Summons

February 14, 2013

I. The Board of Directors of Alum S.A., having its registered office in Tulcea, no. 82 Isaccei Street, Tulcea County, Romania, registered with the Trade registry under no. J36/29/1991, Sole Registration Code RO 2360405 (hereinafter called the "Company"), on the basis of art. 117 of Law no. 31/1990 pertaining to commercial companies, republished, with subsequent changes, summons the Ordinary and Extraordinary General Meetings of Shareholders registered in the Shareholders' Registry at the end of the day March 7, 2013, considered reference date, for the date of **March 21, 2013, 11.00 AM and, respectively, at 11.30 AM** at the registered office of the Company from at the Company's registered office in Tulcea, no. 82 Isaccei Street, Tulcea County, Romania.
If at the mentioned date the presence quorum provided by the Company's Articles of Incorporation is not met, the second Ordinary General Meeting and the Extraordinary General Meeting of Shareholders shall be summoned and settled under art. 118 of Law no. 31/1990, republished, for the date of **March 22, 2013, 11.00 AM and, respectively, at 11.30 AM** at the Company's registered office in Tulcea, no. 82 Isaccei Street, Tulcea County, Romania.

II. The agenda of the Ordinary General Meeting of the Shareholders is the following:
1. Appointment of one member of the Board of Directors following to the resignation of Mrs. Svetlana Pinzari.
2. Approval to mandate Mrs. Mariana Feodorof to comply with all the formalities for the registration of the Ordinary General Meeting of Shareholders decisions.
3. Approval of the date of April 8th, 2013 as registration date in accordance with the provisions of art. 238 in Law no. 297/2004 on Capital Market.

III. The agenda of the Extraordinary General Meeting of the Shareholders is the following:
1. Approval of the amendment of art. 15 paragraph (5) from the Articles of Incorporation of the Company as following:
"(5) The structure of the Board of Directors is the following:

- (5) Membership of the BOD is as follows:
  - **Gheorghe DOBRA**, born on February 25, 1959 in Branistea Village, Oinacu Commune, Giurgiu County - ROMANIA currently residing in Slatina, no. 40 Panselelor Street, Olt County, Romanian citizen, identified with Identity Card series OT no. 409303, Personal Identification Code 1590225284389, appointed as Chairman
  - **Pavel MACHITSKI**, born on January 4th, 1983 in Russian Federation, currently residing in Bucharest, 64 Splaiul Unirii, sector 4, holder of passport type P, no. 099095350, British citizen, Personal Identification Code 7830104400028 – Vice-chairman
  - **Marin CILIANU**, born on October 24, 1965 in Caracal, Olt County, currently residing in Slatina, no. 1B Grigore Alexandrescu Street, Olt County, Romanian Citizen, identified with Identity Card series OT no. 336447, Personal Identification Code 1651024280791 - Member
  - **Ioan POPA**, born on January 6, 1950, Romanian Citizen, currently residing in Bucharest, no. 14 Stefan eel Mare Bd., bldg. 19, unit B, apt. 41, district 2, holder of ID no. RX-348460, Personal Identification Code 1500106400168 - Member.
  - -_____, born on _____, in _____, domiciled in_____, _____, building ___, entrance ____, ____ floor, appartment _____, district/county, _____ citizen, Personal Identification Number _____- member."

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The Company's articles of incorporation shall be completed with the personal data of one member of the Board of Directors, appointed by the Ordinary General Meeting of Shareholders.
2. Approval to mandate Mrs. Mariana Feodorof to comply with all the formalities for the registration of the Extraordinary General Meeting of Shareholders decisions, including signing the Articles of Incorporation of the company, modified according to the decisions made by the Extraordinary General Meeting of Shareholders.
3. Approval of the date of April 8th, 2013 as registration date in accordance with the provisions of art. 238 in Law no. 297/2004 on Capital Market.

One or more shareholders, holding, individually or together, at least 5% from the share capital, have the right to put items on the agenda of the Ordinary and Extraordinary General Meetings of the Shareholders (each new item shall be submitted together with an explanation or a draft decisions in order to be adopted in the General Meeting) and to table draft decisions for items included or to be included on the agenda of the Ordinary and Extraordinary General Meeting of the Shareholders, not later than 15 days from the date of the publishing of this Summons, respectively not later than **March 4th, 2013**.
The above mentioned rights of the shareholders shall be exercised only in writing.

IV. The shareholders have the right to ask questions related to items on the agenda above mentioned; the answers to be given shall be published on the Internet website page of the Company www.alum.ro.
The questions shall be submitted or sent at the registered office of the company in such way to be registered at the registry of the company not later than **March 13, 2013**, hours 3,00 PM, in a sealed envelope bearing the clearly written statement in capital letters: **"FOR THE ORDINARY AND EXTRAORDINARY GENERAL MEETINGS OF SHAREHOLDERS FROM March 21/22, 2013".**

V. The registered shareholders at the reference date shall exercise the right to participate and to vote in the Ordinary and Extraordinary General Meetings of the Shareholders in person, by correspondence or by a representative with proxy.

