

S.C. MAGAZIN UNIVERSAL MARAMURES S.A.

Baia Mare, Bd. Unirii, nr. 8- 10, jud. Maramures
Fax: 0362 -401227, Tel: 0262 – 225371,0262-225285
Cod fiscal: RO 6076555; Nr.Reg.Com. J24/1628/1994
Capital social subscrisivarsat: 1.564.505,5 lei
RO05BRDE250SV10209902500
BRD Baia Mare
www.maramuresul.ro
email:secretariat@maramuresul.ro



The Board of Directors of the Company MAGAZIN UNIVERSAL MARAMURES SA , located in Baia Mare, Unirii No.10 , Maramures County , Tax Identification Code RO 6076555 , serial number in the Trade Register J24 / 1628/1994 in accordance with Law no. 297/2004 , Law no. 31/1990 as amended to date , and the provisions of the articles of incorporation

CONVOCAȚION

Extraordinary General Meeting of Shareholders on 15 June 2016 at 12.00 at the company , which will be able to attend and vote only shareholders registered in the Register of Shareholders (held by S. Central Depository SA) at the end of the day 3 June 2016 established as the reference date .

Agenda of the AGEA:

1. Approval of repurchase by the company of its own shares in accordance with the legal provisions applicable in the following conditions : maximum 1,564,505 shares (9.9999 % of the total subscribed shares composing the share capital) with a nominal value of 0.1 lei / action at a minimum price of 0.2 RON / share and a maximum price of 0.43 lei / share, within a budget of 675,000 lei , for a maximum period of 18 months from the date the decision in The Official Gazette of Romania part IV. Repurchase program aims to reduce the share capital , in accordance with the law. Decision to reduce the share capital will be taken by shareholders after the redemption program . Payment of the repurchased shares will be available distributable profits and reserves of the company, submitted last approved annual financial statement , except legal reserves , according to article 103 of Law No.31 / 1990 date.
2. Authorizing the Board of Directors of the Company for the fulfillment of the decision of the extraordinary general meeting to repurchase own shares on the stock market .
3. Approval of 01 July 2016 as registration date, which serves to identify shareholders who will be affected by the decisions adopted by the Extraordinary General Meeting of Shareholders.
4. Approval of the ex date 30 June 2016 , ie the date preceding the date of registration with the financial instruments object of bodies corporate decisions are traded without rights deriving from judgment, in accordance with Art . 2 letter f) of Regulation No . 6/2009 on the exercise of certain rights of shareholders in general meetings of commercial companies as amended and supplemented by Regulation No . 13/2014 amending and supplementing certain regulations issued by the National Securities (hereinafter the NSC Regulation no. 6/2009) .
5. Approval of trustees Ms. Anamaria Simon , chairman of the company, to sign in the name and on behalf of shareholders the decision adopted within the Extraordinary General Meeting of the Shareholders.
6. Approval of trustees Ms. Anamaria Simon , chairman of the company, to fulfill all formalities regarding registration of the decision A.G.E.A to ORCT Maramures .

One or more shareholders representing, individually or together , at least 5% of the share capital are entitled (i) to put items on the agenda of the General Meeting of Shareholders , provided that each such item is accompanied by a justification or a draft resolution for adoption by the General Assembly of Shareholders ; (ii) to table draft resolutions for items included or to be included on the agenda of the General Assembly .

Rights provided for in paragraph (1) may only be exercised in writing and the documents will be submitted in a sealed envelope at the company headquarters in Baia Mare , Bd . Unirii , nr. 10 ZIP code 430



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272 , jud . Maramures, or sent by courier or by means of electronic means having attached an extended electronic signature , by e - mail: secretariat@maramuresul.ro .

Shareholders may exercise the rights provided for in paragraph (1) (i) and (ii) within 15 days from the date of publication of this notice , ie no later than on 23 May 2016 . Each shareholder has the right to ask questions related to items on the agenda of the General Meeting of Shareholders and the company will respond to questions from shareholders in the Assembly . Questions will be submitted in a sealed envelope at the company headquarters in Baia Mare , Bd . Unirii , nr. 10 ZIP code 430 271 , jud . Maramures, or sent by courier or by means of electronic means , with electronic signature attached to the e -mail, secretariat@maramuresul.ro until 13 June 2016 at 12 00 inclusive.

