



BUCHAREST STOCK EXCHANGE

Date: March 19, 2014

No. 2571/19.03.2014

To: Financial Supervisory Authority

Fax: 021- 659.60.51

Bucharest Stock Exchange

Fax: 021-256.92.76

CURRENT REPORT

In compliance with the provisions of Law no. 297/2004 on capital market and NSC Regulation no. 1/2006 regarding the issuers and the operations with securities

Date of report: March 19, 2014

Name of issuer: Bursa de Valori Bucuresti S.A.

Registered office: 34-36 Carol I Blvd, 13-14 floors, district 2, Bucharest, postal code 020922

Telephone/fax number: + 40 21 3079500; + 40 21 3079519

Sole registration number with the Trade Register Office: 17777754

Trade Register number: J40/12328/2005

Share capital: RON 76,741,980

Regulated market on which the issued securities are traded: Bucharest Stock Exchange

Significant event to be reported: Convening the Ordinary General Meeting of Shareholders of Bursa de Valori Bucuresti S.A. for April 24/25, 2014

The Board of Governors of Bursa de Valori Bucuresti S.A. (hereinafter referred to as "*The Company*"), approved in the meeting held on March 18, 2014 to convene The Ordinary General Meeting of Shareholders, **in Bucharest, 4 Nicolae Balcescu Blvd., 1st District, Intercontinental Hotel, Ronda Hall, on April 24, 2014, starting at 10:00 a.m.**, for all the shareholders registered in the Company Shareholders' Registry held by Depozitarul Central S.A., Bucharest, at the end of **April 14, 2014**, considered as **Reference Date** for this meeting.

In case that on the aforementioned date the quorum requirements stipulated at article 35 (1) of the Company's Articles of Incorporation are not fulfilled, it is convened and set according to art. 118 of the Law no. 31/1990 in connection with art. 31(4) of the Company's Articles of Incorporation the second Ordinary General Meeting of Shareholders of the Company on **April 25, 2014, starting at 10:00, at the same address, with the same agenda and Reference Date.**

Annex: Convening notice of the Ordinary General Meeting of Shareholders on April 24/25, 2014

