

No. 132/08.01.2016

To,  
**Bucharest Stock Exchange**  
**Financial Supervisory Authority**  
**Financial Instruments and Investors Sector**

**Current report under Regulation no. 1/2006**

**Report date:**

**Name of the company:** SSIF Broker SA

**Headquarter:** Cluj Napoca, no. 119, Motilor street, Cluj County

**Tel. No.:** 0364.401.709 Fax: 0364.401.710

**Number and date of registration at ORC:** J12 / 3038/1994

**CUI:** 6738423, **Capital:** 84,670,466.75 lei

**The regulated market on which the issued securities are traded:** BSE, premium category

**Important events to report:**

**Convening notice for the Ordinary General Shareholders' Meeting of SSIF Broker SA to be held on 24 February 2016**

By the decision taken on 08.01.2016, the Board of Directors of SSIF Broker SA, registered under no ORC Cluj. J12 / 3038/1994, CUI 6738423, with headquarter in Cluj-Napoca, Motilor Street, no. 119, (hereinafter referred to as the "Company"), in accordance with article 117 of Law no. 31/1990, and with Law 297/2004 as amended and supplemented, the provisions of CNVM Regulation 6/2009 of and the Articles of Association of the Company

**CONVENES:**

The Ordinary General Meeting of Shareholders ("OGSM") as required by law and the articles of association to date of **24.02.2016 at 12:00** at company headquarter, in Cluj-Napoca, Motilor Street no. 119, Cluj County, for all shareholders registered in the Shareholders Register managed by the Central Depository at the end of **10.02.2016**, established as reference date. In case of failure of any statutory or other conditions of

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validity, the Ordinary General Shareholder Meeting, to be held on date **25.02.2016, 12:00**, in the same place, with the same agenda to all shareholders registered in the Shareholders Register at the same time Reference as follows:

Ordinary General Meeting of Shareholders will have on the agenda the following points:

1. Termination of the contract with BDO Auditors & Accountants SRL, as consequence of this company not meeting the requirements of the FSA Norm no. 21/2014 until the 31.10.2015
2. Appointment of the financial auditor for 2015 and 2016 and mandating the Board of Administrators for signing the contract with the financial auditor.
3. Approval of the registration date for identifying the shareholders who are affected by the Ordinary General Shareholders Meeting decision, under Art. 238 of Law no.297/2004 on capital markets. The proposed registration date is March 14, 2016.
4. Approval of ex date as the date from which the financial instruments object of the Ordinary General Shareholders Meeting decision are traded without rights deriving from that decision. The proposed ex date is March 11, 2016.
5. Approval of mandating Mr. Buliga Mihai and Mr. Pop Adrian, that together or separately, to carry out all procedures and formalities required by law for carrying out the decisions of the Assembly, filing and taking documents and sign for this purpose in the name of the Company, in relationship with the Trade Register, FSA, BSE and other public or private entities. The trustees mentioned above will be able to delegate the powers granted according to the above to any person, as they consider appropriate.

Tenders for contracting the financial audit will be submitted to the company headquarters in Cluj Napoca, 119 Motilor Street, in a sealed envelope bearing the mention "Tender for supplying financial audit services OGSM February 24/25, 2016". Tender dossier must contain:

- Proof of audit firm registration in the FSA register,
- Copy of the ascertaining certificate issued by the NTC, no older than 30 days prior to the date of filing,
- Financial offer,
- A document of company's presentation encompassing experience in auditing financial statements,
- Signed and dated CV for key partner, with a detailed presentation of specific studies and professional experience,
- A copy of the insurance contract for professional liability,

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- Criminal record of the company,
- Fiscal record of the company,
- A financial auditor's declaration of independence in relation to SSIF BROKER SA
- Number and date of authorization for operation issued by CAFR

Tenders must be submitted to the company's secretariat starting on January 14, 2016 until February 12, 2016, 12 o'clock. Tenders will be analyzed and validated by the Audit Committee of the Board of Administrators of SSIF Broker SA, which will propose to the Board to include the audit firms on the ballot. Tenders validated by the Audit Committee and Board of Administrators will be published on the company website on February 15, 2016, 5 o'clock p.m.

Only the persons registered as shareholders of the Company on 10.02.2016 (the Reference Date) in the register of shareholders have the right to participate and vote at the OGSM.

