2015.

3. Take act of the report of the external financial auditor - Deloitte Audit SRL, member of Deloitte Touche Tohmatsu - on the consolidated financial statements for the financial year 2015.
4. Approved the consolidated financial statements, for the financial year 2015 prepared in accordance with International Financial Reporting Standards (IFRS) based on: Directors' Report and External Financial Auditor's Report for the financial year 2015.
5. Take act of the report of the external financial auditor - Deloitte Audit SRL, member of Deloitte Touche Tohmatsu - changing situations on the consolidated financial statements prepared in accordance with International Financial Reporting Standards (IFRS) for the fiscal year 2015.
6. Approved the distribution of the net profit recorded in the fiscal year 2015 in the amount of 6.391.913,45 lei lei on the following destinations:
 - a) Legal reserves amounting to 319.596 lei;
 - b) Other reserves amounting to 4.099.203 lei;
 - c) Dividends amounting to 1.973.114,45 lei.
7. Approved the distribution as dividends of a part of the net profit recorded in the financial year 2014, remained undistributed (according to the General Meeting of Shareholders Decision of 29.04.2015, pt.6 let.d) in amount of 271.923,55 lei.
8. Approved, as a result of approving points 6 and 7, the distribution as dividends of the total amount of 2.245.038 lei, the gross dividend / share being of 0.0085 lei / share for total number of 264 122 096 shares, distribution of the dividends following to be made according to the provisions of the law.
9. Approved the Annual Report for 2015, prepared in accordance with CNVM Regulation No.1/2006 on issuers and operations with securities and the Corporate Governance Code of the Bucharest Stock Exchange.
10. Approved to discharge the members of the Board of Directors for their activity in the fiscal year 2015.
11. Approved to contract services for the statutory audit of the company for the financial year 2016 and empowered the Board of Directors to appoint statutory auditor and negotiate contractual terms with it.
12. Approved the income and expenses budget for the financial year 2016.
13. Approved the date of **14.10.2016** as “**registration date**”, according to art. 238 of Law 297/2004 regarding the capital market and art.2 let.e of the C.N.V.M. Regulation no.6/2009.
14. Approved the date of **13.10.2016** as “**ex-date**”, according to art.2 let.f of the C.N.V.M. Regulation no.6/2009.
15. Approve the date of **26.10.2016** as the “**payment day**”, according to art.2 let.g of the C.N.V.M. Regulation no.6/2009.

And

B. The Extraordinary General Meeting of Shareholders (first convocation). Were present/represented shareholders representing **60,57 %** of the share capital.

Following debates and deliberations regarding the issues on the agenda, were adopted by unanimous vote, as follows:

1. Approved the banking exposure of Romcarbon SA for the financial years 2016-2017, consisting of: credits in amount of 16.183.484 Euro and 6.142.500 lei, leasing contracts in amount of 578.207 Euro, letters of guarantee in amount of 500.000 lei and letters of guarantee secured by collateral deposits in the amount of 98.985 lei and for the 12-months extension of credits with maturity in 2016, maintaining the related guarantees.

Empowered the Board of Directors to negotiate and decide, as appropriate, regarding: changing credit conditions, modification and / or the establishment of new securities, restructuring, change currency or refinance existing loans and contracting of new loans, within the limits of the approved banking exposure and of the law.

Empowered the General Director And Financial Director, to sign credit agreements, addendums thereto related, mortgage deeds and other guarantees, and any other documents necessary for the carrying out of the EGMS' s decision.

2. Ratified the Board of directors decision no.3/31.05.2015 regarding the approval of the engagement taken by ROMCARBON SA in the credit contract no.1-ABZ din 21.07.2015, concluded with EximBank SA, not to divide/ merge or decide early dissolution of the company throughout the duration of the investment loan in the amount of 6.142.500 lei, without the prior consent of EximBank SA.

3. Approved the investment plan for 2016.

4. Approved the date of **14.10.2016** as "**registration date**", according to art. 238 of Law 297/2004 regarding the capital market and art.2 let.e of the C.N.V.M. Regulation no.6/2009.

5. Approved the date of **13.10.2016** as "**ex-date**", according to art.2 let.f of the C.N.V.M. Regulation no.6/2009.

6. Approved the date of **26.10.2016** as the "**payment day**", according to art.2 let.g of the C.N.V.M. Regulation no.6/2009.

For any other information we are at your disposal.

Chairman of the Board

Hung Ching Ling

General Director

Andrei Radu