



STATUS
“ROMANIAN ASSOCIATION OF CONFEUROPE IMPRESE”
CHAPTER I

Considering the Minutes no.01 / 18.04.2010 of the Presidential Council of the National Confederation of Enterprises “CONFEUROPA Imprese” with its registered office in Rome (Rm), Via Generale Roberto Bencivenga n. 32 - Italy,

Taking into account the provisions of art. 969 Civil Code, in accordance with Government Ordinance no. 26/2000 with the subsequent amendments regarding the associations and foundations, Decree no. 31/1954 regarding natural persons and legal entities,

we decided to establish and associate in order to establish the branch "Romanian Association CONFEUROPA Imprese" which has reservation availability name No. 87104 / 09.07.2010 issued by the Ministry of Justice and will operate according to this statute, the articles of incorporation and Romanian law in force.

Article 1. “Romanian Association CONFEUROPA Imprese” is a legal person of private law without patrimonial, apolitical, non-governmental purpose, which operates under the conditions of Ordinance no. 26/2000, with subsequent amendments.

Art.2 The purpose and objectives of the “Romanian Association CONFEUROPA Imprese” are:

- a) promoting and defending the economic, production, trade, financial, legal interests of small, medium or large private enterprises, in their relations with various public or private bodies in the country or abroad, boosting through specific means of support, information, development consulting enterprise, coordination and discipline of small, medium and large enterprises, trade, tourism services, advanced services, crafts, industry, construction, agriculture, fishing, professions and other economic activities of the market.
- b) promotion, organization, development, coordination and discipline of small, medium and large enterprises, trade, tourism services, advanced services, crafts, industry, construction, agriculture, fishing, professions and economic activities of the market;
- c) promotion, organization, development, coordination and discipline of enterprises in general;
- d) the representation of all the moral and economic interests of the companies, of the representatives of the Italian commercial companies in Italy and in other countries;
- e) the protection of small, medium and large enterprises, as a factor of progress and transformation of business structures and social cohesion;
- f) developing the awareness of entrepreneurship, accepting and encouraging initiatives and moral visions and entrepreneurial training of members, managers and adherents, professional training of technical staff and other workers employed in these institutions and consorțiile acestora, precum și propagarea idealurilor, principiile și experiența întreprinderilor mici, mijlocii și mari antreprenoriale;



- g) developing the awareness of solidarity between small, medium and large enterprises, assuming and encouraging all the initiatives of moral support and associated professional training;
- h) promoting the economic growth of the entrepreneurial spirit in the small, medium and large enterprises;
- i) training of workers, family entrepreneurs, small economic agents and citizens in general for the purpose of purchasing and managing the means of production, exchange and economic services within small, medium and large enterprises;
- j) implementation at all levels of administrative, fiscal, commercial, legal and technical-economic assistance; submission of publications on employment contracts and assistance in the implementation of these contracts and labor legislation, training for partners and members including through appropriate forms of monitoring, implementation of the "organization" to improve the management activity;
- k) collection of documents, elaboration of statistics regarding small, medium and large enterprises, as well as for the general interest;
- l) concluding agreements and conventions with private and public institutions, companies, associations, institutes and research centers and other Italian, foreign and international entities and organizations that have similar purposes.
- m) creates an adequate framework for the exchange of ideas in which to achieve mutual information on issues of common interest and the elaboration of common managerial, marketing or social protection strategies.
- n) organization of round tables, symposiums, conferences, between the members of the association and / or the companies from various fields of activity, specialized, in order to facilitate the commercial exchanges;
- o) acting in all fields to create an environment conducive to the establishment, functioning, development and improvement of enterprises;
- p) stimulating and promoting economic relations and international cooperation in the interest of enterprises with Italian capital and not only;
- r) market prospecting through specific means to identify and solve the needs and problems of enterprises;
- s) affiliation to other bodies with a similar profile and area of internal or international activity, which would allow the exchange of ideas and which would support the position of the Association and its members in front of the legislative institutions.
- t) facilitating participation in international fairs and symposia aimed at promoting economic and financial exchanges.
- u) organization of fairs and exhibitions;
- v) the possibility to access financing funds directly or with partners;
- x) organization of professional training courses;
- y) access to the means of advertising of the Association and to the symposia organized by it.



z) the operation under the logo of the Association guarantees the increase of credibility and the recognition by the clients of the professionalism of its members.

z.i) ensures full equality between the members of the association, regardless of the size of the business or the volume of work.

z.2) vocational training activities for adults.

Art.3 “Romanian Association CONFEUROPA Imprese” will have its registered office in Bucharest, str. Musetesti no. 29, parter, sector 1.