VI. In case the shareholders shall appoint representatives for the participation and voting in the Ordinary and Extraordinary General Meetings of the Shareholders, the notification of their appointment shall be submitted to the Company only in writing.

VII. The voting bulletin forms by correspondence and the proxy forms for representation of the shareholders in the Ordinary and Extraordinary General Meetings of the Shareholders are made available at the registered office of the Company, as well as on the website of the Company www.alum.ro**.**

VIII. The Voting by Correspondence form filled out by the shareholder either in Romanian language, or in English, with signature authorized by a public notary (together with the copy of the identification card – for the natural persons or the registration certificate and Confirmation of Company Details issued by the Commerce Register/equivalent documents issued by the relevant authorities from the country where the shareholder resides – for the legal persons, certifying the quality of legal representative of the Form of vote by correspondence signatory/signatories, in original fold or in certified true copy, issued 3 months at most prior to the date of summons publication), shall be submitted or sent through certified mail, to the Registration Office of the Company in such way to be registered at the registry of the

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company not later than, as follows:
- **March 19, 2013**, hours 9,00 AM, in a sealed envelope bearing the clearly written statement in capital letters: **"VOTE BY CORRESPONDENCE FOR THE ORDINARY GENERAL MEETINGS OF SHAREHOLDERS FROM March 21/22, 2013";**
- **March 19, 2013**, hours 9,30 AM, in a sealed envelope bearing the clearly written statement in capital letters: **"VOTE BY CORRESPONDENCE FOR THE EXTRAORDINARY GENERAL MEETINGS OF SHAREHOLDERS FROM March 21/22, 2013".**

IX. The voting bulletins by correspondence not received in the form and within the term stipulated by the art. VIII from the present Summons will not be taken into account when the presence and the voting quorum is established and when the votes are counted in the Ordinary and Extraordinary General Meeting of the Shareholders.

X. The special proxies filled out by the shareholder either in Romanian or in English (accompanied by the copy of the identity document – for the shareholders natural entities pr by the Confirmation of Company Details issued by the Commerce Register /equivalent documents issued by the competent authorities in the shareholder's residence country – legal entity, certifying the capacity of legal representative of the proxy signatory/signatories, in original fold or in certified true copy, issued maximum 3 months before the summons publication date), shall be submitted or sent through certified mail, to the Registration Office of the Company in such way to be registered at the registry of the company not later than, as follows:
- **March 19, 2013**, hours 9,00 AM, in a sealed envelope bearing the clearly written statement in capital letters: **"FOR THE ORDINARY GENERAL MEETINGS OF SHAREHOLDERS FROM March 21/22, 2013";**
- **March 19, 2013**, hours 9,30 AM, in a sealed envelope bearing the clearly written statement in capital letters: **"FOR THE EXTRAORDINARY GENERAL MEETINGS OF SHAREHOLDERS FROM March 21/22, 2013".**
The proxies can also be sent by e-mail to the address mfeodorof@alum.ro following to be submitted or sent, in original, according to those above-mentioned.

XI. The proxies not received within the term stipulated by the art. X from the present Summons will not be taken into account by the Company.

XII. Only the registered shareholders at the reference date shall have the right to participate and to vote in the Ordinary and Extraordinary General Meetings of the Shareholders summoned for March 21/22, 2013 by person, by a representative or by correspondence.

XIII. The documents and information related to the subjects on the agenda, as well as the draft decisions related to the items on the agenda, the voting bulletin forms by correspondence and the proxy forms for representation of the shareholders in the Ordinary and Extraordinary General Meetings of the Shareholders, as well as the Regulation for exercising the voting right in the General Meetings by the shareholders of S.C Alum S.A. Tulcea, are made available for the shareholders at the registered office of the company from Tulcea, no. 82 Isaccei Street, Tulcea County, Romania, and are posted on the website of the company www.alro.ro starting from the date of **February 14, 2013**.

XIV. The nominations for the director position may be deposited until **March 4, 2013** and will include at least information regarding name, hometown and professional skills of the bodies nominated for the

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director position.
The nominations for the director position will be posted at the Company's website starting from the date of their registration at the Company. The Company will draft the list containing the name, hometown and professional skills of the bodies nominated for the director position and will make it available for the shareholders, at the Company's registered office or on its website and can be consulted or amended by the shareholders.

Any supplementary information may be obtained at phone no. 0240.535.022.

Gheorghe Dobra
President of the Board of Administration

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