

Current report according to CNVM Statute No 1/ 2006

Report date:	11.03.2015
Name of issuer:	Farmaceutica REMEDIA
Registered office:	Deva, 43 Dorobantilor St.
Tel/ fax no:	0254 22 32 60 / 0254 22 61 97
ORC no:	2115198
Trade Registry no:	J20 / 700 / 1991
Subscribed and paid-in capital:	RON 10,608,980
Regulated market:	Bucharest Stock Exchange

Important events to report:

Dear investors,

We present you the Convocation of Ordinary General Meeting of Shareholders from April 15/16 2015, approved in the Board of Administrators Assembly of trading company Farmaceutica REMEDIA S.A. of 11.03.2015

CONVOCATION

Ordinary General Meeting of Shareholders (AGOA)

The **Ordinary General Meeting of Shareholders (AGOA)** is convened by The Board of Administrators of the company **Farmaceutica REMEDIA S.A.**, headquartered in Deva, 43 Dorobanților Street, Hunedoara county, registered with the Trade Register (O.R.C.) under No. J20/700/1991, Unique Registration Code RO 2115198, in accordance with Law 31/1990, Law 297/2004, Regulation CNVM 6/2009 and Layout of Measures CNVM 26/2012 on:

Wednesday - 15.04.2015, 10:00 am , at the company's headquarters in BUCHAREST, 78 Metalurgiei Blvd., sector 4, 041836.

If the meetings cannot be held due to lack of quorum, they shall be convened a second time on:

Thursday - 16.04.2015, at the same place and at the same time.

The meetings may be attended by shareholders registered in the Register of Shareholders by the end of the day on 6.04.2015

I. The agenda for the Ordinary General Meeting of Shareholders

- 1. Approval of the financial statements for 2014**, based on the reports submitted by the Chairman of the Board of Administrators and by the financial auditor.
- 2. Approval of discharge of tasks** of administrators for 2014.
- 3. Approval of the revenue and expenditure budget for 2015.**
- 4. Approval of the activity and investment programme for 2015.**
- 5. Approval of the Approval of the distribution of profit for fiscal year 2014**, including of the amount intended for the reward of employees, including of the amount intended for the reward of employees. The company's Board of Administrators proposes and recommends to the Ordinary General Meeting of Shareholders that the net profit achieved in fiscal year 2014 be distributed as follows:

DESTINATION	AMOUNT (LEI)	NET PROFIT (%)
Dividends	1.591.347	52,07
Other reserves - sources made available to the company intended for the reward of employees	150.000	4,91
Undistributed profit	1.121.301	36,69
Legal reserves	193.295	6,33
TOTAL NET PROFIT ACHIEVED/DISTRIBUTED	3.055.943	100,00

6. a) Establishing the **gross dividend per share at RON 0.015**, which represents a distribution rate of 52.07% of the total net profit achieved in fiscal year 2014;

b) Approval of 18.09.2015 as **date of payment**, established in accordance with the provisions of Art. 129³ of Regulation CNVM nr. 1/2006;

c) Approval of the **period of 3 (three) years** starting on the date of the Ordinary General Meeting of Shareholders, during which **the dividends are made available to the shareholders**;

d) Approval of **distribution of dividends through the Central Depository S.A.**;

e) Approval of **bearing the costs of distribution of dividends by Farmaceutica REMEDIA S.A.**

7. Presentation of the **report prepared by the independent financial auditor** regarding the financial statements for fiscal year 2014;

8. Appointment of a **new Board of Administrators for Farmaceutica REMEDIA S.A. made up of 3 administrators for a 2-year term**, namely from 1.05.2015 until 30.04.2017.

9. Establishing the **remuneration and other benefits** for the members of the Board of Administrators, as well as the maximum limit of the additional remuneration for Directors with a contract for the time-period between 16.04.2015 – 30.04.2016.

10. **Extending the term of the current external financial auditor INTERAUDIT SRL**, Tax Identification Code (CIF): RO18853345, J40/11511/2006, represented by CARMELA BOBOCEA, Romanian citizen, born on 04.05.1974 in Targoviste, jud. Dambovita, from 18.04.2015 to 30.04.2017

11. Approval of 15.09.2015 as **registration date** in accordance with the provisions of Art. 238 para. 1 of Law 297/2004 concerning the capital market.