Ludwik Sobolewski
General Manager

<p style="text-align: center;">CONVOACARE</p> <p>Consiliul de Administratie al Societatii BURSA DE VALORI BUCURESTI S.A., inregistrata la Oficiul Registrului Comertului de pe langa Tribunalul Bucuresti sub nr. J40/12328/2005, Cod Unic de Inregistrare RO 17777754, cu sediul in Mun. Bucuresti, Bd. Carol I nr. 34-36, et. 13-14, cod postal 020922, sector 2 (denumita in continuare „<i>Societatea</i>”),</p> <p>In temeiul Legii societatilor nr. 31/1990, republicata (“<i>Legea nr. 31/1990</i>”), Legii nr. 297/2004 privind piata de capital, cu modificarile si completarile ulterioare („<i>Legea nr. 297/2004</i>”), Regulamentului C.N.V.M. nr. 6/2009 privind exercitarea anumitor drepturi ale actionarilor in cadrul adunarilor generale ale societatilor comerciale, cu modificarile si completarile ulterioare, Actului Constitutiv al Societatii,</p>	<p style="text-align: center;">CONVENING NOTICE</p> <p>The Board of Governors of the Bucharest Stock Exchange, registered with the Trade Registry Office of Bucharest Court under number J40/12328/2005, Fiscal Registration Code RO 17777754, headquartered in Bucharest, 34-36 Carol I Blvd., floors 13-14, postal code 020922, 2nd District (hereinafter referred to as the „<i>Company</i>”),</p> <p>Considering Law no. 31/1990 on companies, republished (“<i>Companies Law</i>”), Law no. 297/2004 regarding the capital market as subsequently amended and supplemented (“<i>Capital Market Law</i>”), Regulation no. 6/2009 regarding the exercise of the certain rights of shareholders in general meetings of companies, subsequently amended and supplemented, issued by the Romanian National Securities Commission, and the Company’s Articles of Incorporation,</p>
<p style="text-align: center;">CONVOACA:</p>	<p style="text-align: center;">CONVENES:</p>
<p>Adunarea Generala Ordinara a Actionarilor Societatii, in Mun. Bucuresti, Bd. Nicolae Balcescu nr. 4, sector 1, la Hotel Intercontinental, Sala Ronda, in data de 24.04.2014, de la ora 10:00, pentru toti actionarii inregistrati in Registrul Actionarilor Societatii, tinut de Societatea Depozitarul Central S.A. Bucuresti, la sfarsitul zilei de 14.04.2014, considerata Data de Referinta pentru aceasta adunare.</p>	<p>The Ordinary General Meeting of Shareholders of the Company, in Bucharest, 4 Nicolae Balcescu Bd., 1st District, Intercontinental Hotel, Ronda Hall, on April 24, 2014, starting at 10:00 a.m., for all the shareholders registered in the Company Shareholders’ Registry held by Depozitarul Central S.A., Bucharest, at the end of April 14, 2014, considered Reference Date for this meeting.</p>
<p>In cazul in care la data mentionata mai sus nu se vor intruni cerintele de cvorum stabilite la art. 35 (1) din Actul Constitutiv al Societatii, se convoaca si se fixeaza in temeiul art. 118 din Legea nr. 31/1990 raportat la art. 31 (4) din Actul Constitutiv al Societatii cea de-a doua Adunare Generala Ordinara a Actionarilor Societatii pentru ziua imediat urmatoare, respectiv 25.04.2014, de la ora 10:00 la aceeasi adresa, cu aceeasi ordine de zi si Data de Referinta.</p>	<p>In case that on the aforementioned date the quorum requirements stipulated at article 35 (1) of the Company’s Articles of Incorporation are not fulfilled, it is convened and set according to art. 118 of the Companies Law in connection with art. 31(4) of the Company’s Articles of Incorporation the second Ordinary General Meeting of Shareholders of the Company on April 25, 2014, starting at 10:00, at the same address, with the same agenda and Reference Date.</p>
<p style="text-align: center;"><u>ORDINEA DE ZI A ADUNARII GENERALE</u> <u>ORDINARE A ACTIONARILOR:</u></p>	<p style="text-align: center;"><u>AGENDA OF THE ORDINARY GENERAL MEETING</u> <u>OF SHAREHOLDERS:</u></p>
<p>1. Prezentarea, discutarea si aprobarea situatiilor financiare anuale individuale ale Societatii incheiate la 31 decembrie 2013, pe baza Raportului Anual al administratorilor pentru exercitiul financiar 2013 si a Raportului intocmit de auditorul financiar al BVB PricewaterhouseCoopers S.R.L.</p>	<p>1. Presentation, discussions and approval of annual individual financial statements of the Company as of December 31, 2013, based on the Annual Report of the administrators for the financial year of 2013 and the Financial Auditor Report issued by the financial auditor of the Company - PricewaterhouseCoopers S.R.L.</p>
<p>2. Aprobarea modului de repartizare a profitului Societatii realizat in anul 2013 in suma de 9.484.404 lei, astfel: alocarea sumei de 446.300 lei pentru rezerva legala si distribuirea sumei de 9.038.104 lei ca dividende. Aprobarea fixarii unui dividend brut/actiune de 1,1777 lei si a distribuirii dividendelor incepand cu data de 2 iunie 2014.</p>	<p>2. Approval the distribution of Company profit achieved in 2013, amounting RON 9,484,404 as follows: the disbursement of RON 446,300 for legal reserve and distribution of RON 9,038,104 as dividends. Approval of a gross dividend per share of RON 1.1777 and the distribution of the dividends starting with June 2, 2014.</p>
<p>3. Aprobarea descarcarii de gestiune a administratorilor Societatii pentru activitatea desfasurata in exercitiul financiar 2013, pe baza rapoartelor prezentate.</p>	<p>3. Approval of the responsibility discharging of the Company administrators for their activity carried out during the financial year 2013, based on the presented reports.</p>
<p>4. a) Aprobarea remuneratiilor administratorilor pentru exercitiul financiar 2014. b) Aprobarea recompensarii administratorilor Societatii pentru exercitiul financiar 2013.</p>	<p>4. a) Approval of the allowance for the Board Members for 2014. b) Approval of the recompensation of Company administrators for 2013.</p>

