



S.C. UAMT s.a.

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C.I.F. RO 54620 17.766.860 lei Fax:+40 259 462066; +40 359 401676 e-mail: office@uamt.ro

ANNUAL REPORT

for financial exercise

2016

Class, type, no. and main characteristics of the securities issued by the company:

39.481.911 dematerialized shares with nominal value of 0,45 lei/share

The organized market where these values are traded:

Bucharest Stock Exchange

CAP.1. General presentation

1.1. ACCOMPLISHING THE LEGAL CONDITIONS OF FUNCTIONING

S.C. UAMT SA, company established based on HG 1224/23.11.1990 is specialized in: Fabricating of other parts and accesories for vehicles and for engines of vehicles” cod CAEN - 2932.

The company, has the social headquarter in Oradea, Uzinelor no.8 Street, and it is registered at the Trade Registrar under the no. J05/173/1991, having the fiscal identification number RO 54620.

The main activity object is „producind and commercialization of parts and subassemblies for transport means, execution of installations, tools, technological equipment, SDVs”.

It is a public owned company, in accordance with the terminology specified in the Law no.297/2004 regarding the capital market, being registered at the Comisia Națională a Valorilor Mobiliare in accordance with the regiostration certificate no. 3191/04.12.2006.

From 1997 and during the year 2006, the shares of the company were registered and transacted on RASDAQ stock exchange, having the symbol „UAM”. The registration of shareholders was kept in 2010 by the Central depository (ex REGISCO) in conformity with the contract no. 7778/01.03.2007. In 19.02.2007, the company was admitted to trading on a reglemented market administrated by S.C. Bucharest Stock Exchange S.A.

From financial situation establishing point of view, the company applies the Order no. 2844/2016 issued by the Ministry of Public Finance for approval of Accounting Regulations in conformity with the Financial Reporting International Standard, aplicable to companies who’s shares are admittes to be transacted on a reglemented market. The auditing activity of the financial situation for the yesr 2016 was done by S.C. Leocont Expert S.R.L. based on the addenda no.2/01.12.2016 to the contract no. 6 from 01.12.2010, valid until Ddecember 2018.

Durin the financial year 2016 there weren’t any events such as reorganising or merging of companies.

1.1. Leadership of the company

Durin the year 2016 the company was administrated by a Council of Administration composed of three memebers, as followa:

- Doina Olimpia STANCIU – Chairman of the Council of Administration
- Horia Adrian STANCIU – memeber of the Council of Administration
- Bogdan Ciprian STANCIU – memeber of the Council of Administration

The executive leadership of the company was assured by a management team that, during 2016, had the following componence:

- Antoine YOUSSEF- ALLAIRE – General Director,
- Nicolae RADU – Deputy General Director,
- Mircea Gabriel BONTA – Chief of Financial and Accounting department,
- Nicolae FEFLEA – Chief of Quality department,

In the year 2016, a constant preoccupation of the Council of Administration was the optimization of the decisional process at the level of the executive leadership and imporvement of the communication in view of applying the measures and the decisions of the Council of Administration with efficiency and operativity in order to maximize the obtained results in the deploied activity and to minimize the effects of the economical crisis.

The Council of Administration aimed to establish the activity schedule proposed for the year 2016, the execution of the monthly and trimestrial income and spendings budget and of the investment and approved reparations program.

In 2016, The Council of Administration met monthly in council meetings and issued measures related to the administration of the company.

The measures and the decisions taken aimed all activities conducted in the company, the commercial and production activity, the investment and repairs activity, the human resources activity, the financial-economical and internal control audit activity.

All efforts of the Council of Administration and of the executive leadership were oriented towards the fulfilling of the companies mission to ensure quality services, development of the technical-material base, rehabilitation and modernizing of the existing

one, through a coherent program of investment under the conditions of a real protection of the environment.

The previewed effort and organizing of the Council of Administration ended in future development programs of the company, informational programs, recruiting and personell promoting, rising the quality of the products, procesures systems for the main activities and reconsidering the organizational structure.

We are mentioning that the company has no aware of the fact that the persons presented above have had implications in litigations or administrative procedures in the last five years or to have had restrictions related to the occupation of the leadership functions in the company.

1.2. SHARE CAPITAL AND SHAREHOLDERS STRUCTURE; SHARES

1.2.1 Share capital and shareholders structure

The subscribed and paid capital at 31.12.2016 is of 17.766.860 lei reprezening 39.481.911 shares at the nominal value of 0,45 lei/share.

The synthetic structure of the shareholders on the 31.12.2016, in comparison with 31.12.2015 is the following:

Shareholders		Shares number	Value (lei)	Procentege
TOTAL related to Central Depository on 31.12.2015, from which:		39.481.911	17.766.860	100%
1.	ASOCIAȚIA "PAS-UAMT"	14.081.168	6.336.526	35,67%
2.	Persoane juridice	4.238.196	1.907.188	10,73%
3.	Persoane fizice române și străine	21.162.547	9.523.146	53,60%
TOTAL conform Depozitarului Central la 31.12.2016, din care:		39.481.911	17.766.860	100%
1.	ASOCIAȚIA "PAS-UAMT"	14.081.168	6.336.526	35,67%
2.	Persoane juridice	4.232.889	1.904.800	10,72%
3.	Persoane fizice române și străine	21.167.853	9.525.534	53,61%

At the end of 2016, the administrators owned together 549.135 shares (1,39% from share capital).