12. Approval of 14.09.2015 as **ex date**, as defined by the provisions of Regulation CNVM nr. 6/2009.

13. Empowerment of "TARUS" - Valentin Norbert TARUS e.U., Chairman of the Board of Administrators, represented by Mr. Valentin-Norbert TARUS to sign all documents issued following the Ordinary General Meeting of Shareholders.

A. Introducing new items on the agenda and presenting draft resolutions for the items that are included or are to be included on the agenda of the AGOA.

According to Art. 117¹ para. (1) of the Law No. 31/1990 republished and according to Art. 7 para. (1) of Regulation No. 6/2009, one or more shareholders representing individually or together at least 5% of the share capital may request the Board of Administrators of the company that new items be introduced on the agenda of the A.G.O.A. and/or draft resolutions be presented for the items that are included or are to be included on the agenda of the A.G.O.A., under the following conditions:

i. In case of shareholders who are natural persons, the requests shall be accompanied by copies of the shareholders' ID cards allowing their identification in the company's Register of Shareholders kept by the Central Depository S.A.

ii. In case of shareholders who are legal persons or entities without legal personality, the capacity as legal representative is determined based on the shareholders' list on the reference date, received from the Central Depository S.A.

If the Register of Shareholders does not contain any information concerning the capacity as legal representative, this capacity shall be attested by means of the original or a copy of the confirmation of company details issued by the Trade Register or by means of the original or a true copy of any other document issued by a competent authority of the state in which the shareholder is legally registered, no more than 3 months before the publication date of the Convocation of the GM, allowing the identification of the legal representative.

The documents attesting the capacity as legal representative which are drafted in a foreign language other than English shall be accompanied by a translation into Romanian or into English by an authorised translator.

iii. They shall be accompanied by a justification and/or by a draft resolution proposed for adoption;

iv. The original proposals for the introduction of new items on the agenda and of draft resolutions proposed to be approved by the OGM, signed and, where applicable, stamped by the shareholders or their legal representatives, shall be submitted/lodged and registered at the company's headquarters in Bucharest, 78 Metalurgiei Blvd., sector 4, 041836, by the end of the day 27.03.2015, with the following clear mention written in capital letters on the envelope: «FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 15.04.2015.»

Asking questions concerning the items on the agenda of the AGOA in accordance with Art. 13 of Regulation No. 6/2009.

Each shareholder may ask the company questions by means of an original document, signed and where applicable stamped by the shareholder or his legal representative, which shall be submitted/lodged and registered at the company's headquarters in Bucharest, 78 Metalurgiei Blvd., sector 4, 041836, by the end of the day 27.03.2015, with the following clear mention written in capital letters on the envelope: «FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 15/16.04.2015.»

i. Natural persons shall submit their questions in writing, accompanied by a copy of the ID card of the shareholder which is to be signed for confirmation by the latter.

ii. In case of shareholders who are legal persons or entities without legal personality, the capacity as legal representative is determined based on the shareholders' list on the reference date, received from the Central Depository S.A.

If the Register of Shareholders does not contain any information concerning the capacity as legal representative, this capacity shall be attested by means of the original or a copy of the confirmation of company details issued by the Trade Register or by means of the original or a true copy of any other document issued by a competent authority of the state in which the shareholder is legally registered, no more than 3 months before the publication date of the Convocation of the GM, allowing the identification of the legal representative.

The documents attesting the capacity as legal representative which are drafted in a foreign language other than English shall be accompanied by a translation into Romanian or into English by an authorised translator.

iii. In order to identify and prove the capacity as shareholder of a person who makes proposals for the agenda/proposes draft resolutions for the items included or to be included on the agenda or who asks questions in accordance with Art. 13 of Regulation No. 6/2009, the statement of account attesting the capacity as shareholder and stating the number of shares shall also be submitted aside from the above-mentioned documents. The former is issued by the Central Depository S.A. or, where applicable, by the participants as defined in Art. 168 para. (1) point b) of the Law No. 297/2004, who provide custodial services.

The company may give an overall answer to questions having the same content. This answer shall be made available on the company's website, in the Investors' Section, in a question-response format.

B. Voting

Shareholders can vote directly, by proxy or by correspondence.

C.1. Direct vote in the A.G.O.A.