<p>5. Numirea auditorului financiar al Societatii si stabilirea duratei contractului de audit financiar.</p>	<p>5. Apointment of the financial auditor of the Company and establishing the period of the financial audit contract.</p>
<p>6. Prezentarea, discutarea si aprobarea Bugetului de Venituri si Cheltuieli si a Planului de afaceri pentru anul 2014.</p>	<p>6. Presentation, discussions and approval of Income and Revenues Budget and Business Plan for 2014.</p>
<p>7. a) Aprobarea procedurii de desemnare a candidatilor Societatii pentru Consiliile de Administratie ale societatilor Casa de Compensare Bucuresti S.A. si, respectiv, Depozitarul Central S.A. b) Desemnarea candidatilor Societatii pentru Consiliile de Administratie ale societatilor Casa de Compensare Bucuresti S.A. si, respectiv, Depozitarul Central S.A.</p>	<p>7. a) Approval of the procedure of designation of the Company candidates for the Boards of Directors of Casa de Compensare Bucuresti S.A. and Depozitarul Central S.A., respectively. b) Designation of the Company candidates for the Boards of Directors of Casa de Compensare Bucuresti S.A. and, respectively, Depozitarul Central S.A.,</p>
<p>8. Aprobarea datei de 15.05.2014 ca Data de Inregistrare, conform art. 238 alin. (1) din Legea nr. 297/2004 privind piata de capital, cu modificarile si completarile ulterioare, pentru identificarea actionarilor asupra carora se rasfrang hotararile adoptate in prezenta Adunare Generala Ordinara a Actionarilor.</p>	<p>8. Approval of May 15, 2014 as Registration Date, according to art. 238 (1) of the Law no. 297/2004 regarding the capital market, as amended and supplemented, for the identification of the shareholders who are affected by the resolutions adopted in the present Ordinary General Meeting of Shareholders.</p>
<p>9. Mandatarea Directorului General al Societatii, dl. Ludwik Sobolewski, cu posibilitatea de substituire, pentru: (i) a incheia si/sau semna, in numele Societatii si/sau al actionarilor Societatii: hotararile prezentei Adunari Generale Ordinare a Actionarilor, oricare si toate hotararile, documentele, aplicatiile, formularele si cererile adoptate/intocmite in scopul sau pentru executarea hotararilor prezentei Adunari Generale Ordinare a Actionarilor in relatie cu orice persoana fizica sau juridica, privata sau publica, si pentru (ii) a efectua toate formalitatile legale pentru inregistrare, publicitate, opozabilitate, executare si publicare a hotararilor adoptate.</p>	<p>9. Empowering the Chief Executive Officer of the Company, Mr. Ludwik Sobolewski, with the right to delegate the powers, to: (i) execute and/or sign, on behalf of the Company and/or of the Company's shareholders: the resolutions of the present Ordinary General Meeting of Shareholders, any and all the decisions, documents, applications, forms and requests adopted/prepared in order to or for the execution of the resolutions of the present Ordinary General Meeting of Shareholders, in relation with any natural or legal person, private or public, and to (ii) fulfill all the legal formalities for registration, publicity, opposability, execution and publishing of these resolutions.</p>
<p>a) <u>Dreptul actionarilor de a participa la Adunarea Generala Ordinara a Actionarilor</u></p> <p>La Adunarea Generala Ordinara a Actionarilor sunt indreptatiti sa participe si isi pot exercita dreptul de vot numai actionarii inregistrati in Registrul Actionarilor Societatii la Data de Referinta (14.04.2014), conform prevederilor legale si ale Actului Constitutiv, personal (prin reprezentantii legali) sau prin reprezentant (pe baza de Procura speciala), cu restrictiile legale, sau, inainte de Adunarea Generala Ordinara a Actionarilor, prin corespondenta (pe baza de Buletin de vot prin corespondenta).</p> <p>Accesul si/sau votul prin corespondenta al actionarilor indreptatiti sa participe la Adunarea Generala Ordinara a Actionarilor este permis prin simpla proba a identitatii acestora facuta, <i>in cazul actionarilor persoane fizice</i>, cu actul de identitate (buletin de identitate/carte de identitate pentru cetatenii romani sau, dupa caz, pasaport/legitimatie de sedere pentru cetatenii straini) si, <i>in cazul persoanelor juridice</i>, cu actul de identitate al reprezentantului legal (buletin de identitate/carte de identitate pentru cetatenii romani sau, dupa caz, pasaport/legitimatie de sedere pentru cetatenii straini).</p> <p>Calitatea de reprezentant legal se dovedeste cu un certificat constator eliberat de registrul comertului sau orice alt document emis de catre o autoritate competenta din statul in care actionarul este inmatriculat legal, care atesta calitatea de reprezentant legal, prezentat in original sau copie conforma cu originalul. Documentele care atesta calitatea de reprezentant legal al actionarului persoana juridica vor fi emise cu cel mult 3 luni inainte de data publicarii</p>	<p>a) <u>The right of the shareholders to participate to the Ordinary General Meeting of Shareholders</u></p> <p>Only shareholders who are registered with the Company's Shareholders Registry at the Reference Date (April 14, 2014) are entitled to attend and cast their votes in the Ordinary General Meeting of Shareholders of the Company, according to the legal provisions and Articles of Incorporation provisions, in person (by the legal representatives) or by proxy (based on a special Power of Attorney), considering the legal constraints, or by correspondence, prior to the Ordinary General Meeting of Shareholders (based on a Correspondence Voting Bulletin).</p> <p>The access and/or the vote by mail of the shareholders entitled to attend the Ordinary General Meeting of Shareholders is allowed by the simple proof of their identity made by, <i>in case of shareholders who are natural persons</i>, their identity document (BI/CI for the Romanian citizens or, as the case may be, Passport/Residence Permit for the foreign citizens) and, <i>in case of legal entities</i>, based on the identity document of the legal representative (BI/CI for the Romanian citizens or, as the case may be, Passport/Residence Permit for the foreign citizens).</p> <p>The capacity as legal representative is proved by a certificate issued by the trade registry or any other document issued by a competent authority of the country in which the shareholder is registered, attesting the capacity as legal representative, presented in original or certified copy. Documents certifying the legal representative of the shareholder - legal person shall be issued no later than 3 months before publication of the convening notice of the</p>

