

29 APR 2015



1 Uzinei Street, Ramnicu Valcea , 240050, Romania  
Phone: +40-(0)250-701200 Fax: +40-(0)250-736188;  
[www.oltchim.ro](http://www.oltchim.ro)  
Trade register number: J/38/219/18.04.1991  
Unique registration code: RO 1475261

**Societate în insolvență, in insolvency, en procedure collective**

To:

Bucharest Stock Exchange

Financial Supervisory Authority – fax 021/659.60.51/659.64.14

Financial Instruments and Investors Sector

Current report in compliance with National Securities Commission Regulation no.1/2006

Date of report: April 29, 2015

Name of the company: S.C. Oltchim S.A. Rm. Vâlcea

*Societate în insolvență, in insolvency, en procedure collective*

Registered office: Rm. Vâlcea, str. Uzinei nr. 1

Fax number: 0250/735030/736188

Phone number: 0250/701200

Unique Registration Code: RO1475261

Trade Register Number: J38/219/1991

Subscribed and paid up capital: 34.321.138,30 lei

Regulated market on which the issued shares are traded: BSE, first tier,  
market symbol OLT(suspended since 30.01.2013)

Event to be reported:

**Resolution of Ordinary General Meeting of Shareholders "OGMS" of 29.04.2015**

Oltchim SA informs all those concerned that on 29.04.2015, at first call, took place the OGMS, where were present, represented or voted through correspondence shareholders owning **299.132.199** shares, representing **87,1568 %** of share capital.

Attached you can find the Decision passed by OGMS of Oltchim SA of 29.04.2015.

Legal Administrator,  
ROMINSOLV SPRL



Legal Administrator,  
BDO BUSINESS RESTRUCTURING SPRL





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## ORDINARY GENERAL MEETING OF SHAREHOLDERS

J38/219/1991, Unic registration code:RO 1475261

Paid share capital: **34.321.138,30 lei**

Subscribed share capital: **34.321.138,30 lei**

### RESOLUTION no.1 of Ordinary General Meeting of Oltchim's Shareholders of April 29, 2015

Ordinary General Meeting of shareholders of **OLTCHIM S.A.** Rm. Vâlcea **convened** by the legal administrator, the consortium made up of **ROMINSOLV S.P.R.L.**, having headquarters in Bucharest, Splaiul Unirii no.223, 3th floor, district 3, registration number in the Official Record of Insolvency Practitioners RFO 0122/2006, represented by Gheorghe Piperea, Coordinating Partner and **BDO BUSINESS RESTRUCTURING S.P.R.L.**, having headquarters in Bucharest, 24 Învingătorilor Street, Victory Business Center Building, 3th floor, district 3, registration number in the Official Record of Insolvency Practitioners RFO 0239/2006, represented by Nicolae Bălan, Coordinating Partner,

on April 29, 2015 (first convening) or April 30, 2015 (second convening) according to the convening notice published in the Official Gazette of Romania, Part IV, no 1642 of March 27, 2015, in the newspaper "Viața Vâlci" of March 27, 2015 and in the Insolvency Bulletin no.5786 of March 27, 2015,

held on **April 29, 2015**, first convening, under provisions of Law 85/2006 on insolvency procedure, Company Law 31/1990, republished with subsequent amendments and additions, Law 297/2004 on capital market, with subsequent amendments and additions, the Regulation NSC no.6/2009 regarding the exercise of the rights of shareholders at general meetings of companies, with subsequent amendments and additions and the Company's Memorandum of Association,

meeting where were present in person,, represented or voted through correspondence shareholders which held **299.132.199** shares, representing **87,1568%** of share capital and **87,1584%** of all voting shares registered at the Shareholders Register at the reference date of April 20,2015,

**has decided the following RESOLUTION:**

#### Regarding point 1 on the agenda :

By the affirmative vote of shareholders representing **62,8886%** of voting shares of the present, represented shareholders or which voted through correspondence and of all stated votes, **was**

**decided to approve** the Special Administrator Report for the financial year 2014, prepared in accordance with annex no.32 of Regulation NSC no.1/2006 with subsequent amendments and additions.

**Regarding point 2 on the agenda:**

By the affirmative vote of shareholders representing **62,8886%** of voting shares of the present, represented shareholders or which voted through correspondence and of all stated votes, **was decided to approve** the Oltchim S.A. individual financial statements ended on December 31, 2014, prepared in accordance with International Financial Reporting Standards(IFRS), as provided in MPFO no 1286/2012, based on the Special Administrator Report and the Financial Auditor's Report, for the year 2014.

**Regarding point 3 on the agenda:**

By the affirmative vote of shareholders representing **62,8886%** of voting shares of the present, represented shareholders or which voted through correspondence of all stated votes, **was decided to approve** the Oltchim S.A. consolidated financial statements ended on December 31, 2014, prepared in accordance with IFRS, based on the Special Administrator Report and the Financial Auditor's Report, for the year 2014.

**Regarding point 4 on the agenda:**

By the affirmative vote of shareholders representing **62,8907%** of voting shares of the present, represented shareholders or which voted through correspondence and of all stated votes, **was decided the approval of May 19, 2015**, as the registration date, under art. 238, paragraph 1 of Law 297/2004 regarding the capital market and of **May 18, 2015** as "ex date" calculated in accordance with the definition given by the provisions of art. 2, letter f of Regulation NSC no.6/2009.

**Regarding point 5 on the agenda:**

By the affirmative vote of shareholders representing **62,8907%** of voting shares of the present, represented shareholders or which voted through correspondence and of all stated votes, **was decided to approve** the empowerment of Mr Victor Avram, Deputy General Manager of the company, to perform all the formalities required for the registration of the „OGMS" resolution of 29.04.2015 to the Trade Registry Office. The empowering person will be able to delegate his mandate to any other person in order to perform the above formalities.

**This Extraordinary General Meeting of Shareholders resolution was written in four originals.**

  
ROMINSOLV SPRL

CONSORTIUM OF LEGAL ADMINISTRATORS

  
BDO BUSINESS RESTRUCTURING SPRL