Art.4 The headquarters of the association can be changed based on the decision of the General Assembly of the Branch Associates, with the prior approval of the National Confederation of Enterprises “CONFEUROPA Imprese”.

Art.5 “Romanian Association CONFEUROPA Imprese” is established for an unlimited period.

Art. 6 (1) The social patrimony is made up of a patrimonial asset in the amount of 60000 lei, cash contribution and is made up of the following cash contributions deposited by the founding members;

2) The entire patrimony will be highlighted and preserved in accordance with the relevant Romanian legislation on behalf of the association and will be used exclusively to achieve its objectives.

Art. 7 The fee for each supporting adherent member will be established in the first general assembly after the constitution and the registration fee.

Art. 8 The emblem of the branch of the association is represented in the annex and will be used on its stamp, letterhead and any other documents thereof.

CHAPTER II

Members of the Association

Art.9 “Romanian Association CONFEUROPA Imprese”, is composed of the following categories of members:

a) founding members - those who constituted the association and contributed morally and materially to its foundation and to the constitution of the social patrimony;

b) associate members - those who subsequently associate themselves with the association and contribute morally and materially to the completion of the patrimony of the association;

c) honorary members - natural persons and / or legal persons who have brought and bring special services to the association or who substantially support it, from a financial point of view;

d) supporting members - those who adhere to the purpose of the association and support it materially and morally in its realization.

Art.10 (1) The quality of founding and honorary associate member is granted by the Board of Directors of the Branch with the prior agreement of the Presidential Council of the National Confederation of Enterprises “CONFEUROPA Imprese”, and that of supporting member by the Board of Directors of the Branch.

(2) The quality of associate member is lost by withdrawal, in which case the withdrawal decision is communicated at least 3 days before the date of the decision or by exclusion for serious



deviations from the statute, regulations and decisions of the Board of Directors of the branch, within 3 days from the date of the exclusion decision.

(3) The quality of supporting member is lost by withdrawal or non-payment of the membership fee for 2 consecutive years.

Art.11 Associate members who retire or are excluded have no right over the social patrimony of the branch.

Art.12 Founding members of the association have the following rights:

a) to elect and be elected to the Board of Directors, if they are of the age required by law, have the skills and capacity for the positions for which they are running and have not suffered any criminal conviction;

b) to express by vote his option towards the draft decisions of the general assembly;

Art.13 The members of the association have the following obligations: a) to respect without reservations the statute, the regulations and the decisions of the Board of Directors, of the association, as well as the pertinent legal dispositions; b) to pay the obligations of the commitments they have assumed.

CHAPTER III

Heritage Resources

Art.14 The initial social patrimony of the association can be completed with incomes from the contributions of the associated members, dues and registration fees of the supporting members, sponsorships, provision of paid services, subsidies, donations, bequests, other free documents, dividends and other contributions in cash and / or in kind from individuals and / or legal entities, in accordance with the legal provisions in force.

CHAPTER IV

Leadership of the Association

Art. 15. The management bodies of the “Romanian Association CONFEUROPA Imprese” are:

a) The General Assembly.

b) The Board of Directors.

Art.16 The General Assembly of the Branch is the governing body, composed of all the associated members of the branch.

The competence of the General Assembly includes:

a) establishing the general strategy and programs of the branch, in accordance with those established by the National Confederation of Enterprises “CONFEUROPA Imprese”

b) approving the revenue and expenditure budget and the balance sheet at the level of the subsidiary, as well as establishing and allocating funds for the purpose of the subsidiary for each annual budget year after having been previously approved by the Presidential Council of "Confeuropa Imprese";

c) the election and revocation of the members of the Board of Directors, as well as of its management at the proposal of the Presidential Council of “Confeuropa Imprese”;



e) the modification of the constitutive act and of the statute, with the prior approval of the National Confederation of Enterprises “CONFEUROPA Imprese”

f) concluding legal acts in the name and on behalf of the branch, with the prior approval of the National Confederation of Enterprises “CONFEUROPA Imprese”

g) dissolution and liquidation, as well as establishing the destination of the assets remaining after liquidation, with the prior approval of the National Confederation of Enterprises “CONFEUROPA Imprese”

Art.17 The General Assembly meets at least once a year and has the right of permanent control over the Board of Directors.

Art.18 In order for the General Assembly to be statutorily constituted, the Board of Directors or at least one third of the active full members of the branch shall convene the date and place of the meeting, as well as the issues to be discussed by the General Assembly, forming its agenda.

Art.19 The convocation will be communicated by registered letter or other modalities that ensure the confirmation at least 7 (seven) days before the date set for the General Assembly.

Art.20 (1) The meeting of the General Assembly will be statutorily constituted if on the date fixed by convocation half plus one of the totality of the members are present. Otherwise, a new date will be set for the meeting of the General Assembly, at the latest one week from the date of the first convocation, the General Assembly being statutorily constituted only with the members present.

