

**“CHIMIMPORT” AD
SOFIA**

REGULAR GENERAL MEETING OF SHAREHOLDERS
August 23, 2019

MATERIALS

AGENDA:

1. Adoption of the annual report of the Management Board on the activity and management of Chimimport AD for 2018. Draft resolution - GM approves the annual report of the Management Board on the activity and management of Chimimport AD for 2018;

2. Adoption of the report of the registered auditor / the specialized audit firm for verification and validation of the company's Annual Financial Statement for 2018. Draft decision - GM accepts the report of the registered auditor / the specialized auditing company for verifying and certifying the annual financial statement of the company for 2018;

3. Approving and accepting the verified and certified Annual Financial Statement of Chimimport AD for 2018. Draft resolution - The General Meeting approves and accepts the audited and certified Annual Financial Statements of Chimimport AD for 2018;

4. Adoption of the Annual consolidated report of the Management Board on the activity and management of Chimimport AD for 2018. Draft resolution – GM approves the Annual consolidated report of the Management Board on the activity and management of Chimimport AD for 2018;

5. Adoption of the report of the registered auditor / specialized auditing company for verification and certification of the Annual Consolidated Financial Statement of Chimimport AD for 2018. Draft decision - GM accepts the report of the registered auditor / specialized audit company for verification and certification of the Annual Consolidated Financial Statement of Chimimport AD for 2018;

6. Approving and accepting the audited and certified Annual Consolidated Financial Statement of Chimimport AD for 2018. Draft Resolution - The GM approves and accepts the audited and certified Annual Consolidated Financial Statement of Chimimport AD for 2018;

7. Adoption of the audit committee's report on its activities in 2018. Draft decision - GM accepts the report of the Audit Committee for its activity in 2018;

8. Adoption and approval of the remuneration policy report of the members of the Supervisory Board and Management Board of Chimimport AD for 2018. Draft resolution - The General Meeting of Shareholders approves and accepts the remuneration policy report for the members of the Supervisory Board and the Management Board of Chimimport AD for 2018

9. Allocation of the company's profits for 2018. Draft decision - The General Meeting takes a decision, according to a proposal contained in the agenda materials;

10. Discharge of the members of the Managing Board and the Supervisory Board of the Company from their responsibility concerning their activity in 2018. Draft Resolution - The GM releases the members of the Management Board and the Supervisory Board of the company from their responsibility concerning their activity in 2018;

11. Hearing of the Audit Committee's recommendation for the election of a registered auditor which to verify and certify the Annual Financial Statement and the Consolidated Annual Financial Statement of the Company for the year 2019. Draft Resolution - The Shareholders' General Assembly elects the Audit Committee recommended and proposed by the Board of Directors a registered auditor - Grant Thornton OOD, who will audit and certify the annual financial statement and the Consolidated annual financial statement of Chimimport AD for 2019

**TO
GENERAL MEETING OF SHAREHOLDERS
OF CHIMIMPORT AD,
SOFIA CITY**

**PROPOSALS
OF THE MANAGEMENT BOARD
OF CHIMIMPORT AD**

**FOR DISCUSSION AND ADOPTION OF DECISIONS ON THE POINTS OF
THE AGENDA OF THE REGULAR GENERAL MEETING OF
SHAREHOLDERS CONVENED FOR 23th OF AUGUST 2019**

On the first item of the agenda of the General Meeting:

The Management Board proposes to the General Meeting of Shareholders to adopt the annual report of the Management Board on the activity and management of Chimimport AD for 2018;

On the second item of the agenda of the General Meeting:

The Management Board proposes to the General Meeting of Shareholders to adopt the Report of the registered auditor / the specialized audit company for verification and certification of the company's Annual Financial Statement for 2018;

On the third item of the agenda of the agenda of the General Meeting:

The Management Board proposes to the General Meeting of Shareholders to approve and adopt the audited and certified Annual Financial Statement of Chimimport AD for 2018;

On the fourth item of the agenda of the General Meeting:

The Management Board proposes to the General Meeting of Shareholders to adopt the Annual Consolidated Report of the Management Board on the activity and management of Chimimport AD for 2018;

On the fifth item of the agenda of the General Meeting:

The Management Board proposes to the General Meeting of Shareholders to adopt the Report of the Registered Auditor / Specialized Audit Firm for the verification and certification of the Consolidated Financial Statement of Chimimport AD for 2018;

On the sixth item of the agenda of the General Meeting:

The Management Board proposes to the General Meeting of Shareholders to approve and adopt the audited and certified Annual Consolidated Financial Statement of Chimimport AD for 2018;

On the seventh item on the agenda of the General Meeting:

The Management Board proposes to the General Meeting of Shareholders to Adopt the Report of the Audit Committee for its activity in 2018;

On the eighth item of the agenda of the General Meeting:

The Management Board proposes to the General Meeting of Shareholders to approve and the remuneration policy report for the members of the Supervisory Board and Management Board of Chimimport AD for 2018;

On the ninth item on the agenda of the General Meeting:

The Management Board proposes to the General Meeting of Shareholders to adopt the following decision for the distribution of the company's profit for 2018:

The General Meeting of Shareholders distributes dividends to the shareholders that are holding ordinary shares of the capital of Chimimport AD.

The General Meeting of Shareholders adopts a resolution for the payment of a dividend to the shareholders on the issued ordinary shares of the Company's capital by allocating part of the profit for 2018 for the payment of a gross dividend of BGN 0.063 (six whole and three stotinki) per ordinary share.

The rate of increase of the gross dividend proposed for distribution per share is proportional to the increase of the company's financial result for 2018.

The total amount of the dividend proposed for distribution for the financial year 2018 is BGN 15,097,714 (fifteen million ninety seven thousand seven hundred and fourteen leva). The holders of shares in the capital of the company up to the 14th day after the date of the General meeting have the right to a dividend.

The paid dividend is to be paid within two months from the date of holding the General Meeting, according to the requirements of the normative acts and the regulations of the Central Depository AD. Shareholders with open client accounts with investment intermediaries will receive the guaranteed dividend through the respective investment intermediary and for shareholders without accounts with investment intermediaries through the branches of the Central Cooperative Bank AD in the country.

On the tenth point of the agenda of the General Meeting:

The Management Board proposes to the General Meeting of Shareholders to adopt a resolution on whether to discharge/discharge the members of the Management Board and the Supervisory Board of the Company from their responsibility for their activity in 2018, as proposed by the shareholders

On the Eleventh point of the agenda of the General Meeting:

After hearing the recommendation of the Audit Committee for the election of a registered auditor who to verify and certify the Annual Financial Statement and the Consolidated Annual Financial Statement of the company for the year 2019, the Management Board proposes to the General Meeting of Shareholders to choose/adopt the specialized audit firm Grant Thornton OOD as a registered auditor of the company for the year 2019 for verifying/auditing and certifying the Annual Financial Statement and the Consolidated Annual Financial Statement of Chimimport AD for 2019