All shares of the company are nominative, common, dematerialized and individeble.

The shares of S.C. UAMT S.A. have transacted starting with the date 31 May 2007 on Bucharest Stock Exchange. Lately, the company's policy was to reinvest the obtained profit, the company having need of capital resources in view of realizing the investment objectives, not sharing therefore any dividends. According to A.G.A. Decisions, for precedents there were no dividends distributed, the net profit being assigned as own source of financing for sustaining and finalizing the modernizing process.

From establishing till today, it didn't exist a decision related to buying own shares.

The company did not issue bonds or other such titles neither in 2016, nor that year, therefore it has no bonds towards owners of such values.

1.2.2 Declaration regarding the corporate governance code

SC UAMT SA has the shares listed on BVB București. Therefore the company applies all provisions of the law related to corporate governance, Law 31/1990, OMFP 2844/2016 for approval of the Accounting regulations based on International Standards of Accounting Reporting, Regulation of CNVM no 1/2006 related to reporting, the regulations of BVB etc. All these documents are public

The company is in the course of implementing the corporate government code and applies in most part the general provisions of it.

The leadership of SC UAMT SA certifies the fact that no situations exist related to the case that the company abandoned the provisions of the corporate governing code.

The company conducts the accounting in conformity with the legislation and owns an informatic integrated system that stocks all transactions. There are persons designated and qualified that have as responsibility the elaboration of financial reports with the compliance of the accounting legally adopted by the company. The financial reports are checked and approved by the chief of financial and accounting department, the General Director and, where it is needed, by the Administration Board. The company has a contract with an authorized financial in accordance with the legal requirements. The auditor checks the financial reports in all situations provided by the law.

The General Meeting has the duties established by the Law 31/1990 updated and the constitutive act of the company at the date of the General Meeting. In fulfilling the

activity and in reporting to the supervisory institutions of the regulated market, SC UAMT SA does not abandon the corporate governing code.

In the company there is an internal control system, for main activity, work procedures being established. The duties of the internal control are, without limitation:

- examination of the lawfulness, regularity and conformity of the operations, identifying errors, waste, defective management and on these bases, the measurement and solutions proposal related to recuperating the loss and sanctioning the guilty ones ;
- supervising the functioning of the systems of fundamental decision, planning, programming, organizing, coordinating, following and controlling the respecting of the decision ;
- evaluating the efficiency with which the leading and executing systems at the level of the company uses the financial human and material resources for fulfilling the objectives and obtaining the desired results;
- identifying the weak points of the leading and control systems as well as the associated risks of such systems, of projects/programs or other operations and measurements proposal to correct them and to diminish the risks. The internal control is assured at all levels by the executive leadership of the company.

CAP. 2. COMPANY'S ACTIVITY ANALYSIS

2.1. COMPANY'S ACTIVITY ANALYSIS

a) Description of main activity of the company;

S.C.UAMT S.A. has the activity object of " producing and commercializing parts and subassemblies for means of transport, moulded pieces from non iron alloy, execution of installations, tools, technological equipments, SDV-s ".

b) Description of acquisitions and/or divestitures of assets:

Acquisitions and divestitures of assets deployed by the company during economic-fiscal year of 2016 is as follows:

Tangible assets:

31 decembrie 2016	Terenuri	Construcții	Instalații tehnice și mașini	Alte instalații, utilaje și mobilier	Imobilizări corporale în curs	Avansuri	TOTAL
Sold inițial	13.169.060	23.101.537	53.668.010	390.488	446.066	51.311	90.826.472
Intrări	0	186.750	207.056	31.208	1.271.940	3.870.432	5.567.386
Ieșiri	0	0	152.000	5.926	276.054	461.747	895.727
Sold final	13.169.060	23.288.287	53.723.066	415.770	1.441.952	3.459.996	95.498.131
➤ Ajustări							
31 decembrie 2016	Terenuri	Construcții	Instalații tehnice și mașini	Alte instalații, utilaje și mobilier	Imobilizări corporale în curs	Avansuri	TOTAL
Sold inițial	0	3.812.384	25.483.613	178.529	0	0	29.474.526
Ajustari de valoare reprezentând amortizare și deprecieri	0	1.543.171	6.241.198	86.866	0	0	7.871.235
Ajustări de valoare aferente mijloacelor fixe ieșite	0	0	152.000	2.959	0	0	154.959
Sold final	0	5.355.555	31.572.811	262.436	0	0	37.190.801
Valoarea netă a mijloacelor fixe la 31 decembrie 2016	13.169.060	17.932.732	22.150.255	153.334	1.441.952	3.459.996	58.307.330

Intangible assets:

