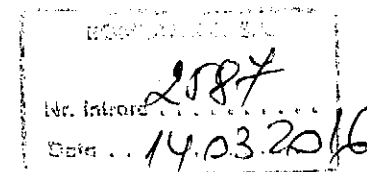


To,  
Board of Directors



We hereby inform you that, on 29/02/2016 S.C. Romcarbon S.A. had the following bank exposure:

- Bank credits in amount of 16,183,484 Euro and 6,142,500 Lei;
- Leasing contracts with a balance of 578,207 Euro;
- Bank guarantee letters with a ceiling of 500,000 lei;
- Bank guarantee letters guaranteed with cash collateral in amount of 98,985 lei.

Type	Tenor	CCY	Initial amount (euro)	Initial amount (lei)	Bank exposure (euro)	Bank exposure (lei)	Total bank exposure in lei equivalent	Balance as at 29/02/2016	
								in euro	in lei
Overdrafts	As per bellow details	Euro	8,500,000		8,500,000	0	37,988,200	7,584,058	
Investment credit-BRD I	01/03/2018	Euro	2,058,000		1,050,894	0	4,696,654	1,050,894	
Investment credit -BRD II	03/09/2022	Euro	1,000,000		1,000,000	0	4,469,200	689,618	
Investment credit -BRD III	03/02/2022	Euro	3,153,160		2,665,171	0	11,911,182	2,665,171	
Investment credit - UniCredit Bank SA	04/12/2023	Euro	2,967,420		2,967,420	0	13,261,992	2,967,420	
Investment credit - Eximbank SA	20/06/2022	Lei	0	6,142,500		6,142,500	6,142,500		3,186,967
Leasing contracts	As per bellow details	Euro	0		578,207		2,584,123	578,207	
Plafon scrisori de garantie - UniCredit Bank SA	02/07/2016	Lei	0	500,000		500,000	500,000		96,287
Bank guarantee letters - UniCredit Bank SA	As per bellow details	Lei	0				0		98,985
<b>Total</b>			<b>17,678,580</b>	<b>6,642,500</b>	<b>16,761,691</b>	<b>6,642,500</b>	<b>81,553,851</b>	<b>15,535,367</b>	<b>3,382,239</b>

Exchange rate @ 29.02.2016= 4.4692lei

**1. Detailed situation of working capital credits(overdrafts):**

Bank	Type	Initial amount	Balance at 29.02.2016		Tenor
			in euro	in lei	
UniCredit Bank SA	overdrafts	3,450,000	3,188,042	14,247,995	02/07/2016
UniCredit Bank SA	overdrafts	2,500,000	2,037,563	9,106,277	04/07/2016
BRD GSG	overdrafts	2,550,000	2,358,454	10,540,401	30/09/2016
<b>TOTAL</b>		<b>8,500,000</b>	<b>7,584,058</b>	<b>33,894,673</b>	

**2. Detailed situation of investment credits :**

Bank	Type	Initial amount	Balance at 29.02.2016		Tenor
			in euro	in lei	
BRD GSG SA	Investment credit (I)	EUR 2,058,000	1,050,894	4,696,654	01/03/2018
BRD GSG SA	Investment credit (II)*	EUR 1,000,000	689,618	3,082,039	03/09/2022
BRD GSG SA	Investment credit (III)	EUR 3,153,160	2,665,171	11,911,182	03/02/2022
UniCredit Bank SA	Investment credit – CCE 2015	EUR 3,042,240	2,967,420	13,261,992	04/12/2023
Eximbank SA	Investment credit	RON 6,142,500	0	3,186,967	20/06/2022
<b>TOTAL Credite</b>			<b>7,373,102</b>	<b>36,138,834</b>	

Note: On 29/02/2016 the investment credit in amount €1,000,000 contracted with BRD GSG SA was engaged for the amount of €689,618. The period of use of the credit is 04/03/2016, and this period could be extended till 04/10/2016.

