

SOCIETATEA MAGAZIN UNIVERSAL MARAMURES S.A.

Baia Mare, Bd. Unirii nr. 10, Maramures county

Fax: 0362 – 401 227, Tel: 0262 – 225 371, 0262 – 225 285

Tax code: RO 6076555; Trade Register no. J24/1628/1994

Subscribed and paid-up share capital: 1.408.055 lei

RO05BRDE250SV10209902500

BRD Baia Mare

www.maramuresul.ro

email: secretariat@maramuresul.ro

The Board of Directors of the company **MAGAZIN UNIVERSAL MARAMURES S.A.**, headquartered in Baia-Mare, B-dul Unirii no. 10, Maramures county, fiscal identification code RO 6076555, order number in the Trade Register J24/1628/1994, in accordance with the provisions of art. 117 of Law no. 31/1990 regarding the companies, with the updated amendments, and with the provisions of the company constitutive act

SUMMONS

The Ordinary and Extraordinary General Meeting of the Shareholders of the company for **27.04.2020, 12:00 o'clock for AGOA and 13:00 o'clock for AGEA**, at the registered office, where only the shareholders registered in the Register of Shareholders of the Company held by SC Depozitarul Central SA will be able to participate and vote by the end of **16.04.2020**, set as **reference date**.

In case of non-compliance with the quorum conditions, the general meetings will be held on **28.04.2020**, at the same hours, in the same place and with the same agenda.

AGOA agenda:

1. Presentation and submission for approval of the Management Report of the Board of Directors regarding the financial statements related to the financial year 2019.
2. Presentation of the Report of the financial auditor on the financial statements for the financial year 2019.
3. Presentation and submission for approval of the financial statements for the financial year 2019.
4. The distribution of the net profit for the financial year 2019. It is proposed that the net profit in the amount of 1.321.722 lei, be distributed as deferred income.
5. The approval of the annual financial report on 31.12.2019 drawn up in accordance with the provisions of art. 63 of Law no. 24/2017 and Annex no. 15 to the ASF Regulation no. 5/2018.
6. Discharge from administration of the Management Board for the financial year 2019.
7. Approval of the revenue and expenditure budget for 2020.

SOCIETATEA MAGAZIN UNIVERSAL MARAMURES S.A.

Baia Mare, Bd. Unirii nr. 10, Maramures county

Fax: 0362 – 401 227, Tel: 0262 – 225 371, 0262 – 225 285

Tax code: RO 6076555; Trade Register no. J24/1628/1994

Subscribed and paid-up share capital: 1.408.055 lei

RO05BRDE250SV10209902500

BRD Baia Mare

www.maramuresul.ro

email: secretariat@maramuresul.ro

8. Approval of the remuneration of the members of the Board of Directors for the financial year 2020, remuneration that will be valid until the ordinary general meeting for the approval of the financial statements related to the current financial year.
9. Extension of the mandates of the financial auditor and the internal auditor by 1 (one) year, under the same financial conditions.
10. Mandate of the Chairman of the Board of Directors of the company, to sign, on behalf of the shareholders, the A.G.O.A. decision adopted and to fulfill any act or formality required by law for the registration of the decision at O.R.C.T. Maramures and its publication in the Official Gazette of Romania, Part IV. The Chairman of the Board of Directors may delegate all / some of the powers conferred above to any person / persons competent to fulfill this mandate.

AGEA agenda:

1. Approval of the acquisition by the company of real estate in a maximum amount of 1,000,000 Euros or equivalent in lei, consisting of land, with or without authorized construction projects, and / or constructions.
2. The empowering of the Board of Directors of the Company to identify the investment opportunities and to decide on the real estate to be purchased, the conditions and the purchase price, as well as to negotiate and sign all the necessary documents in order to fulfill this decision.
3. The empowering of the Chairman of the Board of Directors of the company, to sign, on behalf of the shareholders, the decision of A.G.E.A. adopted and to fulfill any act or formality required by law for the registration of the decision at O.R.C.T. Maramures and its publication in the Official Gazette of Romania, Part IV. The Chairman of the Board of Directors may delegate all / some of the powers conferred above to any person / persons competent to fulfill this mandate.