Shareholders may attend in person or may be represented in the meetings of General Meetings of Shareholders or their legal representatives or other representatives to whom was granted a proxy or attorney general , under art . 243 of Law no. 297/2004 on the capital market. Shareholders access is allowed by simply proving their identity, made to individual shareholders with the identity or legal persons and individual shareholders represented by a proxy or attorney general once the individual represents.

Shareholders may grant a power of attorney (proxy) General valid for a period not exceeding three years, allowing designated representative to vote on all issues under debate in the general meetings of shareholders of the Company , provided that the attorney (empowerment) to be paid by the shareholder , as a customer , an intermediate defined in art . 2 para. (1) section 14 of Law no. 297/2004 on the capital market or a lawyer.

Shareholders may be represented at the general meeting of shareholders on a proxy (proxies) overall , by a person who is in a conflict of interest, in accordance with Art. 64 of 243 Legeanr . 297/2004 privind piața capital , text introduced by Ordinance no.90 / 2014 amending Law no.297 / 2004 on capital markets .

According to art. 111 of NSC Regulation no. 6/2009 , in case of legal persons or entities without legal personality, the legal representative is established based on the list of shareholders on the reference date / registration received from the central depository. Documents attesting the legal representative drafted in a language other than English, will be accompanied by a translation done by a sworn translator in Romanian or English . Art. 111 of NSC Regulation no. 6/2009 is applied properly and to demonstrate the quality of legal representative of the shareholder proposing the introduction of new items on the agenda of the general meeting of shareholders of the issuer or asking questions about items on the agenda of the general meeting of shareholders.

According to art. 14 paragraph 4) of the NSC Regulation no. 6/2009 , a shareholder may appoint one person to represent him at a general meeting. However , if a shareholder holds shares of a company in several securities accounts , this restriction will prevent him from appointing a representative separately for shares held in each securities account in respect of a general meeting. This provision is without prejudice to the provisions of par. (5) art . 14 of NSC Regulation no . 6/2009 .

According to art. 14 para. 4 ind. One of NSC Regulation no . 6/2009 , a shareholder may appoint by proxy one or more alternate representatives to ensure its representation in the General Assembly if the representative appointed under par. (4) is unable to fulfill its mandate . If Vicarious are more representatives alternates will determine the order in which they will exercise their mandate .

Shareholders can vote on items on the agenda by mail , voting form , duly completed and signed , it will be sent in a sealed envelope at the company headquarters in Baia Mare , Bd . Unirii , nr. 10 ZIP code 430 271 , jud . Maramures , which will be marked : " For the Extraordinary General Meeting of Shareholders of 15 / 06.16.2016 " and must arrive at the company no later than on June 13, 2016 12.00 .

According to art. 91 of Law no.297 / 2004 on capital markets , based on Article 20 paragraph . (5) din Regulamentul NSC . 6/2009 , where shareholders expressed vote by mail or through a representative



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participate in the general meeting , vote by mail voting for the general meeting will be canceled. In this case, it will be considered only their vote in person or by proxy.

The special proxy forms to be used to vote by proxy , and the forms to be used to vote by correspondence shall be made available to shareholders , both in Romanian and in English and will be available at the company from Baia Mare , Bd . Unirii , nr. 10 ZIP code 430 271 , jud . Maramures, during weekdays , between the hours of 9:00 to 4:00 p.m. and on the website of the company www.maramuresul.ro/Actionari , as of May 6 , 2016. The special proxies and forms ballot by mail shall be submitted in the original or in Romanian or in English at the company headquarters in Baia Mare , Bd . Unirii , nr. 10 ZIP code 430 271 , jud . Maramures, until 13 June 2016 at 12:00 .

A copy will be delivered to the representative, one will remain at the company, and the third copy will remain a shareholder.

Shareholders may appoint their representative and by electronic means , notification of the appointment by electronic means may be submitted by e -mail office@maramuresul.ro , having attached an extended electronic signature .

Information documents and materials and draft decisions regarding issues on the agenda of the Extraordinary General Meeting of Shareholders will be available to shareholders at the company headquarters in Baia Mare , Bd . Unirii , nr. 10 ZIP code 430 271 , jud . Maramures, during business days between the hours of 9:00 to 4:00 p.m. and on the website of the company: www.maramuresul.ro/Actionari , as of May 6, 2016 .

The validity conditions not be met at the first call , the next General Assembly Extraordinaraa Shareholders is convened for June 16, 2016 with the same agenda , hours and venue .

The Board of Directors of the company MAGAZIN UNIVERSAL MARAMUREȘ S.A.
CA President Simon Anamaria