<p>convocatorului Adunarii Generale Ordinare a Actionarilor.</p> <p>Reprezentantii persoanelor fizice vor fi identificati pe baza actului de identitate (buletin de identitate/carte de identitate pentru cetatenii romani sau, dupa caz, pasaport/legitimatie de sedere pentru cetatenii straini), insotit de Procura speciala semnata de catre actionarul persoana fizica.</p> <p>Reprezentantii actionarilor persoane juridice isi vor dovedi calitatea pe baza actului de identitate (buletin de identitate/carte de identitate pentru cetatenii romani sau, dupa caz, pasaport/legitimatie de sedere pentru cetatenii straini), insotit de Procura speciala semnata de reprezentantul legal al persoanei juridice respective. Reprezentantii actionarilor persoane juridice vor prezenta si un document oficial care atesta calitatea de reprezentant legal al semnatarului Procurii speciale (dovada emisa de o autoritate competenta, in original sau copie conforma cu originalul, nu mai veche de 3 luni inainte de data publicarii convocatorului Adunarii Generale Ordinare a Actionarilor).</p> <p>Informatii privind Procurile speciale si votul prin corespondenta sunt mentionate la pct. d) de mai jos.</p> <p>Documentele prezentate intr-o limba straina, alta decat limba engleza (cu exceptia actelor de identitate valabile pe teritoriul Romaniei) vor fi insotite de traducerea realizata de un traducator autorizat, in limba romana sau in limba engleza.</p>	<p>Ordinary General Meeting of Shareholders.</p> <p>The representatives of the natural persons shall be identified based on their identity document (BI/CI for the Romanian citizens or, as the case may be, Passport/Residence Permit for the foreign citizens), accompanied by the special Power of Attorney signed by the shareholder - natural person.</p> <p>The representatives of the shareholders - legal persons shall prove their capacity based on their identity document (BI/CI for the Romanian citizens or, as the case may be, Passport/Residence Permit for the foreign citizens), accompanied by the special Power of Attorney signed by the legal representative of the respective legal person. The representatives of the shareholders - legal persons shall present an official document attesting their capacity as legal representative of the signatory of the special Power of Attorney (proof issued by the competent authority, presented in original or certified copy, issued no later than 3 months before publication of the convening notice of the Ordinary General Meeting of Shareholders).</p> <p>Information concerning the special Powers of Attorney and the votes by correspondence is enclosed at point d) below.</p> <p>Any documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian or English language.</p>
<p><u>b) Dreptul de a formula propuneri de candidati ai Societatii pentru Consiliile de Administratie ale societatilor Casa de Compensare Bucuresti S.A. si respectiv Depozitarul Central S.A.</u></p> <p>Consiliul Bursei si orice actionar interesat pot face, in scris, astfel incat sa fie inregistrate ca primate la registratura Societatii, pana cel mai tarziu in data de 11.04.2014, ora 12:00 p.m., propuneri de Liste de candidati ai BVB – persoane fizice - pentru posturile de administrator in Consiliile de Administratie ale societatilor Casa de Compensare Bucuresti S.A. si respectiv Depozitarul Central S.A. Propunerile vor fi insotite de urmatoarele documente:</p> <ul style="list-style-type: none"> • Lista propriu-zisa care poate cuprinde unul/mai multi candidati (sub semnatura autorizata si stampila, unde e cazul); • Curriculum vitae al candidatului/candidatilor inscrisi in Lista, datat si semnat; • Declaratia candidatului/candidatilor ca accepta sa fie inscris/inscrisi pe Lista de candidati ai BVB, cu precizarea societatii si ca indeplineste cerintele si conditiile legale si statutare pentru dobandirea calitatii de administrator al societatilor Casa de Compensare Bucuresti S.A. si, respectiv Depozitarul Central S.A., in original; • Copia certificata a actului de identitate al actionarului persoana fizica (BI/CI/Pasaport/Legitimatie de sedere), respectiv Certificat constatator emis de Registrul Comertului sau alt document similar emis de o autoritate competenta care atesta calitatea reprezentantului legal al actionarului persoana juridica, in original sau copie conforma cu originalul, nu mai veche de 3 luni inainte de data publicarii convocatorului Adunarii Generale Ordinare a Actionarilor, pentru actionarul persoana juridica. 	<p><u>b) The right to submit candidates proposals for the Boards of Directors of Casa de Compensare Bucuresti S.A. and Depozitarul Central S.A, respectively.</u></p> <p>The Board of Governors and any interested shareholder may submit to the Company, in writing as so to be registered to the Company until April 11, 2014, at 12:00 p.m., the latest, proposals of Lists of candidates- natural persons- for the positions of member of the Board of Directors of Casa de Compensare Bucuresti S.A. and Depozitarul Central S.A., respectively. The proposals will be accompanied by the following documents:</p> <ul style="list-style-type: none"> • The List itself comprising of one/more candidates (authorized signature and stamp– where is the case) • Curriculum vitae of the proposed candidate/candidates included in the List, dated and signed • The proposed candidate/candidates statement that he/she accepts/they accept to be included within the List of BVB candidates for a specific entity and fulfils the legal and statutory requirements and conditions for taking the office as administrator of Casa de Compensare Bucuresti S.A., respectively, Depozitarul Central S.A., in original • Certified copy of the identity document of the natural person shareholder (BI/CI/Passport/ Residence Permit) or certificate issued by the trade registry or any other similar document issued by a competent authority attesting the capacity as legal representative of the legal person shareholder, presented in original or certified copy, issued no later than 3 months before publication of the convening notice of the Ordinary General Meeting of Shareholders, for the legal entity shareholder, respectively.
<p><u>c) Documentele aferente si in legatura cu ordinea de zi a Adunarii Generale Ordinare a Actionarilor Societatii</u></p> <p>Incepand cu data de 24.03.2014, ora 17:30, toate aceste</p>	<p><u>c) Documents related to the Ordinary General Meeting of Shareholders of the Company</u></p> <p>Starting with March 24, 2014, 17:30, the shareholders may</p>