(2) The general assembly is chaired by the president or in the absence of his substitute who has the obligation to communicate the situation of the present associations and the nominal list of those present.

(3) On the occasion of each general assembly, a report shall be drawn up regarding its conduct, the debates that have taken place and the decisions that have been taken.

Art.21 The decisions of the General Assembly will be taken under the conditions of the present statute, if half plus one of the votes of the present members will be gathered.

Art.22 The decisions taken by the General Assembly, within the limits of the law and of the present statute are also binding for the associations that did not take part in the General Assembly or voted against and are communicated to the Presidential Council of “CONFEUROPA Imprese”

Art.23 In order to ensure a more efficient management of the branch, the General Assembly may decide on the fulfillment of the legal acts within its competence by the Board of Directors, for a determined period of time. To this end, the General Assembly will empower the Board of Directors, according to the rules applicable to the mandate.

Art.24 The decisions of the General Assembly contrary to the law, the constitutive act or the statute, can be challenged in court by any of the associations that did not take part in the General Assembly or that voted against and requested to be recorded in the minutes of the meeting. , within 15 days from the date they became aware of the decision.

Art.25 (1) The Board of Directors ensures the execution of the decisions of the General Assembly. The governing bodies of the association are: the General Assembly and the Board of Directors.

The Board of Directors consists of:



- President;
- Vice President;
- Member of the Administrative Secretary;
- Technical Department;

2) The members of the Board of Directors are elected and revoked by the General Assembly with the prior approval of the Presidential Council of “CONFEUROPA Imprese, their term of office being four years and may be renewed;

Art.26 In exercising its competence, the Board of Directors:

- a) Presents to the General Assembly of the Association, the activity report for the previous period, the execution of the income and expenditure budget, the balance sheet, the draft income and expenditure budget, the draft of the branch programs;
- b) Concludes legal acts of disposition in the name and on behalf of the association, only with the prior approval by decision of the Presidential Council of “CONFEUROPA Imprese”. The acts of disposition are those that imply the diminution, the increase or the encumbrance of the own patrimony of the Association or the implicit modification of the Statute;
- c) approves and decides the organizational chart and personnel policy of the branch, the organizational structure of the services and the operational sectors of activity of the branch, which are previously approved by the Presidential Council of “CONFEUROPA Imprese”;
- d) proposes and presents for the approval of the General Assembly the amount of the fees or registration fees paid by the supporting adherent members, which will be previously approved by the Presidential Council of “CONFEUROPA Imprese”;
- e) decides on all financial transactions necessary for the activity of the subsidiary after they have been previously presented and approved by the Presidential Council of “CONFEUROPA Imprese”;
- f) proposes projects and modifications of regulations, activities and any other aspects in order to a good functioning of the branch activity;
- g) decides on the accession of the new supporting members after they have been previously approved by the Presidential Council of “CONFEUROPA Imprese”
- h) appoints representatives to various institutions, commissions, events and wherever necessary with the prior approval of the Presidential Council of "CONFEUROPA Imprese"
- i) fulfills any other attributions provided in the statute or established by the General Assembly of the branch as well as of the Presidential Council of “Confeuropa Imprese”.

Art.27 (1) The Board of Directors may elaborate an internal regulation of operation approved in advance by the Presidential Council of “CONFEUROPA Imprese”.

(2) The management of the Board of Directors is made by the President and in his absence by the substitute or the Vice-President.

(3) The Board of Directors may empower one or more persons with executive positions, including persons who do not have the quality of associate or are foreign to the association, to exercise the following attributions: to conclude legal acts in the name and on behalf of the association,



observing the provisions regarding the prior approval from Confeuropa Imprese in the applicable situations, to fulfill any other attributions provided in the statute or established by the General Assembly.

Art.28 The Board of Directors will be convened by the President, with the frequency it deems necessary.

Art.29 The meetings of the Board of Directors are validly constituted at the first meeting, in the presence of half plus one of its component, and the decisions are validly adopted with the majority of those present.

If it is delayed by one hour over the time set for the meeting, thus not meeting the presence at the first convocation, it will be held at the second convocation. At the second convocation, the deliberation is valid if at least one third of its members are present and the decisions are validly adopted by the majority of those present.

Art.30. Members who do not participate without just cause in two consecutive meetings of the Board of Directors are automatically removed from it.

Art.31 The convocation will be communicated to all the members of the Board of Directors at least 5 working days before the fixed date, either by telephone or in writing. The convocation must contain information on the place, day, time at which the meeting will take place, as well as the agenda that is proposed to be debated.

Art. 32 The deliberations and decisions of the Board of Directors are recorded in the minutes concluded on the occasion of each meeting.