Cost	2016	2015
Sold inițial	933.928	875.529
Intrări	1.096.089	68.758
Ieșiri	0	10.359
Sold final	2.030.017	933.928
Ajustări de valoare	2016	2015
Sold inițial	443.870	318.329
Ajustări de valoare reprezentând amortizare și deprecieri	131.112	135.900
Ajustări de valoare aferente ieșiri imob. necorporale	0	-10.359
Sold final	574.982	443.870
Valoarea netă a imobilizărilor necorporale	1.455.035	490.058

c) Description of main results of evaluating the activity of the company

1.1.1. Elements of general evaluation:

Indicatori	2015	2016
Cifra de afaceri	113.244.867	121.964.833
Export	2.308.191	3.214.149
Cheltuieli totale din expl.	111.386.759	118.750.684
% din total cifra de afaceri		
- export	2,04%	2,64%
- intern	97,96%	97,36%
Lichiditate (casa și conturi la bănci)	14.751.715	33.126.159
Profit net	4.065.990	5.726.929

In comparison with 2015, the company reached a rise of net profit with 40,85% from 4.065.990 lei, to 5.726.929 lei in 2016.

The profit rise in 2016, is due mostly to rise of selling volume in comparison to 2015.

The indicator EBITDA (profit from exploitation + amortization), made in 2016 is 15.040 mii lei.

The value of payments made in 2016 for credits taken, representing rates and bank interests rose to the level of 150.411 lei, representing interests spendings.

1.1.2. Evaluating the technical level of the company:

Description of main products or services deployed :

a) main markets for each product or service and methods of distribution:

In Romania, for a series of products from actual fabrication range, the company "UAMT" SA is the main supplier of homeland vehicles. It is remarkable the fact that a tendency is manifesting of intensifying the competition in the activity field of the company, fact that imposes from our company a decisive action of counteract of the phenomenon by an active policy of retechnologising and modernising the products .

This fact is possible to do with the help of some convenient sources of financing, from nonrefundable funds from E.U.or from Government of Romania.

Main products of the company are:

- Stamped parts;
- Anticorrosive protected parts by electrochemical painting or cathaphoresys painting
- Auto components;



- SDV-s;
- Auto spare parts.
- Injected parts

The market of the company is divided in three segments:

- industrial clients:
 - Vehicles manufacturers:
- clients for car spare parts:
 - Service and commercializing companies;
- clients for SDV-s

a) influence of each category in income and spendings of the company:

	31/12/2016	31/12/2015
Venituri din producția vândută	119.823.081	111.615.410
Venituri din vânzarea mărfurilor	2.141.752	1.629.457
Alte venituri, inclusiv variația stocurilor	892.400	3.489.484
	122.857.233	116.734.352
Consumuri materiale	83.542.368	69.819.505
Costul mărfurilor vândute	1.726.310	1.607.661
Cheltuieli de personal	19.523.737	18.021.653
Cheltuieli privind amortizările	8.041.215	9.285.597
Alte cheltuieli	3.024.396	12.652.343
	115.858.026	111.386.759

b) new products for which a substantial volume of assets will be assured in the next financial year as well as the development status of these products

The capacity analysis of SC UAMT SA shows the necessity of some investments in modern tools, SDV-s and equipment of assembly that can sustain the growth in cadence previewed but also to anticipate possible "leaps" of demand dictated by the market. Besides the fabrication volumen growth for LOGAN models and other new models launched till present day, for our company the launching in fabrication of new models is creating the opportunity of diversificating the range of UAMT products.

1.1.3. Evaluation of technical-material aquisition activity (ndigene source, import sources)

In 2016 the aquisition activity was based on firm orders with suppliers from E.U., outside E.U. and Romania.

The main suppliers of raw material of the company based on the average in spendings volume in 2016 are presented in the table below.

Furnizor Sortiment aprovizionat	Pondere în planul de aprovizionare pe 2016 [%]
Diverși furnizori din România - tablă+rulou	40%
Furnizori din Franța, Belgia, România, Spania, Italia - mase plastice	30%
Furnizori din România - țevi	4%
Furnizori din Republica CEHĂ - oglinzi	1%

The raw material stock are at the minimum level needed. Because of the sistematic aquisition no gaps are being created in the raw material stock.

The aquisition of raw material is made directly with the suppliers or direct distributors, succeeding to reach advantageous prices for the company. The prices are well corelated in regards with the quality.

1.1.4. Evaluating the selling activity

a) Description of evolution of secvential selling on the intern market and /or external market and perspectives on medium and long them:

In 2016, the products selling reached a growth in comparison to 2015.

The main market of the company's products is the automotive market, reprezenting 100% of all vendings from 2016.

The export delivery is in most part intracommunitary delivery (France), from total export 6,46 % represent extracommunitary delivery (Brazil,Turkey, India).

The total product vending (excluding services and residual products from turnover volume), wereof 117.809 tousand lei, from wich 2.029 tousand lei, export delivery.

On medium and long term the marketing policy of the company is to maintain traditional clients and to enter on new segments of the market.

The previews of vending growth for 2017 are optimistic, estimating a growth of 3% compared to 2016.

b) Description of competition situation in the field of activity of the company, the average of the products on the market of the company and main competitors;

The general practice on the market of the automotive fabricants is to agree on a few supplier companies for parts and subassembly.

Therefore, following the process, of agreing, the competition becomes irrelevant, the companies agreeded meintaining on the market as long as they can manage to uphold the quality demands and price demands of the automotive manufacturers, during the life period of the vehicle.

