



UZTEL S.A.

OILFIELD EQUIPMENT MANUFACTURING AND REPAIRS

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FISCAL CODE RO1352846 , R.C. PLOIESTI NO. J29/48/1991

IN REORGANIZARE JUDICIARA IN JUDICIAL REORGANISATION EN REDRESSEMENT

DRAFT

RESOLUTION NO. 1 of 28/29.04.2015 of Ordinary General Meeting of Shareholders of S.C. UZTEL S.A. Ploiesti

General Meeting of Shareholders SC UZTEL S.A. convened by the Judiciary Administrator , namely Consortium made up of Euro INSOL SPRL, based in Bucharest, str. Baladei, no. 2 bl. 56, sc. 2, 4th floor, ap. 66, District 4, represented by coordinator practitioner lawyer PhD Borza Remus Adrian and **Euroinsol Consulting SPRL**, based in Ploiesti, B-dul Republicii, no. 21, bl. A5, ap. 5 Prahova County, represented by associate coordinator lawyer Maer Alina Mariana, to date 28/04/2015 (first call) or 29/04/2015 (second call), 10.00, at SC UZTEL S. A., Ploiesti, str. Mihai Bravu, no. 243, Prahova County has conducted work on call, on 04.2015.

The convening and holding the General Meeting of Shareholders work was carried out under the provisions of Law no. 85/2014 on insolvency and insolvency prevention procedures of the Companies Act no. 31/1990, republished, as amended and supplemented, Law no. 297/2004 on the capital market as amended and supplemented, the NSC Regulation no. 1/2006 on issuers and securities operations, CNVM Regulation No.6 / 2009 on the exercise of certain rights of shareholders in general meetings of companies, with subsequent modifications and according to the Articles of Association of the Company,

The summons was published in the Official Gazette of Romania, Part IV, no. 1552 / 24.03.2015, in Bursa newspaper no. ... /24.03.2015 and posted on the company website at www.uztel.ro, shareholders section, starting on 27/03/2015.

General Meeting of Shareholders is legal and statutory shareholders owning a total of shares, representing% of the share capital and% of the total voting rights are present, represented or who have voted by mail. Quorum requirement is fulfilled in accordance with Art. 10 of the Articles of Association of the Company and of art. 112 paragraph 1 of the Companies Act no. 31/1990, republished

It was attended by shareholders registered in the Register of Shareholders held by SC DEPOZITARUL CENTRAL S.A. at the end of the day 04.17.2015, set as Reference Date.

After debate, the Ordinary General Meeting of Shareholders of UZTEL S.A.

Ploiesti adopted the following decisions:

Art. 1

To approve the annual financial statements UZTEL Ploiesti ended on 31.12.2014 based on the Annual Report of the Judiciary Administrator for the year 2014 and of External Financial Auditor's Report, the following financial indicators:

1. Turnover 73,512,397 lei
2. Total revenue 86,669,859 lei
3. Total expenses 83,147,317 lei
4. The gross result 3,522,542 lei
5. Net result of year 2,403,349 lei

This item is adopted by a majority vote of the shareholders present, represented or who have voted by mail, as expressed a total of valid votes, representing a total of shares of the Company, respectively% of the share capital and% of the voting rights of shareholders present, represented or who have voted by mail, including:

- votes "for" representing% of the voting rights of shareholders present, represented or who have voted by mail;
- votes "against" representing% of the voting rights of shareholders present, represented or who have voted by mail;
- votes "abstention:

Art. 2

To approve the distribution of the net profit amounting to 2,403,349 lei for the financial year 2014 as follows: establishing legal reserve fund in the amount of 241,609 lei and partial coverage of accounting loss for 2010 in the amount of 2,161,740 lei.

This item is adopted by a majority vote of the shareholders present, represented or who have voted by mail, as expressed a total of valid votes, representing a total of shares of the Company, respectively% of the share capital and% of the voting rights of shareholders present, represented or who have voted by mail, including:

- votes "for" representing% of the voting rights of shareholders present, represented or who have voted by mail;
- votes "against" representing% of the voting rights of shareholders present, represented or who have voted by mail;
- votes "abstention:

Art. 3

To approve the discharge of the receiver of SC UZTEL S.A. Ploiesti for his activity in the year 2014 on the basis of reports.