The shareholders who have the right to participate in the General Meeting of Shareholders are granted access simply by proving their identity. In the case of shareholders who are natural persons, an ID card is required. In the case of legal persons and of shareholders who are natural persons and are being represented by someone else, the proxy given to the representative is required (the latter also needs to provide an ID card), in compliance with the applicable legal provisions and of the provisions included in the present convocation.

In case of shareholders who are legal persons or entities without legal personality, the capacity as legal representative is determined based on the shareholders' list on the reference date, received from the Central Depository S.A. If the Register of Shareholders does not contain any information concerning the capacity as legal representative, this capacity shall be attested by means of the original or a copy of the confirmation of

company details issued by the Trade Register or by means of the original or a true copy of any other document issued by a competent authority of the state in which the shareholder is legally registered, certifying the capacity as legal representative.

The documents certifying the capacity as legal representative of the shareholder who is a legal person shall be issued no later than 3 months before the publication date of the convocation of the General Meeting of Shareholders.

The documents certifying the capacity as legal representative which are drafted in a foreign language other than English shall be accompanied by a translation into Romanian or into English by an sworn translator.

Shareholders who do not have legal competence as well as legal persons can be represented by their legal representatives who can in turn grant proxy to other persons.

C.2. Representation based on special proxy or general proxy (empowerment) in the A.G.O.A.

Shareholders can be represented in the A.G.O.A by other persons based on a special proxy or a general proxy (empowerment).

This type of vote requires special proxy forms (in Romanian or in English) in accordance with the applicable legal provisions which will be made available by the company's Board of Administrators or a general proxy (empowerment) drawn up in compliance with the Government emergency ordinance No. 90/2014 amending and supplying Law No. 297/2004 concerning the capital market.

Shareholders who are legal persons or entities without legal personality who participate in the A.G.O.A through another person other than their legal representative will necessarily have to use a special or a general proxy under the above-mentioned conditions.

Representation based on special proxy

Special proxy forms will be available from 12.03.2015 at the company's headquarters and on the company's website www.remedia.ro.

i. In case of shareholders who are natural persons, the special proxies shall be accompanied by copies of the shareholders' ID cards allowing their identification in the company's Register of Shareholders kept by the Central Depository S.A.

ii. In case of shareholders who are legal persons or of entities without legal personality, special proxies shall be accompanied by the copy of the ID card of the natural person representing them based on the proxy.

The capacity as legal representative of the person who had signed the proxy shall be determined based on the list of shareholders on the reference date received from the Central Depository S.A. If the Register of Shareholders does not contain any information concerning the capacity as legal representative, this capacity shall be attested by means of the original or a copy of the confirmation of company details issued by the Trade Register or by means of the original or a true copy of any other document issued by a competent authority of the state in which the shareholder is legally registered, no more than 3 months before the publication date of the Convocation of the GM, allowing the identification of the

legal representative.

The documents attesting the capacity as legal representative which are drafted in a foreign language other than English shall be accompanied by a translation into Romanian or into English by an authorised translator.

The shareholders shall fill out and sign the special proxies in 3 originals: one for the shareholder, one for the representative and one for the company. The original for the company, filled out, signed and, where applicable, stamped, shall be personally submitted at or sent to the headquarters of Farmaceutica REMEDIA S.A. in Bucharest, 78 Metalurgiei Blvd., sector 4, 041836 until 13.04.2015, 10:00, in a sealed envelope, with the following mention, clearly written out in capital letters: «FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 15/16.04.2015» or shall be sent by e-mail to investor@remedia.ro until the same date and until the same time, with an incorporated advanced electronic signature in accordance with Law No. 455/2001 regarding the electronic signature.

The company shall accept an original of a special proxy in view of participating and voting in the A.G.O.A. granted by a shareholder of a credit institution which provides custodial services without requesting additional documents regarding the above-mentioned shareholder, if the special proxy made available by the company is signed and stamped by the shareholder in question and, where applicable accompanied by an affidavit of the credit institution which received the power of representation by means of the special proxy, establishing the following:

- i. the credit institution provides custodial services for the shareholder in question;
- ii. the instructions found in the special proxy are identical with the instructions found in the SWIFT message received by the credit institution to vote in the name of the shareholder in question;
- iii. the special proxy is signed by the shareholder.