The competition manifested, especially, during the selection of suppliers aldedged by the main client of UAMT, Dacia-RENAULT, because the products for equipment of the LOGAN vehicles are complexe and need high costs for assimilating in fabrication, validation and assuring the needeed fabrication capacity. This step, once overcome, the competition reduces substantially, a change of suppliers being done only by exception. (bankrupcy, serious quality issues, major inovative leaps, etc.).

Also, once the Company was nominated as 1st range supplier by Renault, this holds a priviledged position and on the spare parts market, both from point of view of legislation for consumption protection as well as promoting products.

In this acest segment of market we are permanently in competition with multinational automotive parts companies.

c) Description of each significant dependences of the Company towards one client or group of clients who's loss would have a negative impact on the income of the Company.

The dependence on DACIA can be taken in consideration as a negative point related to incomer, but not in a major part.

1.1.5. Evaluting the aspects related to employees/personnel of the company

a) *Specifying the number and the level of preparing of the employees and the degree of sindicalization of the labour force ;*

Previews for 2017 draw to the conclusion that in this period the company will need to deploy the activity with an average number of employees of 500 people determined by growth of the production volume.

The degree of sindicalization of the labour force is almost 40%.

The degree of general qualification of the personnel is high, in general the needs of the company being satisfied and permanently improved by actions, operations and products.

The actual organizational structure is piramidaly shaped, the competences and the responsibilities given at diferent levels are specified in job descriptions and Regulation of internal order.

At the end of 2016, in comparison with 2015, the structure of the employees based on type of activity is the following :

nr. crt.	Personal	Nr. efectiv de personal	
		2015	2016
1.	Total personal producție, din care:	434	425
2.	Personal TESA	77	78
3.	Total personal	511	503

From the above mentioned data, it results that the number of employees in 2016 was lower by 1.57 % than the previous year.

b) *Description of the relations between the manager and the employees and other conflictual elements that characterise these relations;;*

the relations between the management and the employees are normal,, without manifesting of collective actions of contesting the programs and the management achievement.

1.1.6. Evaluating the aspects linked to the company's base activity impact on the environment

UAMT SA owns the environment integrated and water gestion authorisation valid until 2017, and the declaration of establishment for operations with precursors.

The company's base activities have an insignificant impact on the water, air, soil factors. The determination conducted show the non existence of the overlimit of the values provided by law for none of the pollutants measured both for water emissions and air emissions. By modernizing the instalation of pre-treatment of waste water all the pollutants are in the limits provided by law. Having in view that the free surface from inside the unit is concrete in most part , including in case of waste depositing no significant modifications can occur in the structure and the quality of the soil..

The impact produced by UAMT does not mean pollution.

It is not the case of litigations, existing or previewd, related to the non respecting of the law for the protection of the environment.

For the year 2016 it was registered the annual environment report at APM-Bihor and Oradea City Hall.

1.1.7. Evaluation of development and research activities

SC UAMT SA will continue in 2017 the policy of development as a premisses for consolidating and improvement, of the activity with direct implications on the possibilities of the compan's development (client and products portfolio, turnover).

1.1.8. Evaluating the company's activity related to risk management

Description of policies and objectives of the company related to risk management

The results from 2016 are relatively good reported to turnover, because of the measures taken by cost management policies, from wich we state:

- continuous development and improvement of the products that can conduct to growth of client satisfaction under economical rentability conditions
- reducing and optimising the utilities consumption
- efficient managing of the human resources corelated to the production capacities at the lowest cost
- periodical supplying and minimum stocking of raw material and consumption material
- efficiency of the cash flow by measures of following the deadline of the dues
- deploying the spendings corelated to achieving the income in coordonation with assuring the availabilities
- hiring reparation and intervention work at advantageous prices

From bankruptcy risk analysis calculated by Altman Model the conclusion is that the risk is almost inexistent.

Nr. crt.	Indicatorul	U.M	Valori		Simbol
			31-Dec-15	31-Dec-16	
1	Activ total	lei	120,352,342	135,198,230	AT
2	Venituri totale	lei	117,428,584	123,289,603	Vt
3	Profit reinvestit	lei	4,065,990	5,726,929	Prein
4	Capital propriu	lei	81,301,271	87,028,200	Cpr
5	Datorii totale	lei	43,673,083	48,170,029	DT = Itml+Its+Fz+Ob
6	Profit brut	lei	4,770,559	6,720,170	Pb
7	Active circulante	lei	68,267,804	80,155,165	Ac
8	T1	-	0.0396	0.0497	Pb / AT
9	T2	-	0.9757	0.9120	Vt / AT
10	T3	-	1.8616	1.8073	Cpr / DT
11	T4	-	0.0338	0.0424	Prein / AT
12	T5	-	0.5672	0.5928	AC / AT
13	$Z = 3,3T_1 + 1,0 T_2 + 0,6 T_3 + 1,4 T_4 + 1,2 T_5$	-	2.95144	2.93115	Z

$Z < 1,81$ = situație critică spre faliment

$1,81 < Z < 2,90$ = riscul de faliment este într-o marjă normală

$Z > 2,90$ = riscul de faliment este aproape inexistent

1.1.9. Elements of perspectives regarding the activity of the company

a) the presentation and analyzing of the tendencies , elements, events and facts of incertitude that affects or may affect the liquidity of the company in comparison with the same period of the previous year.