<p>documente pot fi descarcate de pe website-ul Societatii www.bvb.ro, Sectiunea Relatia cu Investitorii/Adunarea Generala a Actionarilor, sau pot fi obtinute, la cerere, in fiecare zi lucratoare, de la sediul Societatii, prin fax sau posta:</p> <ul style="list-style-type: none"> - Convocatorul Adunarii Generale Ordinare a Actionarilor (disponibil in limba romana si limba engleza); - Formularele de Procuri speciale pentru reprezentarea actionarilor in Adunarea Generala Ordinara a Actionarilor, formulare care vor fi actualizate daca se vor adauga noi puncte sau rezolutii de luat pe ordinea de zi (disponibile in limba romana si limba engleza); - Formularele de Buletin de vot prin corespondenta pentru participarea si exprimarea votului actionarilor in Adunarea Generala Ordinara a Actionarilor, care vor fi actualizate daca se vor adauga noi puncte sau rezolutii de luat pe ordinea de zi (disponibile in limba romana si limba engleza); - Documentele si materialele informative referitoare la punctele de pe ordinea de zi a adunarii; - Proiectele de hotarari pentru punctele de pe ordinea de zi a Adunarii Generale Ordinare a Actionarilor. <p>Listele candidatorilor Societatii pentru Consiliile de Administratie al societatilor Casa de Compensare Bucuresti S.A. si respectiv Depozitarul Central S.A. vor fi actualizate pe masura receptionarii propunerilor de Liste de candidati, impreuna cu dosarele candidatorilor, si vor fi comunicate pana in data de 11.04.2014, ora 17:30, cel mai tarziu.</p> <p>Daca va fi cazul, ordinea de zi revizuita va fi comunicata, cel mai tarziu la data de 11.04.2014, ora 17:30, potrivit prevederilor legale.</p>	<p>access on the Company's website www.bvb.ro, Investors Relations/General Meeting of Shareholders Section, or may obtain, by request, in any business day, at the Company's headquarter, via fax or by mail:</p> <ul style="list-style-type: none"> - Convening Notice for the Ordinary General Meeting of Shareholders (available in Romanian and English language); - Special Power of Attorney - forms for the representation of the shareholders in the Ordinary General Meeting of Shareholders, which shall be updated if new items or resolutions shall be inserted on the agenda (available in Romanian and English language); - Correspondence Voting Bulletins - forms for the participation and voting of the shareholders in the Ordinary General Meeting of Shareholders, which shall be updated if new items or resolutions shall be inserted on the agenda (available in Romanian and English language); - Documents and Memorandum of reasons related to the matters/items included on the agenda; - Draft resolutions for the items included on the agenda of the Ordinary General Meeting of Shareholders. <p>Lists of Company's candidates for the Boards of Directors of Casa de Compensare Bucuresti S.A. and Depozitarul Central S.A., respectively, shall be updated as receipt of proposals of Lists of candidates, together with the candidates files, and communicated until April 11, 2014, 17:30, the latest.</p> <p>If the case would be, the updated agenda shall be published until April 11, 2014, at 17:30, the latest, in compliance with the legal provisions.</p>
<p><u>d) Procurile speciale si Buletinele de vot prin corespondenta</u></p> <p>Dupa completarea si semnarea Procurilor speciale pentru reprezentarea actionarilor in Adunarea Generala Ordinara a Actionarilor si/sau dupa caz, a Buletinelor de vot prin corespondenta, formulare care vor fi puse la dispozitie de Societate potrivit celor mentionate la lit. c), cate un exemplar original al Procurii speciale/Buletinului de vot prin corespondenta, dupa caz, se va depune/expedia in plic inchis, astfel incat acesta sa fie inregistrat ca primum la registratura Societatii pana la data de 22.04.2014, ora 10:00, mentionand pe plic in clar si cu majuscule „PENTRU ADUNAREA GENERALA ORDINARA A ACTIONARILOR DIN DATA DE 24/25.04.2014”.</p> <p>Procurile speciale si Buletinele de vot prin corespondenta pot fi transmise si prin e-mail cu semnatura electronica extinsa incorporata, conform Legii nr. 455/2001 privind semnatura electronica, cu modificarile si completarile ulterioare, precum si conform reglementarilor Comisiei Nationale a Valorilor Mobiliare/ Autoritatii de Supraveghere Financiara, astfel incat sa fie inregistrate ca primite la registratura Societatii pana la data de 22.04.2014, ora 10:00, la adresa: actionariat@bvb.ro, mentionand la subiect „PENTRU ADUNAREA GENERALA ORDINARA A ACTIONARILOR DIN DATA DE 24/25.04.2014”.</p> <p>Procurile speciale si Buletinele de vot prin corespondenta care nu sunt inregistrate la registratura Societatii pana la termenele mentionate mai sus nu vor fi luate in calcul pentru determinarea cvorumului de prezenta si de vot in Adunarea</p>	<p><u>d) The special Power of Attorney and the Correspondence Voting Bulletins</u></p> <p>Once filled in and signed, one original of the special Powers of Attorney for the representation of the shareholders in the Ordinary Meeting of Shareholders and/or the Correspondence Voting Bulletins, as the case may be - forms being made available by the Company according to point c) -, shall be deposited/sent in a sealed envelope, so that to be registered as received to the Company's registration until April 22, 2014, 10:00 a.m., asserting on the envelope, clear and with capital letters „FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS AS OF APRIL 24/25, 2014”.</p> <p>The special Powers of Attorney and the Correspondence Voting Bulletins may be sent also by e-mail having attached an extended electronic signature, in compliance with Law no. 455/2001 on digital signature, as amended and supplemented, and according to the regulations of the National Security Commission/ Financial Supervisory Authority, so that to be registered as received to the Company's registration until April 22, 2014, at 10:00 a.m., at the address: actionariat@bvb.ro, asserting in the subject matter field „FOR THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS AS OF April 24/25, 2014”.</p> <p>The special Powers of Attorney/ Correspondence Voting Bulletins which are not registered as received to the Company's registration until the aforementioned deadlines shall not be counted for the attendance and voting quorum to</p>