**3. Detailed situation of the leasing contract existing on 29/02/2016**

Leasing Contract	Object	Lessor	Balance		
			< 1 an	> 1 an	Total
6206/01.07.2011	FORMATOR FOR EPS PANELS	ERB Leasing	€ 44,979	€ 14,153	€ 59,132
6207/01.07.2011	AUTOMATIC THERMO-FORMING MACHINE/ CALLIBROR WITH COOLING RING AND EPS FILM PULLER	ERB Leasing	€ 93,259	€ 29,341	€122,600
6210/01.07.2011	WASTAGE CRASHER CM-350 CE	ERB Leasing	€ 3,624	€ -	€ 3,624
6211/01.07.2011	EPS CHILLER	ERB Leasing	€ 19,033	€ 4,447	€ 23,480
6339/22.02.2012	EPS Moulds	ERB Leasing	€ 19,251	€ 6,155	€ 25,406
30027480/01.06.2012	Vw Passat B7 Bmt. Cl 2.0 Tdi	UniCredit Leasing IFN	€ 1,202	-€ 0	€ 1,202
30027555/01.06.2012	Skoda Octavia Drive Plus Tdi	UniCredit Leasing IFN	€ 936	-€ 0	€ 936
30027556/01.06.2012	Skoda Octavia Drive Plus Tdi	UniCredit Leasing IFN	€ 936	-€ 0	€ 936
30027558/01.06.2012	Skoda Octavia Drive Plus Tdi	UniCredit Leasing IFN	€ 936	-€ 0	€ 936
30027560/05.06.2012	Volkswagen Passat B 7	UniCredit Leasing IFN	€ 1,822	€ 0	€ 1,822
30027563/05.06.2012	Electro-forklift Jungheinrich Efg 320	UniCredit Leasing IFN	€ 1,867	€ 0	€ 1,867
30031297/19.12.2012	Folding line – unfolding device	UniCredit Leasing IFN	€ 11,998	€ 6,867	€ 18,865

30031534/01.10.2012	Electro-forklift Jungherrnrich Efg 215	UniCredit Leasing IFN	€ 10,678	€ 580	€ 11,258
30031540/01.10.2012	Electro-forklift Jungherrnrich Efg 320	UniCredit Leasing IFN	€ 3,608	€ 0	€ 3,608
30037170/24.01.2013	EPS regenerator	UniCredit Leasing IFN	€ 39,566	€ 22,628	€ 62,194
30039747/16.04.2013	COOLING SYSTEM FOR PRODUCTION HALLS	UniCredit Leasing IFN	€ 39,976	€ 26,356	€ 66,332
30031225/12.12.2012	AIR FILTERS LINE ( MANUFACTURES WITH POLYOL)	UniCredit Leasing IFN	€ 29,715	€ 24,832	€ 54,547
30047469/02.10.2013	Multikon Conversion line	UniCredit Leasing IFN	€ 35,464	€ 48,571	€ 84,034
30067768/12.2014	Wastage sorting line	UniCredit Leasing IFN	€ 16,951	€ 18,477	€ 35,428
<b>Total</b>			<b>€ 375,800</b>	<b>€ 202,407</b>	<b>€ 578,207</b>

**4. Detailed situation of Bank Guarantee Letters as per 29/02/2016**

Beneficiary	Letter number	Value	Guarantee	Date of issuance	Valability
SNS SA Bucuresti	00888-02-0123150	94,748.50 lei	500 KRON Ceiling	02/03/2015	10/03/2016
CFR Galati SA	00888-02-0200897	1,538.55 lei	500 KRON Ceiling	09/12/2015	18/06/2016
<b>TOTAL</b>		<b>96,287.05 lei</b>			
Beneficiary	Letter number	Value	Guarantee	Date of issuance	Valability
SNS SA Bucuresti	00888-02-0172926	69,995.00 lei	Cash collateral	31/08/2015	09/09/2016
Cosqplexul Energetic Hunedara SA	00888-02-0216559	24,722.50 lei	Cash collateral	17/02/2016	25/07/2016
SNTFC CFR Galati SA	00888-02-0206506	4,267.80 lei	Cash collateral	06/01/2016	04/07/2016
<b>TOTAL</b>		<b>98,985.30 lei</b>			

We present you below information regarding the guarantees for the credits contracted by SC Romcarbon SA .

**a) credit line (overdraft) contracted by Romcarbon with BRD GSG in amount of 2,550,000 Eur**

- Mortgages on land and buildings owned by Romcarbon SA identified with the following cadastral numbers:
  - 61094(344/1/6) in total surface of 8,922 sqm , 52789( 344/1/8) in total surface of 17,922 sqm, 61100(344/1/9) in total surface of 6,505 sqm, 52777( 344/1/10) in total surface of 3,720 sqm, 52808( 344/1/11/1) in total surface of 4,561 sqm located in Buzau, 132 Transilvaniei Street and on following cadastral numbers: 52788(6778), 52861(6779),52765(6777), 61093-C1-U12( 2362/0;1), 61099-C1-U2(1155/0;2) Buzau, Uniri Bld, E3-E4 in total surface of 287 sqm.
- Pledges on 31 equipment having a market value of 126,000 Euro, according to the evaluation report dated on 02/06/2015 and a net accounting value at 29/02/2016 of 402,040 lei, identified with the following inventory numbers 24646, 24647, 24637, 24635, 24594, 24634, 24649, 24171, 24172, 24173, 24174,