We consider that in 2017 we have the possibility to achieve higher income than in 2016. In the conditions of general rise of prices of raw material and the growth of salaries, we estimate a net profit lower than 2016, mainly because of:

- growth of fabrication volume for actual and new products
- rise of prices of raw material, utilities and other services deployed by third parties;
- rise of spendings with human resources;
- maintaining the level of actual or rise of vending prices of finished products

and and services made by the company (in a lower rithm than the rithm of cost rising)

- continuing the technical updating politics by replacing the overused tools .
- implementing new technology in view of production diversification and rise of quality of own products .

The previews for future in this field are influences by politics and onjectives stated by the RENAULT (actual majority shareholder of "AUTOMOBILE DACIA" SA), by constand reducing the fabrication costs for vehicles from it's range of fabrication, and restarting of the „Rabla” programme..

The financial-economical situation of the company in this year had a satisfying trend.

The objectives reached by the business plan of the company in 2017 are:

- continuing the structural adjustment based on real dimensions and evolution of market;
- continuing the structural and technological updating for alining it to the requests imposed by automotive manufacurers;
- intensification of efforts for identifying and penetrating new segments of external market and of new products from other fields of activity;
- continuing the retechnologizing the company by accesing new funds for investments
- accentuating the preparing of human resources at the level of the actual demands;

b) Presenting and analising the effects of spending the capital , currente or anticipated on the financial situation of the company in comparison with the same period of last year.

In the course of 2013 the company made investments based on the approved project. The company's modernising by adding high technology equipment and instalations, measurment and control aparatus and informatical programs was finished in 2014.

The company will continue to modernise in 2017, reinvesting the profit proposed to be divided to other sources of own financing.

- b) Presenting and analysing the events, transactions, economical changes that can affect significantly the income from base activity:
- c) To be seen cap.5 "Situatia financiar-contabila si Rezultatul exercitiului".

2. Tangible assets of the company

2.1. Specifying the establishment and the main characteristics of the production capacity of the company .

The company is located in the north west of Romania in Oradea city at 8 km from the hungarian-romanian border, closer to the european road E60 having means for supplying and delivery both on railroad and road.

The company has the headquarters in Oradea, str. Uzinelor, nr. 8, and is registered at the Trade of Bihor, unde the no. J 05/173/1991.

The updated value of the social capital of the company is 17.766.860 lei.

The technical endowment of the company situates it in the field of fine mechanics. The company uses the following technological processes :

- mechanical processing through cutting (turning, milling, drilling, flat and round rectifying) on classical machinery and CNC
- cold pressing processing;
- injecting of plastic parts (polietilene, poliacetal, poliamide, including glas fiber, etc. With weight up to 1,2kg);
- cathodes painting;
- electrochemical painting (zinking, galvanizing);
- metal welding (electrical, autogenous, plate welding in spots, CO2 welding, with or without welding robots);
- thermic treatments;
- electroerosion processes (with massive electrode and with wire);
- product assembly;

the company has, also, a SDV-s execution toolshop that assures in general the entire stamping process, molds, parts and verifiers needed in own production and for executing orders, in this field, for other companies.

2.2. Description and analysing the degree of usage of the company's propriety.

The medium degree of usage:

			2016	2015	
1	Amortizarea aferentă imobilizărilor corporale	lei	37.891.966	29.558.180	Amz
2	Imobilizări corporale	lei	98.994.086	92.291.410	Mf
3	Gradul mediu de uzură	%	38,28%	32,03%	Gu=Amz/Mf

The existent medium degree of usage is a normal degree in industrial activity. The level of modernizing the tools is in accordance to the technical production requests.

The company's accounting policy for reevaluated tangible assets was the alternative accounting treatment, meaning the presentation in the financial situation of the fixed assets at the reevaluated value, minus the cumulated amortisation.

2.3. Specifying the potential issues linked to the propriety right over the tangible assets of the company.

There are no litigations related to propriety right over the tangible assets or over commercial ones, belonging to the company.

CAP.3. THE TANGIBLE ASSETS MARKET ISSUED BY THE COMPANY

3.1. Specifying the romanian markets and foreign markets on which the tangible assets issued by the company are being negociated .

The company's shares are transacted at Bucharest Stock Exchange.

The company issued one type of share, the dematerialised shares with nominal value of 2,50 lei. Following the provisions of the Law 55/95 for accelerating the process of privatisation and the fact that at the company was registered an oversubscription in the process of mass privatisation, by the effect of the law, it was split the nominal value of all shares from 0,25 lei to 0,10 lei per share.

The majority of the social capital of the company made during the year 1999 following the reevaluation of the patrimony and approved by AGA lead to the rising of the nominal value of the shares from 0,10 to 0,45 lei/share.

În cursul anului 2001 societatea a efectuat o ofertă publică de majorare a capitalului social în cadrul căreia au fost în final emise un număr de 2.518.322 de acțiuni subscrise integral de către acționarul majoritar.

During 2010, as effect of the merging between SC UAMT SA, company that absorbed and the companies that were absorbed by it: FICAMT SA, CPD SRL, FRIGAMT SRL, it was finished the rising of the social capital in which there were issued a number of 14.396.464 shares.