SOCIETATEA MAGAZIN UNIVERSAL MARAMURES S.A.

Baia Mare, Bd. Unirii nr. 10, Maramures county

Fax: 0362 – 401 227, Tel: 0262 – 225 371, 0262 – 225 285

Tax code: RO 6076555; Trade Register no. J24/1628/1994

Subscribed and paid-up share capital: 1.408.055 lei

RO05BRDE250SV10209902500

BRD Baia Mare

www.maramuresul.ro

email: secretariat@maramuresul.ro

Shareholders representing, individually or together, at least 5% of the share capital have the right, within 15 days from the publication of notice to attend in the Official Gazette of Romania, to introduce items on the agenda and to present the draft decisions for the items included or proposed to be included in the agenda. The shareholders can exercise these rights only in writing, the documents to be transmitted by mail / courier services, at the company's headquarters or by electronic means, at the e-mail address: office@maramuresul.ro. Each shareholder has the right to ask the company questions regarding the items on the agenda, at the latest by **24.04.2020**. The documents that will be made available to the shareholders in connection with the items on the agenda, as well as the draft resolutions will be available and can be obtained from the company's headquarters, from Monday to Friday, between 09:00-16:00 , starting with **25.03.2020**, or based on a written request addressed to the company (sent by post to the company's headquarters or by e-mail to office@maramuresul.ro), the answer to be sent to the postal address or to the e-mail address indicated in the request made by the shareholders.

On the web page of the company: www.maramuresul.ro/Actionari will be available, starting with **25.03.2020**, the special power of attorney forms to be used for the vote by representation, as well as the forms to be used for the vote by correspondence, draft decisions, other documents to be presented in A.G.O.E.A.

The shareholders will be able to show personally to the meetings, they will be able to appoint a representative or they will vote by correspondence, and they will prove their quality in the conditions and with the documents provided by law.

The quality of shareholder, as well as, in the case of shareholders legal persons or entities without legal personality, the quality of legal representative is established based on the list of shareholders from the reference date, received by the issuer from the central depository, or, as the case may be, for different data from the reference date, based on the following documents presented to the issuer by the shareholder: a) the statement of account attesting the quality of shareholder and the number of shares held; b) documents attesting the registration of the information regarding the legal representative to the central depository / respective participants;

SOCIETATEA MAGAZIN UNIVERSAL MARAMURES S.A.

Baia Mare, Bd. Unirii nr. 10, Maramures county

Fax: 0362 – 401 227, Tel: 0262 – 225 371, 0262 – 225 285

Tax code: RO 6076555; Trade Register no. J24/1628/1994

Subscribed and paid-up share capital: 1.408.055 lei

RO05BRDE250SV10209902500

BRD Baia Mare

www.maramuresul.ro

email: secretariat@maramuresul.ro

However, if the legal person shareholder did not inform the Central Depository in time about his legal representative or this information is not mentioned in the shareholders' list from the reference date received by the company from the Central Depository, then the proof of representative quality will be made with the confirmation of company details, in original or copy in accordance with the original, issued by the Trade Register or any other document, in original or in copy according to the original, issued by a competent authority of the State where the shareholder is legally registered, for the purpose of proving existence of the legal person and the name / capacity of legal representative.

The documents attesting the status of legal representative drawn up in a foreign language, other than English, will be accompanied by a translation made by an authorized translator in Romanian or English.

The above identification requirements also apply appropriately to prove the shareholder quality and, as the case may be, of the legal representative of the shareholder proposing the introduction of new items on the agenda of the general meeting of shareholders or who asks questions to the issuer regarding points on the agenda of the general meeting of shareholders.