24175,24176,24177,24178, 24179, 24181, 24182, 24183, 24184, 24185, 24186, 24187, 24188, 24189, 24191, 24192 24193, 24194, 24769, 24771;

3. Security mortgage on the current accounts opened by Romcarbon SA at BRD GSG Suc. Buzau.

**b) credit line (overdraft) contracted by Romcarbon with UniCredit Bank, in amount of 3,450,000 euro**

1. Mortgages on land and buildings owned by Romcarbon SA identified with the following cadastral numbers:
  - 59505 former 18740, (in total surface of 3,933 sqm) located in Soseana de centura Simleasca(DN2), Buzau, together with the mortgage over the right of superficies and of the construction built by YENKI SRL CUI 22404794 , construction identified with the cadastral number 59505-C1 (CF 59505-C1) and also over the future constructions that will be built on this cadastral number;
  - 59506 former 18741(in total surface of 64,256 sqm) located on Soseana de centura Simleasca(DN2), Buzau
  - 59507 former 18742(in total surface of 70,231 sqm) located on Soseana de centura Simleasca(DN2), Buzau
  - 64699 in total surface of 3,308 sqm resulting from the split of the cadastral number 52858 former 344/1/15/2 (in total surface of 5,467 sqm) located in Buzau, 132 Transilvaniei street;
  - 64371 in total surface of 22,830 sqm resulting from the split of the cadastral number 54553 former 18335 (in total surface of 23,451 sqm) located in Buzau, 132 Transilvaniei street;
  - 52784 former 344/1/5 (in total surface of 7,659 sqm) located in Buzau, 132 Transilvaniei street;
  - 52768 former 344/1/7 (in total surface of 10,191 sqm) located in Buzau, 132 Transilvaniei street;
  - 54575 former 344/1/1 (in total surface of 9,814 sqm) located in Buzau, 132 Transilvaniei street;
2. Security mortgage on the current accounts opened by Romcarbon S.A. in lei and currency at UniCredit Bank Suc.Buzau;
2. Pledges on 70 equipment having a market value of 310,400 Euro, according to the evaluation report dated on 18/06/2015 and a net accounting value at 29/02/2016 of 251,700 lei, identified with the following inventory numbers: 24012, 24021, 24023, 24024, 24027, 24028, 24036, 24037, 24038, 24043, 24044, 24054, 24055, 24068, 24074, 24077, 24079, 24081, 24082, 24083, 24084, 24085, 24086, 24087, 24088, 24089, 24091, 24092, 24093, 24094, 24095, 24096, 24097, 24101, 24102, 24103, 24104, 24105, 24106, 24107, 24108, 24109, 24111, 24112, 24113, 24114, 24115, 24116, 24117, 24118, 24119, 24133, 24135, 24136, 24137, 24138, 24139, 24141, 24142, 24143, 24144, 24145, 24146, 24147, 24152, 24153, 24154, 24155, 24156, 24157, 24168;

3. Assignment of receivables from present and future contracts/orders concluded by Romcarbon SA with LivingJumbo Industry SA, P.H. Bratpol Polonia, Yugosac D.O.O.Serbia;
4. Security mortgage on stocks in amount of 1,500,000 Eur;
5. Blank promissory note issued by Romcarbon SA;
6. LivingJumbo Industry SA having the quality of co-borrower;

**c) credit line (overdraft) contracted by Romcarbon with UniCredit Bank, in amount of according with the contract nr.BUZA/015/2012** for financing the company expenses, resulted from transforming the credit line for financing the acquisitions of raw materials from suppliers in order to fulfill the selling contract signed with Kasakrom Chemicals SRL.