The transactiond price of the shared during 2016 evolved between 0,588 and 0,880 lei per share.

3.2. Description of the company's policy related to dividends paied/acumulated/owed in the last 3 years and, in the case, the reasons for which was possible the lowering of the dividends , in the last 3 years

In the previous years, the company did not give dividends to it's shareholders, the brut profit being distributed to other reserves.

lately, the policy of the issuer was to reinvest the obtained profit, the company having need of resources of capital in order to have investments , therefore not giving dividends.

For the year 2016 by A.G.O.A Decision, the net profit is proposed to be distributed as own source of financing for sustaining the company's investment program.

Because the assurance of capital resources on medium and long term is a major coordonate of the issuer's strategy, it will mentain the reinvestment policy of the profit , for the future.

In 2016 there were no changes in the structure of the social capital.

3.3. Description of all activities of the company related to buying it's own shares.

It is not the case.

3.4. *In case the company has subsidiaries, the specification of the number and the nominal value of the shares issued by the main company, owned by the subsidiaries*

It is not the case.

3.5. *In case the company issued bonds and/or other debt titles, the presentation of the way the company pays the debts towards the owners of such titles.*

It is not the case

CAP. 4. Leadership of the company

In the present moment, the administration of the company "UAMT" SA Oradea is executed in hierarchy order by:

- 1 General Shareholders Meetings;
2. Board of Administration composed by 3 people;
3. General Director;

4.1. *Presenting the list of administrators of the company and the following information for each administrator:*

a) CV (name, surmane, age, qualificatione, professional experience , function and work seniority in the function) of each administrator is presented on the website-of the company www.uamt.ro/comunicate

b) any agreement, understanding or family link between administrators, between the administrator and the other person because of whom the last one was named administrator;

It is not the case

c) participation of the admininistrators to the social capital of the company, after the registration of the social capital increase at the Central Depository on de 31.12.2016,



is as follows:

Nume, prenume	Nr.acțiuni deținute	% de participare la capitalul social
Horia Adrian STANCIU	244.015	0.62
Bogdan Ciprian STANCIU	305.120	0.77

d) list of people affiliated to the company.

It is not the case

4.2. Presentation of the list of members of the executive management of the company.
For each, the presentation of the following information:

The company's executive management was assured by a managing team that at the end of 2016 had the following composition:

- Antoine YOUSSEF-ALLAIRE – General Director,
- Nicolae RADU – Deputy General Director,
- Mircea Gabriel BONTA– Chief of financial-accounting department,
- Nicolae FEFLEA – Chief of quality department,

According to the Constitutive Act, the executive directors are named by the General Director and they are under his coordination and are responsible towards the company for fulfilling their duties in the same conditions as the administrators.

The CV-s of each one of the executive management member is presented on the website of the company www.uamt.ro/comunicate

a) *The term in which the person is considered as part of the executive management*

The directors from the executive management are employees of the company for unlimited period.

b) any agreement, understanding or family link between administrators, between the administrator and the other person because of whom the last one was named member of the executive management;

It is not the case

c) *participation of the person to the social capital of the company*

It is not the case

4.3. *For each person presented at 4.1. and 4.2. litigations or administrative procedures that they were involved in the previous 5 years, related to the activity in the issuer as well as those related to the capacity of that person to fulfill their duties in the company.*

It is not the case.

CAP.5. FINANCIAL-ACCOUNTING SITUATION

Prezentation of the financial-accounting situation in comparison with the last two years:

SITUATION OF FINANCIAL POSITION **On: 31.12.2016**

	31/12/2016	01/01/2016
<i>Active</i>		
Active necurente		
Imobilizări corporale	58.307.330	61.351.946
Alte imobilizări necorporale	1.455.035	490.058
Investiții imobiliare	1.339.456	1.381.284
Alte active (biologice, financiare, etc)	300	77
Total active necurente	61.102.121	63.223.365
Active curente		
Stocuri	16.730.903	17.816.153
Creanțe comerciale	25.861.938	31.540.882
Cheltuieli în avans	0	736.270
Alte creanțe	4.420.068	4.159.054
Numerar și echivalent în numerar	33.126.159	14.751.715
Total active curente	80.139.068	69.004.074
Venituri în avans (subvenții)	6.059.056	7.253.085
Total active	135.182.133	124.974.354
<i>Capitaluri proprii și datorii</i>		
Capitaluri proprii		
Capital social	17.766.860	17.766.860
Rezerve	27.361.244	23.295.253
Rezultat reportat	4.146.286	4.123.007



Rezultatul exercițiului	5.726.929	4.065.990
Alte rezerve și acțiuni proprii	32.026.881	32.050.161
Total capitaluri proprii	87.028.200	81.301.271
Datorii necurente		
Împrumuturi primite pe termen lung	3.911.603	0
Alte datorii pe termen lung	508.729	1.697.755
Datorii de impozit amanat	34.170	34.170
Alte datorii necurente	0	0
Total datorii necurente	4.454.502	1.731.925
Datorii curente		
Datorii comerciale	16.837.437	15.270.499
Împrumuturi pe termen scurt	25.000.000	25.000.000
Taxe curente	1.342.640	1.237.874
Alte datorii curente	519.354	432.785
Total datorii curente	43.699.431	41.941.158
Total datorii	48.153.933	43.673.083
Total pasive	135.182.133	124.974.354

The subscribed social capital in value of 17.766.860 lei did not suffer changes in the year 2016.