<p>Generala Ordinara a Actionarilor.</p> <p>Procurile speciale si Buletinele de vot prin corespondenta trebuie sa aiba formatul disponibilizat de Societate si sa contina instructiuni specifice de vot pentru fiecare punct de pe ordinea de zi (adica vot „pentru”, vot „impotriva” sau „abtinere”).</p> <p>Pentru exercitiul valid al drepturilor mentionate la lit. e) si f), actionarii vor transmite Societatii si copia certificata a actului de identitate al actionarului persoana fizica (BI/CI/Pasaport/Legitimatie de sedere). In cazul persoanelor juridice, se va prezenta si un document oficial emis de o autoritate competenta privind identitatea reprezentantului legal al actionarului persoana juridica, in original sau copie conforma cu originalul, nu mai vechi de 3 luni inainte de data publicarii convocatorului Adunarii Generale Ordinare a Actionarilor.</p> <p>Documentele prezentate intr-o limba straina, alta decat limba engleza (cu exceptia actelor de identitate valabile pe teritoriul Romaniei) vor fi insotite de traducerea realizata de un traducator autorizat, in limba romana sau in limba engleza.</p> <p>La completarea Procurilor speciale/Buletinelor de vot prin corespondenta actionarii sunt rugati sa tina cont de posibilitatea completarii ordinii de zi a Adunarii Generale Ordinare a Actionarilor cu noi puncte sau rezolutii de luat, caz in care ordinea de zi va fi completata si disponibilizata pana cel mai tarziu la data de 11.04.2014, ora 17:30. In aceasta ipoteza, Procurile speciale/Buletinele de vot prin corespondenta vor fi actualizate si disponibilizate prin metodele aratate la pct. c) pana cel mai tarziu la data de 11.04.2014, ora 17:30.</p> <p>Pentru pct. 7b al agendei Adunarii Generale Ordinare a Actionarilor, actionarii vor completa Procura speciala/Buletinul de vot prin corespondenta cu optiunile de vot ale acestora („pentru”, „impotriva” sau „abtinere”) pentru fiecare propunere de Lista de candidati ai BVB.</p> <p>Institutiile de credit care presteaza servicii de custodie pentru actionarii Societatii pot semna si transmite Procurile speciale/Buletinele de vot prin corespondenta in numele clientilor acestora, in baza drepturilor conferite acestora prin contractele de custodie si a instructiunilor punctuale de vot primite de la clienti pentru aceasta Adunare Generala Ordinara a Societatii.</p> <p>In acest caz, Procurile speciale/Buletinele de vot prin corespondenta vor fi insotite de o declaratie pe proprie raspundere data de institutia de credit care a primit imputernicirea de reprezentare prin Procura speciala, din care sa reiasa ca:</p> <ol style="list-style-type: none"> i) institutia de credit presteaza servicii de custodie pentru respectivul actionar; ii) instructiunile din Procura speciala sunt identice cu instructiunile din cadrul mesajului SWIFT primit de institutia de credit pentru a vota in numele respectivului actionar; iii) Procura speciala este semnata de catre actionar. <p>Procurile speciale/Buletinele de vot prin corespondenta si declaratia pe proprie raspundere data de institutia de credit care a primit imputernicirea de reprezentare prin Procura speciala, trebuie depuse la sediul Societatii in original, semnate si, dupa caz, stampilate, sau transmise prin e-mail conform precizarilor de la lit. d), fara indeplinirea altor formalitati in legatura cu forma acestor documente, in</p>	<p>the Ordinary General Meeting of Shareholders.</p> <p>The special Powers of Attorney and Correspondence Voting Bulletins shall have the form issued by the Company and shall indicate the vote for each item on the agenda (meaning vote “For”, vote “Against” or “Abstention”).</p> <p>For the valid exercise of the rights stipulated at letter e) and f), the shareholders shall also submit to the Company a certified copy of the identity document of the shareholder - natural person (BI/CI/Passport/Residence Permit). In case of legal entities, it shall be presented also an official document issued by a competent authority regarding the identity of the legal representative of the shareholder - legal person, presented in original or certified copy, not older than 3 months before the date of publication of convening notice of the Ordinary General Meeting of Shareholders.</p> <p>Any documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian language or English language.</p> <p>When filling in the special Powers of Attorney/ Correspondence Voting Bulletins, the shareholders are asked to consider that new items could be added on the agenda of the Ordinary General Meeting of Shareholders, in which case the updated agenda shall be published no later than April 11, 2014, at 17:30. In this case, the special Powers of Attorney/ Correspondence Voting Bulletins shall be updated and published as described at point c) no later than April 11, 2014, at 17:30.</p> <p>For point 7b on the agenda of the Ordinary General Meeting of Shareholders, the shareholders will write down within the special Powers of Attorney/ Correspondence Voting Bulletins their voting options (“for”, “against”, “abstention”) for each proposed List of candidates.</p> <p>The custodian credit institutions may sign and hand over the special Powers of Attorney/ Correspondence Voting Bulletins in the name of their clients, based on the rights conferred to them through custody contracts, as well as on the specific vote instructions received from such customers for the purpose of this Ordinary General Meeting of Shareholders.</p> <p>In this case, the special Powers of Attorney/ Correspondence Voting Bulletins shall be accompanied by a statement issued by the credit institution which received the power of representation by proxy, showing that:</p> <ol style="list-style-type: none"> i) the credit institution provides custodian services for the respective shareholder; ii) the instructions comprised on the special Power of Attorney are identical with the instructions contained in the SWIFT message received by the credit institution in order to act on behalf of that shareholder; iii) the special Power of Attorney is signed by the shareholder. <p>The special Power of Attorney/ Correspondence Voting Bulletins and the statement issued by the credit institution which received power of representation by proxy, must be deposited with the Company in original, signed and, if the case, stamped, or sent by e-mail according to the instructions mentioned above at point d), without further formalities in connection with the form of such documents, no later than the</p>