1. Mortgages on land and buildings owned by Romcarbon SA identified with the following cadastral numbers:
  - 59505 former 18740, (in total surface of 3,933 sqm) located in Soseaua de centura Simleasca(DN2), Buzau, together with the mortgage over the right of superficies and of the construction built by YENKI SRL CUI 22404794 , construction identified with the cadastral number 59505-C1 (CF 59505-C1) and also over the future constructions that will be built on this cadastral number;
  - 59506 former 18741(in total surface of 64,256 sqm) located on Soseaua de centura Simleasca(DN2), Buzau
  - 59507 former 18742(in total surface of 70,231 sqm) located on Soseaua de centura Simleasca(DN2), Buzau
  - 64699 in total surface of 3,308 sqm resulting from the split of the cadastral number 52858 former 344/1/15/2 (in total surface of 5,467 sqm) located in Buzau, 132 Transilvaniei street;
  - 64371 in total surface of 22,830 sqm resulting from the split of the cadastral number 54553 former 18335 (in total surface of 23,451 sqm) located in Buzau, 132 Transilvaniei street;
  - 54575 former 344/1/1 (in total surface of 9,814 sqm) located in Buzau, 132 Transilvaniei street;
3. Security mortgage on the current accounts opened by Romcarbon S.A. in lei and currency at UniCredit Bank Suc.Buzau;
4. Pledges on 70 equipment having a market value of 310,400 Euro, according to the evaluation report dated on 18/06/2015 and a net accounting value at 29/02/2016 of 251,700 lei, identified with the following inventory numbers: 24012, 24021, 24023, 24024, 24027, 24028, 24036, 24037, 24038, 24043, 24044, 24054, 24055, 24068, 24074, 24077, 24079, 24081, 24082, 24083, 24084, 24085, 24086, 24087, 24088, 24089, 24091, 24092, 24093, 24094, 24095, 24096, 24097, 24101, 24102, 24103, 24104, 24105, 24106, 24107, 24108, 24109, 24111, 24112, 24113, 24114, 24115, 24116, 24117, 24118, 24119, 24133, 24135, 24136, 24137, 24138, 24139, 24141, 24142, 24143, 24144, 24145, 24146, 24147, 24152, 24153, 24154, 24155, 24156, 24157, 24168;
5. Assignment of receivables from present and future contracts/orders concluded by Romcarbon SA with LivingJumbo Industry SA, P.H. Bratpol Polonia, Yugosac D.O.O.Serbia;

6. Blank promissory note issued by Romcarbon SA;
7. Assignment of receivables from present and future contracts/orders concluded by Romcarbon SA with KASAKROM Chemicals SRL Bucuresti, Arpa SA Logistics Grecia, Metro Cash & Carry Romania SRL, Comandor Isqmex SRL Focsani, Auchan Romania SA, Snick Ambalaje si Consumabile Magura BZ, Carrefour Romania SA, Horeca Distribution SRL Bucuresti, V&T Trade Ltd Sofia Bulgaria ,clienti ai SC ROMCARBON SA ;
8. Security mortgage on stocks in amount of 1,500,000 Eur;
9. LivingJumbo Industry SA having the quality of co-borrower;

**d) Investment credit in amount of 2,058,000 euro, contracted with BRD GSG at 12.03.2014.**

1. Security mortgage on the current accounts opened by Romcarbon SA in lei and currency at BRD GSG Suc. Buzau.
2. Mortgage on land and buildings identified with the following cadastral numbers: 54589(former 344/1/13/2) in total surface of 2.534 sqm; 64708 in total surface of 10.077 sqm resulting from splitting the cadastral number 52809(former 344/1/15/1); 54304(former 13994) in total surface of 16.787 sqm;
3. Pledges over 18 equipment (identified with the inventory numbers: 24709, 24712, 24713, 24715, 24733, 24739, 24781, 24782, 24722, 24723, 24724, 24725, 24726, 24727, 24728, 24729, 24731, 24732, having a market value of 3,963,100 euro according to the evaluation report dated on 11/08/2015 and a net accounting value at 29/02/2016 of 18,084,526 lei;
4. Security mortgage on the current accounts opened by LivingJumbo Industry SA in lei and currency at BRD GSG Suc. Buzau.

**e) Investment credit in amount of 1,000,000 euro, contracted with BRD GSG at 03.11.2014.**

1. Security mortgage on the current accounts opened by Romcarbon SA in lei and currency at BRD GSG Suc. Buzau.
2. Security mortgage on the current accounts opened by LivingJumbo Industry SA in lei and currency at BRD GSG Suc. Buzau.
3. Pledges over the future equipment that will be financed by the bank for an estimate value of 1,400,000 Euro (without VAT).

