

Summons

June 18 2010

- I. The Board of Directors of Alro S.A. (hereinafter referred to as the "Company"), with registered office in Slatina, 116 Pitești Street, Olt County, Romania, registered with the Trade Registry under no. J28/8/1991, Unique Registration Code RO 1515374, on the basis of art. 117 of Law no. 31/1990 pertaining to commercial companies, republished, with subsequent changes, summons the Ordinary and the Extraordinary General Meeting of Shareholders registered in the Shareholders' Registry at the end of the day of July 6th 2010, deemed reference date, for the date of July 20, 2010, at 11.00 AM and respectively at 11.30 AM, at the Company's registered office in Slatina, 116 Pitești Street, Olt County, Romania.
Should, on the above-mentioned date, the attendance quorum stipulated by the Articles of Incorporation of the Company be not met, on the basis of art. 118 of Law no. 31/1990, republished, the second Ordinary and the second Extraordinary General Meeting of Shareholders are summoned and settled for the date of July 21, 2010, at 11.00 AM and respectively at 11.30 AM, at the Company's registered office in Slatina, 116 Pitești Street, Olt County, Romania.
- II. The agenda of the Ordinary General Meeting of the Shareholders is the following:
 1. Appointment of the financial auditor, establishing the duration of the audit contract and appointment the persons empowered to sign the audit contract, following to the expiry of the duration of the audit contract.
 2. Approval to mandate Mr. Ion Constantinescu to comply with all the formalities for the registration of the Ordinary General Meeting of Shareholders decisions, including signing the Articles of Incorporation of the company, modified according to the decision made by the Ordinary General Meeting of Shareholders.
 3. Approval of the date of August 9, 2010 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 a Credit Contract with the European Bank for Reconstruction and Development for a loan of approximately USD 180,000,000 with the scope of refinancing a major part of the company existing debt.
 2. Approval of the conclusion by the Company of the following security contracts to guarantee the obligations resulting from the Credit Contract:
 - i. Mortgage on the immovable assets of the Company, comprising lands, buildings, structures and constructions representing ameliorations of the lands, as well as all the annexes, utilities, devices and equipments related to the lands and that are immovable by destination;
 - ii. Pledge on the following movable assets of the Company: (i) all the present and future bank accounts opened by the Company, as well as all the amounts from the credit or with whom are credited, at one moment, these accounts, excepting the bank accounts used in relation with the factoring contracts concluded by the Company (ii) all the present and future fixed assets with a value exceeding USD 10,000 USD; (iii) inventories of the present and future raw materials and products; and (iv) all the present and future receivables of the Company, resulting from contracts concluded with its clients and suppliers.
 3. Approval to authorise the Board of Directors of the Company to negotiate and to approve the final form of the security contracts mentioned at the item 2 from above as well as to authorise the General Director and the Financial Director to sign the credit contract, the subsequent security contracts and any other documents necessary for the finalisation of the transaction.

4. Approval to mandate Mr. Ion Constantinescu to comply with all the formalities for the registration of the Extraordinary General Meeting of Shareholders decisions.
5. Approval of the date of August 9, 2010 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, registered at the reference date, have the right to put items on the agenda of the 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 July 2nd, 2010.

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.alro.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 July 13, 2010, hours 3,00 PM, in a sealed envelope bearing the clearly written statement in capital letters: **“FOR THE ORDINARY AND/OR EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS FROM July 20/21 2010”**.
- V. The registered shareholders at the reference date shall exercise the right to participate and to vote in the Ordinary and Extraordinary General Meeting 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 Meeting 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 Meeting of the Shareholders are made available at the registered office of the Company, as well as on the website of the Company www.alro.ro.
- VIII. After the voting bulletins by correspondence are filled, in the Romanian language, certified of authentication of the specimen of signature by a public notary, together with the o copy of the identity document - for the natural persons and a copy of the registration certificate and the Certificate of Status, in original, issued within maximum 30 days before the first meeting or the equivalent documents issued by the competent authorities from the resident country of the shareholder –legal entity, 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 July 18, 2010, hours 11,00 AM, in a sealed envelope bearing the clearly written statement in capital letters: **“VOTE BY CORRESPONDENCE FOR THE ORDINARY AND/OR EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS FROM July 20/21 2010”**.
- 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 proxies shall be submitted or sent, in original, in the Romanian language, at the registered office of the company in such way to be registered at the registry of the company not later than July 18, 2010, hours 11,00 AM, in a sealed envelope bearing the clearly written statement in capital letters: **“FOR THE ORDINARY AND/OR EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS FROM July 20/21 2010”**. The proxies can also be sent by e-mail to the address cstoian@alro.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 Meeting of the Shareholders summoned for **July 20/21 2010** 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 Meeting of the Shareholders, as well as the Regulation for exercising the voting right in the General Meetings by the shareholders of S.C Alro S.A. Slatina, are made available for the shareholders at the registered office of the company from Slatina, str. Pitesti, no. 116, Olt County, Romania [in the working days, between 8,00 AM and 4,00 PM], and are posted on the website of the company www.alro.ro starting from the date of June 19, 2010.
- XIV. Any supplementary information may be obtained at phone no. 0249-434.302.

Frank Mueller
President of the Board of Directors