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<p>termenele mentionate mai sus.</p> <p>Centralizarea, verificarea si tinerea evidentei Buletinelor de vot prin corespondenta, precum si verificarea si validarea Procurilor speciale depuse la Societate se va face de catre secretarii tehnici desemnati potrivit legii, acestia urmand a pastra in siguranta inregistrurile, precum si confidentialitatea voturilor astfel exprimate, pana la momentul supunerii la vot a rezolutiilor corespunzatoare aferente ordinilor de zi.</p>	<p>terms described above.</p> <p>The centralization, verification and recordkeeping of the Correspondence Voting Bulletins, as well as the verification and validation of the special Powers of Attorney deposited with the Company shall be made by the technical secretaries appointed according to the law, they are going to keep the documents safely and shall maintain confidentiality over the votes cast until the items on the agenda are submitted for voting.</p>
<p><u>e) Dreptul actionarilor de a solicita introducerea unor noi puncte pe ordinea de zi si de a prezenta proiecte de hotarari pentru punctele existente sau propuse spre a fi incluse pe ordinea de zi</u></p> <p>Actionarii reprezentand, individual sau impreuna, cel puțin 5% din capitalul social al Societatii, au dreptul, in conditiile legii, sa solicite introducerea de noi puncte pe ordinea de zi a Adunarii Generale Ordinare a Actionarilor, precum si sa prezinte proiecte de hotarari pentru punctele incluse sau propuse spre a fi incluse pe ordinea de zi a Adunarii Generale Ordinare a Actionarilor, prin scrisoare recomandata cu confirmare de primire/curierat, in plic inchis, astfel incat sa fie inregistrate ca primite la registratura Societatii pana la data de 08.04.2014, ora 17:30, mentionand pe plic in clar si cu majuscule „PENTRU ADUNAREA GENERALA ORDINARA A ACTIONARILOR DIN DATA DE 24/25.04.2014”.</p> <p>Fiecare nou punct propus trebuie sa fie insotit de o justificare sau de un proiect de hotarare propus spre aprobarea Adunarii Generale Ordinare a Actionarilor.</p>	<p><u>e) The shareholders rights to introduce additional items on the agenda and to make new resolution proposals for the existing or proposed items to be included on the agenda</u></p> <p>The shareholders representing, individually or collectively, at least 5% of the Company’s share capital, have the right to introduce new items on the agenda of the Ordinary General Meeting of Shareholders, as well as to make new resolution for the items included or proposed to be included on the agenda of the Ordinary General Meeting of Shareholders, by recommended letter with receiving confirmation/by courier, in a sealed envelope, so that to be registered as received to the Company’s registration until April 8, 2014, at 17:30, asserting on the envelope clearly and with capital letters „FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS AS OF APRIL 24/25, 2014”.</p> <p>Each new item must be accompanied by a reasoning or a draft resolution proposed for adoption to the Ordinary General Meeting of Shareholders.</p>
<p><u>f) Dreptul actionarilor de a adresa intrebari referitoare la ordinea de zi</u></p> <p>Orice actionar interesat are dreptul de a adresa in scris intrebari privind punctele de pe ordinea de zi a Adunarii Generale Ordinare a Actionarilor, astfel incat acestea sa fie inregistrate ca primite la registratura Societatii pana la data de 14.04.2014, ora 17:30.</p> <p>Intrebarile vor fi transmise in scris si vor fi depuse/expediate in plic inchis, mentionand pe plic in clar si cu majuscule „PENTRU ADUNAREA GENERALA ORDINARA A ACTIONARILOR DIN DATA DE 24/25.04.2014”.</p> <p>Raspunsurile vor fi disponibile pe website-ul Societatii www.bvb.ro, Sectiunea Relatia cu Investitorii/Adunarea Generala a Actionarilor, incepand cu data de 18.04.2014, ora 17:30.</p> <p>Dreptul de a adresa intrebari si obligatia Societatii de a raspunde vor fi conditionate de protejarea confidentialitatii si a intereselor Societatii.</p>	<p><u>f) The shareholders right to ask questions concerning the agenda</u></p> <p>Any interested shareholder has the right to submit written questions regarding the items included on the agenda of the Ordinary General Meeting of Shareholders, so that to be registered as received to the Company’s registration until April 14, 2014, at 17:30.</p> <p>The questions shall be submitted in written and shall be deposited/posted in a sealed envelope, asserting on the envelope clearly and with capital letters „FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS AS OF April 24/25, 2014”.</p> <p>The answers shall be available on the Company’s website www.bvb.ro, Investors Relations/General Meeting of Shareholders Section, starting with April 18, 2014, at 17:30.</p> <p>The right to submit questions and the Company’s obligation to respond shall be subject to the protection of privacy and business interests of the Company.</p>