**f) Investment credit in amount of 3,153,160 euro, contracted with BRD GSG at 19.12.2014.**

1. Security mortgage on the current accounts opened by Romcarbon SA in lei and currency at BRD GSG Suc. Buzau.
2. Security mortgage on the current accounts opened by LivingJumbo Industry SA in lei and currency at BRD GSG Suc. Buzau.
3. Mortgage on land and buildings located in Buzau, 132 Transilvaniei Street, identified with the following cadastral numbers:
  - 61517 (in total surface of 16,818 sqm);
  - 54582 (in total surface of 4,108 sqm);
  - 64815 (in total surface of 13,678 sqm);
4. Assignment of receivables with a minimum balance of 500,000 EUR resulting from the contracts signed by Romcarbon with Dedeman SRL, Sapte Spice SA, Greenfiber International SA, Hilexim SRL, Nenea SRL, Agrana Romania SA, Magic Serv SRL – contracts with a minimum annual value of 3,300,000 Eur.

g) Investment credit for acquisition of equipment and for financing/refinancing the production hall re-arrangement in amount of *6,142,500 Lei* contracted with *Banca de Export-Import a României Eximbank SA, partial engaged*

1. Mortgage over land and buildings having a total surface of 23.243 sqm identified with the following cadastral numbers: 52853 in a surface of 1.323 sqm, 52837 in a surface of 1.907sqm, 54576, in a surface of 380 sqm, 54588 in a surface of 4.882 sqm, 54558 in a surface of 152 sqm, 54430 in a surface of 1.320 sqm, 60631 in a surface of 911 sqm, 64035 in a surface of 601 sqm, 55996 in a surface of 242 sqm and 56197 in a surface of 56197 sqm;
2. Pledges over the future equipment that will be financed by the bank;
3. Security mortgage on the current accounts opened by Romcarbon SA in lei and currency at EximBank SA;
4. Blank promissory note.

b) Investment credit for co-financing the project „ Development of Romcarbon SA” in amount of *2,967,420 Eur* contracted with *UniCredit Bank SA* :

1. Pledges over 17 equipment, co-financed by the bank, identified with the following inventory numbers 24957, 24959, 24961, 24962, 24963, 24964, 24965, 24942, 24943, 24944, 24951, 24952, 24953, 24954, 24941, 24947, 24948, having a net accounting value of 31,907,584 lei at 29/02/2016 ;
2. Security mortgage on the current accounts opened by Romcarbon SA in lei and currency at UniCredit Bank SA.

g) *Bank gurantee letters' ceiling in amount of 500,000 lei* contracted with *UniCredit Bank SA Suc. Buzau*

1. Pledge over two equipment – PP extruding line (inventory no.24078) having a market value of 247,900 lei according to the evaluation report dated at 22/04/2015 and a net accounting value at 29/02/2016 of 75,587lei and Flexographic printing machine (inventory no.24075) having a market value of 179,600 lei according to the evaluation report dated at 22/04/2015 and a net accounting value at 29/02/2016 of 413 lei.

2. Security mortgage on the current accounts opened in lei and currency by Romcarbon S.A. la UniCredit Bank Suc.Buzau;

	Summarize guarantees	
For the loans and bank guarantee letters as presented above, SC Romcarbon S.A. had on 29/02/2016 guarantees in the form of mortgages and pledges up to a net book value as follows:	Land	55,515,196 lei
	Buildings	15,801,808 lei
	Equipment	56,004,399 lei
	Equipment – LG	76,001 lei
	ceiling	98,985 lei
	Cash collateral	134,568,670 lei
	<b>Total</b>	<b>134,568,670 lei</b>

In conclusion, please submit to the AGEA's approval the following:

- ✓ banking exposure of SC Romcarbon SA for the financial years 2016-2017 as presented above;
- ✓ 12-months extension of credits with maturity in 2016 and maintaining the afferent guarantees;
- ✓ 36 months prolongation of the Bank Guarantee Letters 500,000 lei' ceiling contracted with UniCredit Bank SA and setting new guarantees if the existing ones aren't covering the credit amount;

- ✓ Empower the Board of Directors to negotiate and decide on:
  - a) changing of terms for outstanding credits;
  - b) modify and / or establishment of new guarantees;
  - c) contracting of new credits within the limits of the bank exposure and law in force.
- ✓ Empower the General Manager and the Financial Manager to sign any documents required in connection with carrying out the decision of the Extraordinary General Meeting of Shareholders

**General Manager,**  
**eng.Andrei Radu**



**Financial Manager,**  
**Ec.Zainescu Viorica Ioana**