The original of the special proxy and of the affidavit of the custodian, signed and, where applicable stamped, shall be sent/lodged and registered at the company's headquarters in Bucharest, 78 Metalurgiei Blvd., sector 4, 041836, until 13.04.2015, 10:00, «FOR THE ORDINARY GENERAL MEETING OF SHAREDHOLDERS ON 15/16.04.2015» or sent by e-mail investor@remedia.ro until the same date and until the same time, with an incorporated advanced electronic signature in accordance with Law No. 455/2001 regarding the electronic signature.

Special proxies shall be updated if proposals are made by the shareholders or by the candidates for the post of administrator of S.C. Farmaceutica REMEDIA S.A. to supply the agenda.

Representation based on general proxy (empowerment)

Shareholders can grant a general proxy (empowerment) which shall be valid for no longer than 3 year and allow the designated representative to vote on all aspects discussed during the General Meeting of Shareholders, under the condition that the general proxy (empowerment) be granted by the shareholder as a client to an intermediary defined according to Art. 2 para. (1) point 14 of Law No. 297/2004 or to a lawyer.

Shareholders cannot be represented in the General Meeting of Shareholders based

on a general proxy (empowerment) by a person having a conflict of interests, in accordance with Art. 243 para (64) of Law No. 297/2004, text introduced by the Government emergency ordinance No. 90/2014 amending and supplying Law no. 297/2004 regarding the capital market.

Before they are first used, a copy of the general proxies (empowerments) shall be submitted to the company 48 hours before the General Meeting and shall include the mention of the conformity with the original under the representative's signature or sent by e-mail to investor@remedia.ro until the same date and until the same time, with an incorporated advanced electronic signature in accordance with Law No. 455/2001 regarding electronic signature.

The company shall keep the certified copies of the general proxies (empowerment) and this shall be mentioned in the minutes of the A.G.O.A.

If the person mandated by means of a general proxy (empowerment) is a legal person, it can exercise the mandate received through any other person who is part of its administrative and management bodies or through any of its employees by presenting the original or true copies of the original of documents certifying their capacity.

In any case the natural persons mandated by means of general proxy (empowerment) shall prove their identity by means of an ID card.

C.3. Vote by correspondence in the A.G.O.A.

The shareholders of Farmaceutica REMEDIA S.A. registered by the reference date, 6.04.2015, in the Register of Shareholders issued by Depozitarul Central S.A. can vote by correspondence before the Ordinary General Meeting of Shareholders, by using the correspondence ballot made available by the company. The correspondence voting form shall be available in Romanian and in English as of 12.03.2015, 17:00, at the company's headquarters and as well as on the company's website www.remedia.ro.

The correspondence voting form, in Romanian or in English, filled out, signed and, where applicable stamped, shall be personally lodged or lodged/sent and registered at the headquarters of Farmaceutica REMEDIA S.A. in Bucharest, 78 Metalurgiei Blvd., sector 4, 041836, until 13.04.2014, 10:00, in a sealed envelope, with the following mention, clearly written out in capital letters: «FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 15/16.04.2015» or shall be sent by e-mail to investor@remedia.ro until the same date and until the same time, with an incorporated advanced electronic signature in accordance with Law No. 455/2001 regarding the electronic signature.

i. If shareholders who are natural persons vote by correspondence, the voting forms shall be accompanied by copies of the shareholders' ID cards allowing their identification in the company's Register of Shareholders kept by the Central Depository S.A.

ii. In case shareholders who are legal persons or entities without legal personality vote by correspondence, the capacity as legal representative is determined based on the shareholders' list on the reference date, received from the Central Depository S.A. If the Register of Shareholders does not contain any information concerning the capacity as legal representative, this capacity shall be attested by means of the original or a copy of the confirmation of company details issued by the Trade Register or by means of the original or a true copy of any other document issued by a competent authority of the state in which the shareholder is legally registered, no more than 3 months before the publication date of the Convocation of the GM, allowing the identification of the legal representative.

The documents attesting the capacity as legal representative which are drafted in a foreign language other than English shall be accompanied by a translation into Romanian or into English by an authorised translator.