During the year it did not constitute the legal reserve, being reached the maximum level permitted by law, and the net profit nonparted for the year 2016 in value of 5.726.929 lei will be divided in other sources of financing.

Net profit made in 2016 is 5.726.929 lei.

The value of 425.585 lei represents the value of the fixed during 2016.

The value of the intangible exits by vending in 2016 is of 152.000 lei.

The difference of reevaluation is considered to be achieved at the ceasing of the intangibles and is transferred in account no. 1175” The reported result represents the overplus made by reevaluated reserves.

➤ Assets at brut value:

31 decembrie 2016	Terenuri	Construcții	Instalații tehnice și mașini	Alte instalații, utilaje și mobilier	Imobilizări corporale în curs	TOTAL
Sold inițial	13.169.060	23.101.537	53.668.010	390.488	446.066	90.775.161
Intrări	0	186.750	207.056	31.208	1.271.940	1.696.954
Leșiri	0	0	152.000	5.926	276.054	433.980



Sold final	13.169.060	23.288.287	53.723.066	415.770	1.441.952	92.038.135
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The accounting brut value is recuperated by linear amortisation method in accordance with the provisions of the law..

The dinamical evolution of the economical means, the deviations from one period to another, the structure, the balanced reports and the proportionality between different cathegories of assets were analised with the help of indicators based on data from the next table.

The data shown in the table were extracted from the financial position.

Stocuri	31.dec.2016	31.dec.2015
Materii prime și materiale	12.862.456	11.994.369
Producția în curs de execuție	1.121.502	1.305.257
Alte materiale	55.338	74.519
Produse finite	2.691.607	4.442.008
Valoarea stocurilor	16.730.903	17.816.153

Creanțe comerciale	2016	2015
Clienți	24.194.227	31.094.666
Clienți incerți	189.100	189.100
Valoarea creanțelor comerciale	24.383.327	31.283.766
Ajustări pentru deprecierea creanțelor	189.100	189.100
Ajustare constituită în an	0	0
Ajustare revărsată în an	0	0
Valoarea ajustări	189.100	189.100
Valoarea netă a creanțelor comerciale	24.194.227	31.094.666

Alte creanțe	2016	2015
Alte creanțe în legătură cu personalul	0	0
TVA neexigibil	48.985	99.441
Debitori diverși	2.241.584	1.930.116
Alte creanțe - subvenții de încasat	2.129.498	2.129.498
Alte creanțe - avansuri plătite	5.949.691	987.403
Valoarea netă a altor creanțe	10.369.758	5.146.458

	2016	2015
Creanțe comerciale	24.194.227	31.094.665
Alte creanțe	6.087.779	4.605.271
Numerar și echivalente de numerar	33.126.159	14.751.715
Total	63.408.165	50.451.651

From the analysis of the balance elements it is revealed an increase of current assets in 2016 with 17,39% on the background of the increase of cash availability with 124,56%, decrease of stock with 6,09% and decrease of debts with 15,18% in comparison to 2015.

	31/12/2016	01/01/2016
<i>Active</i>		
Active necurente		
Imobilizări corporale	58.307.330	61.351.946
Alte imobilizări necorporal	1.455.035	490.058
Investiții imobiliare	1.339.456	1.381.284
Alte active (biologice, financiare, etc)	300	77
Total active necurente	61.102.121	63.223.365
Active curente		
Stocuri	16.730.903	17.816.153
Creanțe comerciale	25.861.938	31.540.882
Cheltuieli în avans	0	736.270
Alte creanțe	4.420.068	4.159.054
Numerar și echivalent în numerar	33.126.159	14.751.715
Total active curente	80.139.068	69.004.074
Venituri în avans (subvenții)	6.059.056	7.253.085
Total active	135.182.133	124.974.354

It can be observed that the weight of noncurrent assets in total actives decreased in 2016 in comparison to 2015.

The performance of the patrimony usage was calculated by dividing the turnover to the total active.

Explicații	2015	2016
Nr. de rotații anuale ale activului	0,86	0,98

It is remarked a decrease of the number of rotation of the total active in the turnover due to the decrease of the total actives and the decrease of the turnover.

Explicații	2015 (nr. zile)	2016 (nr. zile)
Viteza de rotație a debitelor - clienti (zile)	84	83
Viteza de rotație a creditelor - furnizori (zile)	49	50

The number of crediting days to the suppliers, in comparison to the previous year, is increased with one day and the debt collecting process , is very high, but yet lower than the previous year.