This item is adopted by a majority vote of the shareholders present, represented or who have voted by mail, as expressed a total of valid votes, representing a total of shares of the Company, respectively% of the share capital and% of the voting rights of shareholders present, represented or who have voted by mail, including:

- votes "for" representing% of the voting rights of shareholders present,

represented or who have voted by mail;
-votes "against" representing% of the voting rights of shareholders present,
represented or who have voted by mail;
-votes "abstention:

Art. 4

To approve the Income and Expenditure and Investment Program for 2015.
This item is adopted by a majority vote of the shareholders present, represented or who have voted by mail, as expressed a total of valid votes, representing a total of shares of the Company, respectively% of the share capital and% of the voting rights of shareholders present, represented or who have voted by mail, including:
-votes "for" representing% of the voting rights of shareholders present, represented or who have voted by mail;
-votes "against" representing% of the voting rights of shareholders present, represented or who have voted by mail;
-votes "abstention:

Art. 5

20.05.2015 is approved as registration date, according to art. 238 of Law no. 297/2004 regarding the capital market, as amended and supplemented, to identify shareholders who are affected AGOA decisions taken in the meeting of 28 / 29.04.2015.
This item is adopted by a majority vote of the shareholders present, represented or who have voted by mail, as expressed a total of valid votes, representing a total of shares of the Company, respectively% of the share capital and% of the voting rights of shareholders present, represented or who have voted by mail, including:
-votes "for" representing% of the voting rights of shareholders present, represented or who have voted by mail;
-votes "against" representing% of the voting rights of shareholders present, represented or who have voted by mail;
-votes "abstention:

Art. 6

19.05.2014, is approved as the ex date, according to art. 2 and art. 5 of 6 p.11 C.N.V.M. Regulation No.6 / 2009 on the exercise of certain rights of shareholders in general meetings of companies.
This item is adopted by a majority vote of the shareholders present, represented or who have voted by mail, as expressed a total of valid votes, representing a total of shares of the Company, respectively% of the share capital and% of the voting rights of shareholders present, represented or who have voted by mail, including:
-votes "for" representing% of the voting rights of shareholders present, represented or who have voted by mail;
-votes "against" representing% of the voting rights of shareholders present, represented or who have voted by mail;

-votes "abstention:

Article 7

It empowers Mrs. attorney Maer Alina Mariana , as trustee and legal representative of the Company, to sign this OGMS decisions and to make all necessary legal formalities for the registration and enforcement of decisions adopted, as well as giving Mrs. attorney Maer Alina Mariana the right to delegate another person to carry out the formalities mentioned above.

This item is adopted by a majority vote of the shareholders present, represented or who have voted by mail, as expressed a total of valid votes, representing a total of shares of the Company, respectively% of the share capital and% of the voting rights of shareholders present, represented or who have voted by mail, including:

-votes "for" representing% of the voting rights of shareholders present, represented or who have voted by mail;

-votes "against" representing% of the voting rights of shareholders present, represented or who have voted by mail;

-votes "abstention:

**JUDICIARY ADMINISTRATOR,
EUROINSOL CONSULTING SPRL**
The associate coordinator
Attorney Maer Alina Mariana

Undersigned, Maria Coman, sworn interpreter and translator for the English and French languages under the license no. 5886/2001 of 11 December 2001 issued by the Ministry of Justice of Romania, certify the accuracy of the translation done from Romanian to English language that the text presented has been fully translated, without omissions, and that the translation did not distorted document content and meaning.

The document whose translation is required in full was issued by SC UZTEL SA , Ploiesti city, Romania and presented me completely .

The translation of the document submitted was executed according to a written request filed at no 77/20.03.2015, kept in the archives of the undersigned.

SWORN NTERPRETER AND TRANSLATOR

