arctic

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HOTARAREA ADUNARII GENERALE ORDINARE A ACTIONARILOR ARCTIC S.A.

Nr. 1/15.02.2016

Adunarea Generala Ordinara a Actionarilor **ARCTIC S.A.**, o societate romaneasca pe actiuni, inregistrata la registrul comertului sub nr. J15/253/1991, cod unic de inregistrare RO933930, avand un capital social subscris si varsat de 48.039.066,6 lei ("**Societatea**") s-a intrunit astazi, 15 februarie 2016, incepand cu ora 10.00 a.m., in Bucuresti, Blvd. Dimitrie Pompei, nr. 10A, cladirea Conect, modul 1, et.4, sector 2.

Actionarul **ARDUTCH B.V.** detinator a 464.633.370 actiuni nominative, reprezentand 96,719% din nr. total de actiuni si drepturi de vot, este reprezentat la Adunare de catre dl. Ungureanu Dragos Florin, in temeiul procurii speciale din data de 3 februarie 2016, atestata sub nr. 02300 de notarul public Adnan Gul si apostilata sub nr. 8169 in data de 3 februarie 2016.

Actionarii care au participat la adunarea generala, reprezentand 96,719% din numarul total de actiuni si drepturi de vot, au decis in unanimitate asupra problemelor inscrise pe ordinea de zi, dupa cum urmeaza:

Se aproba in unanimitate reinvestirea unei sume maxime de 70 milioane Euro echivalent 315,00 milioane lei din profitul nerepartizat obtinut de Societate in anii financiari anteriori (pana la anul 2014 inclusiv), pentru asigurarea cofinantarii cheltuielilor eligibile si a celor neeligibile privind proiectul „Masini de spalat – o Noua Fabrica Arctic", suma finala urmand sa fie stabilita la momentul implementarii.

Redactata si semnata in 2 exemplare originale in limba engleza si 3 exemplare originale in limba romana, astazi, 15 februarie 2016, in Bucuresti, pe baza procesului verbal intocmit cu ocazia desfasurarii Adunarii Generale Ordinare a Actionarilor.

ARDUTCH B.V.

Reprezentat de catre Dl. Ungureanu Dragos Florin

Ungureanu

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DECISION OF THE ORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS OF ARCTIC S.A.

No. 1/15.02.2016

The Ordinary General Assembly of the Shareholders of **ARCTIC S.A.,** a Romanian joint stock company, registered with Trade Registry under no. J15/253/1991, sole registration no. RO933930, having a subscribed and paid-up share capital of 48,039,066.6 lei (the "**Company**") gathered today, 15 February 2016, starting with 10:00 a.m., in Bucharest, Blvd. Dimitrie Pompei, no. 10A, Conect building, module 1, 4th floor, 2nd district.

The shareholder **ARDUTCH B.V.** owner of 464.633.370 nominative shares, representing 96.719% of the total number of shares and of the voting right, is represented in the Assembly by Mr. Ungureanu Dragos Florin, according to the special power of attorney dated 3 February 2016, attested under no. 02300 by public notary Adnan Gul and apostilled under no. 8169 on 3 February 2016.

The shareholders who attended the meeting representing 96.719% of the total number of shares and voting right, decided unanimously upon the matters on the agenda, as follows:

It is unanimously approved the reinvestment of a maximum amount of 70 million EUR, equivalent to 315.00 million lei of the undistributed profits earned by the Company in previous financial years (up to and including the year 2014), for the co-financing of both eligible and non-eligible expenses for the project "Washers- a New Arctic Factory"; the final amount shall be determined at the time of implementation.

Executed in 2 original counterparts in English language and 3 original counterparts in Romanian language, today, 15th of February, 2016, in Bucharest, on the basis of the minutes of the meeting drafted during the meeting of the Ordinary General Assembly of the Shareholders.

ARDUTCH B.V.

Represented by Mr. Ungureanu Dragos Florin

Ungureanu