The representation of the shareholders can be done by persons other than the shareholders, based on a special or general power of attorney. The special power of attorney may be granted to any person for representation at the general meeting and contains specific voting instructions from the granting shareholder. The shareholder may grant a power of attorney valid for a period not exceeding 3 years, allowing his representative to vote in all matters in the general meeting of the shareholders of one or more companies identified in the power of attorney, including as regards acts of disposition, provided that the shareholding is granted by the shareholder, as a client, to an intermediary defined according to art. 2 paragraph (1) point 20 of Law no. 24/2017 regarding issuers of financial instruments and market operations or to a lawyer. The special or general powers of attorney will be filed in original at the company's headquarters until **25.04.2020, 12:00 o'clock**. At the same time, the ballots by correspondence filled in and signed by the shareholders, will be submitted in a sealed envelope at the company's

SOCIETATEA MAGAZIN UNIVERSAL MARAMURES S.A.

Baia Mare, Bd. Unirii nr. 10, Maramures county

Fax: 0362 – 401 227, Tel: 0262 – 225 371, 0262 – 225 285

Tax code: RO 6076555; Trade Register no. J24/1628/1994

Subscribed and paid-up share capital: 1.408.055 lei

RO05BRDE250SV10209902500

BRD Baia Mare

www.maramuresul.ro

email: secretariat@maramuresul.ro

headquarters, personally or by courier / post (by registered letter with acknowledgment of receipt), indicating on the envelope the address of the sender / shareholder and the mention: „*For the Ordinary and / or Extraordinary General Meeting of the Shareholders of the Company as of 27/28.04.2020*”.

In view of the latest measures of the Romanian public authorities in relation to preventing / limiting the spread of COVID-19, as well as the Presidential Decree on the state of emergency published in the Official Gazette of Romania on 16.03.2020, the company recommends to its shareholders:

- to access the informative materials for A.G.O.E.A., in electronic format, available on the website www.maramuresul.ro/Actionari, rather than in physical format, at the company headquarters;
- to vote by correspondence, by using the ballot;
- to use, as a means of communication, the e-mail with an extended electronic signature incorporated, rather than sending it by post or courier to the company's headquarters when sending (i) proposals regarding the addition of new items on the agenda of the AGA, (ii) draft decisions, (iii) written questions before the AGA, (iv) proxies for representation in the AGA or (v) ballots for the vote by correspondence.

The Board of Directors of the company MAGAZIN UNIVERSAL MARAMURES S.A.

Chairman of the Board of Directors

Curtean Anamaria

SOCIETATEA MAGAZIN UNIVERSAL MARAMURES S.A.

Baia Mare, Bd. Unirii nr. 10, Maramures county

Fax: 0362 – 401 227, Tel: 0262 – 225 371, 0262 – 225 285

Tax code: RO 6076555; Trade Register no. J24/1628/1994

Subscribed and paid-up share capital: 1.408.055 lei

RO05BRDE250SV10209902500

BRD Baia Mare

www.maramuresul.ro

email: secretariat@maramuresul.ro

ANNEX

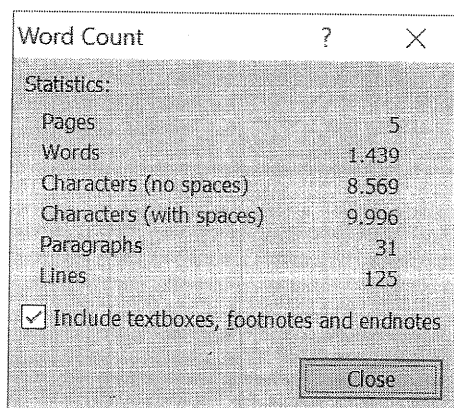
To the notice to attend A.G.O.E.A. MAGAZIN UNIVERSAL MARAMURES S.A.

The undersigned Curtean Anamaria, Chairman of the Board of Directors of MAGAZIN UNIVERSAL MARAMURES S.A., I declare that, the A.G.O.E.A. notice to attend MAGAZIN UNIVERSAL MARAMURES SA for 27/28.04.2020 has a number of 9.996 characters with spaces.

Signature:

Chairman of the Board of Directors

Curtean Anamaria



I, the undersigned, Balmos Madalina, authorized translator and interpreter for the foreign language English under authorization no. 36030 from 01.11.2019, issued by the Romanian Ministry of Justice, certify the accuracy of the translation from Romanian to English, that the original text has been fully translated, without omissions, and that the translation does not have distorted content and meaning.