The company shall accept a correspondence voting form sent in writing by a shareholder of a credit institution which provides custodial services without requesting additional documents regarding the above-mentioned shareholder, if the correspondence voting form is signed and stamped by the shareholder in question and accompanied by an affidavit of the legal representative of the credit institution, establishing the following:

- i) the credit institution provides custodial services for the shareholder in question;
- ii) the correspondence voting form is signed by the shareholder and includes voting options identical with the ones found in the SWIFT message received by the credit institution from the shareholder in question.

The correspondence voting form in writing and the affidavit of the custodian shall be lodged/sent and registered at the headquarters of Farmaceutica REMEDIA S.A. in Bucharest, 78 Metalurgiei Blvd., sector 4, 041836, until 13.04.2014, 10:00, in a sealed envelope, with the following mention, clearly written out in capital letters: «FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 15/16.04.2015» or shall be sent by e-mail to investor@remedia.ro until the same date and until the same time, with an incorporated advanced electronic signature in accordance with Law No. 455/2001 regarding the electronic signature.

Correspondence voting forms shall be updated if proposals are made by the shareholders or by the candidates for the position of Director of S.C. Farmaceutica REMEDIA S.A. to supply the agenda.

The shareholders who vote by correspondence have to directly exercise their voting right, so that the ballot can expressly and clearly contain their voting options for every item on the agenda. If the ballot contains more options for an item or for more items included on the ballot or if the voting options are illegible or conditioned or if other voting forms have been used, then the votes corresponding to those items shall be considered null due to vitiated expression of consent.

The voting forms that are not received at the headquarters of Farmaceutica REMEDIA S.A. until the above-mentioned date and time shall not be taken into account when determining quorum and majority in the Ordinary General Meeting of Shareholders.

If the shareholder who voted by correspondence participates in the A.G.O.A personally or through his legal representative, the vote by correspondence shall be annulled.

In this case, only the personal vote or the one expressed through his representative shall be taken into account. If the person representing the shareholder by personally participating in the A.G.O.A is different from the one who voted by correspondence, then the person in question shall present to the A.G.O.A a written revocation of the vote by correspondence signed by the shareholder or by the representative who expressed the vote by correspondence in order to maintain the validity of the vote. This is not necessary if the shareholder or his legal representative is present at the General Meeting.

In accordance with Art. 137¹ para. (2) of Law No. 31/1990, the current members of the Board of Administrators or the shareholders have the right to nominate the candidates for the posts of administrator.

The proposals regarding the candidates for the post of administrator shall be sent to the headquarters of Farmaceutica REMEDIA S.A. in Bucharest, 78 Metalurgiei Blvd., sector 4, 041836 until 13.04.2015, 10:00, in a sealed envelope, with the following mention, clearly

written out in capital letters: «FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 15/16.04.2015» and shall be accompanied by information regarding the name, the place of residence and the professional qualification of the persons proposed to become administrators.

The list containing information regarding the name, the place of residence and the professional qualification of the persons proposed to become administrators shall be made available to the shareholders and may be consulted (on the company's website www.remedia.ro, as well as at the company's headquarters) and supplemented by the shareholders.

Deadline for shareholders to make proposals regarding candidates is 27.03.2015 by the end of the day. Information regarding the place of residence and the professional qualification shall be available on the company's website, www.remedia.ro - «Investors' Section/AGA, as they are transmitted to the company.

Shareholders may exercise their rights provided in Art. 235 para. (1) of Law No. 297/2004 regarding the capital market until 27.03.2015 by the end of the day.

Starting on 12.03.2015, 17:00, all documents, information material and draft resolutions related to the Ordinary General Meeting of Shareholders, under current legislation, can be consulted and obtained on the company's website www.remedia.ro, or at the company's headquarters, on workdays between 10:00 and 16:00.

Additional information may be obtained at the headquarters of Farmaceutica REMEDIA S.A. or by calling the number 0745 113 453, on workdays, between 10:00 and 16:00.

The contact person is Mr. Adrian NOAGHI.

All documents for the Ordinary General Meeting of Shareholders may be submitted at the company's headquarters in Bucharest, 78 Metalurgiei Blvd., sector 4, 041836, on workdays, between 10:00 and 16:00.

CHAIRMAN OF THE BOARD OF ADMINISTRATORS

„TARUS” – Valentin Norbert TARUS e.U.

Represented by


Valentin – Norbert TARUS