<p>Pentru exercitiul valid al drepturilor mentionate la lit. e) si f), actionarii vor transmite Societatii si copia certificata pe propria raspundere a actului de identitate al actionarului persoana fizica (BI/CI/Pasaport/Legitimatie de sedere).</p> <p>Actionarii persoane juridice vor prezenta si un document oficial care atesta calitatea de reprezentant legal al semnatarului Procurii speciale (dovada emisa de o autoritate competenta, in original sau copie conforma cu originalul, nu mai veche de 3 luni inainte de data publicarii convocatorului Adunarii Generale Ordinare a Actionarilor).</p> <p>Documentele prezentate intr-o limba straina, alta decat limba engleza (cu exceptia actelor de identitate valabile pe teritoriul Romaniei) vor fi insotite de traducerea realizata de un traducator autorizat, in limba romana sau in limba engleza.</p> <p style="text-align: center;">***</p>	<p>For the valid exercise of the rights stipulated at letters e) and f), the shareholders shall also submit to the Company a certified copy of the identity document of the shareholder - natural person (BI/CI/Passport/Residence Permit).</p> <p>Shareholders - legal entities shall present also an official document attesting the capacity as legal representative of the signatory of the special Power of Attorney (issued by a competent authority, original or certified copy, not older than 3 months before the date of publication of the convening notice of the Ordinary General Meeting of Shareholders).</p> <p>The documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian language or English language.</p> <p style="text-align: center;">***</p>
<p>La data convocarii, capitalul social al Societatii este de 76.741.980 lei si este format din 7.674.198 actiuni nominative, dematerializate, cu valoarea nominala de 10 lei, fiecare actiune dand dreptul la un vot in Adunarea Generala a Actionarilor Societatii.</p>	<p>As of the date of the convening notice, the share capital of the Company is of RON 76,741,980 and is formed by 7,674,198 nominative shares, dematerialized, having a nominal value of RON 10, each share giving the right to one vote at the General Meeting of Shareholders of the Company.</p>
<p>Informatii suplimentare se pot obtine la Departamentul Participanti si Actionariat in fiecare zi lucratoare, intre orele 9.00-17.30, la telefon 021 - 307.95.00, precum si de pe website-ul Societatii www.bvb.ro, Sectiunea Relatia cu Investitorii/Adunarea Generala a Actionarilor.</p>	<p>Additional information shall be obtained from the Participants and Shareholders Department, in any business day, between 09:00-17:30, telephone no. 021- 307.95.00, as well as from the Company's website www.bvb.ro, Investor Relations/General Meeting of Shareholders Section.</p>
<p>CONSILIUL BURSEI,</p> <p>Prin Dl. Lucian – Claudiu Anghel, Presedinte</p>	<p>BOARD OF GOVERNORS,</p> <p>By Mr. Lucian - Claudiu Anghel, Chairman</p>