Access of shareholders entitled to participate in the "OGSM" is allowed by simply proving their identity, made in the case of natural persons with ID, and in the case of corporate shareholders and individual shareholders represented by special or general proxy given to the natural person who represents them and the identity card of the representative. Proxy forms can be obtained from the Company's headquarters starting on 22.01.2016 and on its website [www.ssifbroker.ro](http://www.ssifbroker.ro). The proxy forms will be available both in Romanian and English;

Special or general power of attorney shall be drafted in three originals (one for the company, one for the represented shareholder and one for the proxy). Powers of attorney and a copy of ID or certificate of registration and certificate issued by the Trade Register or any other document issued by a competent authority of the State in which the shareholder is registered legally (with a validity of maximum 3 months before the publication date of the convening notice for the General Meeting) of the shareholder represented will be filed / submitted in original at the company headquarter or by e-mail at the following e-mail adress: [Secretariat@ssifbroker.ro](mailto:Secretariat@ssifbroker.ro) if possesor of electronic signature and will be written in Romanian or English, up to **22.02.2016, 12:00**.

If power of attorney is given by a shareholder to a credit institution which provides custodial services, it will be signed by the shareholder and will be accompanied by an affidavit given by the credit institution that received power of representation by proxy , which establishes that:

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- Credit institution provides custody services for the shareholder,
- Instructions in the proxy are identical with the SWIFT instructions from the message received by the credit institution, to vote on the behalf of the shareholder
- Proxy is signed by the shareholder.

On the meeting date, at the entrance to the meeting room of the General Meeting, designated representative will submit a copy of his identification documents and the original power of attorney if it was sent by e-mail, with embedded electronic signature.

One or more shareholders representing individually or together, at least 5% of the share capital have the right to request the introduction of additional points on the agenda of the General Meeting. The quality of shareholder of the Company shall be supported by certified copies of valid identification documents of the initiators. They refer to identity documents (ID / identity card) for individuals and certificates of registration and ascertaining or any other document issued by a competent authority of the State in which the shareholder is legally registered (with a validity of maximum 3 months before the publication of convening notice for the general meeting) indicating legal owners representative for legal persons shareholders of the Company. Documents attesting the legal representative written in a foreign language other than English will be accompanied by a translation made by an authorized translator in Romanian or English.

Proposals for introducing new points on the agenda of the general meeting, the draft resolutions for items included or to be included on the agenda of the general meeting shall be accompanied by copies of identification of initiators and will be submitted to The company, at the latest on 29.01.2016, time 17:00 in sealed envelope with the specification written in capital letters: "For the Ordinary shareholders' Meeting or sent by e-mail with electronic signature in compliance with Law no.455 / 2001 on electronic signature, within the same period at: [secretariat@ssifbroker.ro](mailto:secretariat@ssifbroker.ro) , mentioning the topic "For the Ordinary Shareholders Meeting".

In attention of the shareholders, the proposals regarding the introduction of new items on the agenda of the meeting is required for every point there initially proposed by a justification or a draft resolution for adoption by the General Meeting.

Last updated version of proxies and ballots by mail will be available on the company's website starting on 15.02.2016, time 17:00.

Each shareholder is entitled to ask questions in written to the Board of Directors shortly before the general meeting, regarding the items on the agenda, according to 13 of NSC Regulation no. 6/2009. The answer is deemed given if the requested information is published on the website of the company.

Shareholders registered in the register at the reference date shareholders have the opportunity to vote by mail prior to the meeting date by voting form sent by mail. The form of voting by mail, along with copy of the identity and / or registration certificate and the certificate issued by ORC or any other document of the shareholder, issued by a competent authority of the State in which the shareholder is registered legally (no older than 3 months from the publication reported convener general meeting) will be sent to the Company in original, at its headquarters or by e-mail at the following e-mail address: Secretariat@ssifbroker.ro, with electronic signature, in compliance with Law no.455 / 2001, till date 22.02.2016, time 12.00. Forms will be written in Romanian or English.

Shareholders who voted by special proxies or voting by correspondence may change the initial choice (opinion and voting way). The last registered vote until 22.02.2016, time 12:00 will be considered.

In case the shareholder who has voted by mail or through a representative attend the general meeting, the vote by mail for the general meeting will be canceled. In this case, the only vote taken into consideration will be the one in person or by proxy.

Forms for ballot by mail, the special proxy forms (both available in Romanian and English), informative documents and materials regarding the items on the agenda, including draft resolutions, are available to shareholders starting with 22.01.2016, time 17:00 on the company's website at [www.ssifbroker.ro](http://www.ssifbroker.ro).

Verification and centralization of votes by correspondence and by proxies is made by a technical committee appointed by the Board of Directors, made up of people who will keep secure and will ensure the confidentiality of votes until the point of the agenda will be voted.

This convening notice will be completed with applicable legal provisions.

Chairman of the Board  
Mihai Buliga

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