Art.33 (1) The elaboration of the budget of incomes and expenses, the administration of the funds and material means, the performance of the expenses and of the management and financial-accounting operations are made according to the legislation in force and of the statute.

(2) The activity reports of the Board of Directors, the activity programs, the calendars of events, the budgets of incomes and expenses, the balance sheets are debated and submitted annually to the approval of the General Assembly after having been previously debated and approved by the National Confederation of Enterprises. CONFEUROPA Imprese”

Art.34 - Sarcinile, atribuțiile și răspunerile Președintelui și vicepreședintelui Filialei, se stabilesc și se completează prin regulament de organizare și funcționare a aparatului Consiliului Director, conform prevederilor Statutului Asociației și Statutului Filialei.

Art.35 Membrii Consiliului Director ai filialei sunt aleși și revocați de către Confederația Națională a Intreprinderilor “CONFEUROPA Imprese” mandatul acestora fiind pentru o perioadă de 4 ani.

Art.36 Președintele Consiliului Director al filialei are următoarele atribuții:

- a) Președintele, reprezintă și prezidează Consiliul Director la reuniunile acestuia
- b) poate să convoace întrunirea Consiliului Director și Adunarea Generală a filialei ori de câte ori este nevoie;
- b) asigură buna funcționare a asociației și prezintă Adunării Generale rapoarte anuale de activitate;
- c) reprezintă filiala în relațiile cu organele de conducere ale Confeuropa Imprese, cu persoanele fizice și juridice române și străine și poate să încheie acte juridice de administrare pe care interesele



atingerii scopului filialei le presupun cu o prealabila informare si aprobare a Confederației Naționale a Intreprinderilor “CONFEUROPA Imprese; pentru încheierea actelor de dispoziție este necesară aprobarea Consiliului Prezidential al “CONFEUROPA Imprese”;

d) pune în aplicare liniile directoare stabilite de către Adunarea Generala si Confederația Naționala a Intreprinderilor “CONFEUROPA Imprese”;

e) angajeaza, transfera și concedieza angajați, cu aprobarea prealabila a Consiliului Prezidential al “CONFEUROPA Imprese;

f) Președintele poate delega vicepreședintele sau alte persoane din consiliul director, una sau mai multe dintre atribuțiile sale. În caz de absență sau incapacitate a președintelui, atribuțiile sunt asumate de către vicepreședinte sau persoana desemnata de acesta.

In scopul realizarii obiectivelor si scopului Asociatiei, exista urmatoarele domenii de activitate structurate pe Departamente si Responsabili Departamente:

Comert

Artizanat si Mestesugarit

Politici Agricole

Pescuit

Sectorul tertiar si servicii inovative

Industrie

Constructii

Turism

Profesiuni

Invatamant Universitar

Formare Profesionala

Politici Comunitare

Politici de Mediu

Transport

Comunicare

Energie

Health

Integrated Territorial Development

International and Institutional Relations

No Profit Activities

CHAPTER V

Income and expenses

Art.37 - The revenues of the Branch may come from the following sources:

a) membership fees;

b) registration fees;

c) the interests and dividends resulting from the placement of the available amounts, in the legal conditions;



- d) dividends of the economic units established by the association;
- e) incomes realized from direct economic activities, if they are in close connection with the object of activity and the tasks of the association;
- f) donations, sponsorships or bequests;
- g) other incomes provided by law.

CHAPTER VI

Dissolution and liquidation

Art.38 - (1) The dissolution of the Branch of the Romanian Association “CONFEUROPA Imprese” is made by the decision of the General Assembly of the Association, with the prior approval of the National Confederation of Enterprises “CONFEUROPA Imprese”

(2) In case of dissolution, the patrimony of the Branch will be distributed - after the liquidation balance, according to the law.

3) The provisions regarding the liquidation are completed with the provisions provided by O.G. no. 26/2000 regarding the associations and foundations, with the subsequent modifications and completions.

CHAPTER VII

Final Provisions

Art.39 We, the associated members and to act on our behalf and for us to carry out the procedure of acquiring legal personality, depositing social patrimony at the Bank, registration of the Branch of the association in the Register of associations and foundations, fulfillment of any and / or all necessary formalities before the notary public, Financial Administration, as well as before any other public authority and institution or legal or natural persons, in order to carry out and register the association, obtaining any necessary approvals, and to sign any amending acts of the Act constitutive and the Statute of the association, modifications imposed by the competent court, their signatures being opposable to us.

Art.40) The provisions of the present statute can be modified by the decision of the general assembly of the association and are completed with the provisions of the law O.G. no. 26/2000 regarding the associations and foundations, with the subsequent modifications.

Associate members:

signed