The financing sources of covering the economical means are presented in the table below :

	31/12/2016	01/01/2016
Capitaluri proprii		
Capital social	17.766.860	17.766.860
Rezerve	27.361.244	23.295.253
Rezultat reportat	4.146.286	4.123.007
Rezultatul exercițiului	5.726.929	4.065.990
Alte rezerve și acțiuni proprii	32.026.881	32.050.161
Total capitaluri proprii	87.028.200	81.301.271
Datorii necurente		
Împrumuturi primite pe termen lung	3.911.603	0
Alte datorii pe termen lung	508.729	1.697.755
Datorii de impozit amanat	34.170	34.170
Alte datorii necurente	0	0
Total datorii necurente	4.454.502	1.731.925
Datorii curente		
Datorii comerciale	16.837.437	15.270.499
Împrumuturi pe termen scurt	25.000.000	25.000.000
Taxe curente	1.342.640	1.237.874
Alte datorii curente	519.354	432.785
Total datorii curente	43.699.431	41.941.158
Total datorii	48.153.933	43.673.083
Total pasive	135.182.133	124.974.354

- a) The profit and loss account : net vendings; brut income; elements of cost and spendings with weight of at least 20% in net vending or brut income; the risk provisions and for diverse spendings; references to any vending or stopping of a segment of activity made in the last year or one that is expected in the following year; dividends declared and paied;



**SITUATION OF PROFIT AND LOSS AND OTHER ELEMENTS OF THE GLOBAL
RESULT
On: 31.12.2016**

	31/12/2016	31/12/2015
Venituri din producția vândută	119.823.081	111.615.410
Venituri din vânzarea mărfurilor	2.141.752	1.629.457
Alte venituri, inclusiv variația stocurilor	892.400	3.489.484
	122.857.233	116.734.352
Consumuri materiale	83.542.368	69.819.505
Costul mărfurilor vândute	1.726.310	1.607.661
Cheltuieli de personal	19.523.737	18.021.653
Cheltuieli privind amortizările	8.041.215	9.285.597
Alte cheltuieli	3.024.396	12.652.343
	115.858.026	111.386.759
Rezultatul operațional	6.999.207	5.347.593
Venituri financiare	432.371	694.232
Cheltuieli financiare	711.407	1.271.266
Profit înainte de impozitare	6.720.171	4.770.559
Impozit pe profit	993.242	704.569
Cheltuială cu impozitul pe profit amânat	0	0
Venituri din impozitul pe profit amânat	0	0
Profit net aferent perioadei și rezultat global total aferent perioadei	5.726.929	4.065.990
Rezultatul pe acțiune		
Rezultatul pe acțiune de bază (lei/acțiune)	0,145	0,103

Main beneficiary of the company's products remains "AUTOMOBILE DACIA" SA Pitești, not being any major modifications in the vending structure of the company or of the client.

In 2016 total income achieved was 123.289.603 lei, with 4,99% (5.861.019 lei) higher than the total income achieved in 2015, when they were in value of 117.428.584 lei. In comparison to B.V.C. 2016 a decrease was made of 11,84% (16.553.135 lei).

Exploitation income (that represent 99,65% of all income made) are 122.857.232 lei, registering a decrease of 5,25% (6.122.880 lei) in comparison to 2015.

Related to the specifications of B.V.C. 2016 it has been made a decrease of 63%, meaning 16.169.179 lei. Exploitation income were influenced in most by the decrease of sfinished products vending income.

The weight in total spendings is held by material spendings with ~63% remaining constantly, followed by work labour spendings that increased as weight from 16 % in 2015, to 16,75 % in 2016, the rest up to 100% representing amortisation, spendings with work and services executed by third party, financial spendings and tax spendings.

It can be also observed that in 2016 the financial spendings respresented ~0,61% of total spendings, compared to 1,13% in 2015, reaching an amount of over 0,711 million lei.

A positive evolution, compared to the level of the inflation, had the value of vending reflected in the turnover.

Explicații	2015	2016
Cifra de afaceri [lei]	113.244.867	121.964.833
[mii €]	25.477	27.159

The economical-financial results obtained by the company is shown in the table below:

Nr. crt.	Explicații	2015	2016
1	Venituri din exploatare	116.734.352	122.857.232
2	Cheltuieli de exploatare	111.386.759	115.858.026
3	Venituri financiare	694.232	432.371
4	Cheltuieli financiare	1.271.266	711.407
	Rez. brut al exercițiului	4.770.559	6.720.170
	Rezultatul net	4.065.990	5.726.929

It can be observed that the company registered an increase of profit 2016, in comparison to 2015. In total income, the weight is detained by exploitation income, a loss being registered in financial income.

Also, in total spendings, the weight is detained by exploitation spendings followed by financial spendings, confirming the nonsatisfaction degree of financial autonomy that the company has.

- b) cash flow: all changes intervened in the cash of the base activity, investments and financial activity, the level of cash at the begining and at the end of the period

Nr.crt	Denumire indicator	2015	2016
1	Pondere capitalului împrumutat în Cifra de Afaceri	0,24	0,24
2	Viteza de rotație a facturilor neîncasate [zile]	84	83
3	Rata profitului brut [%]	4,21	5,51
4	Perioada de recuperare a creanțelor [zile]	117	91
5	Perioada de achitare a datoriilor curente [zile]	135	131
6	Viteza de rotație a stocurilor [rotații/an]	6,43	7,06
7	Productivitatea muncii [lei/salariat]	212.467	242.435

Following, we present the main indicators that reflect the financial health status of the company in the last three years.

- ⇒ The weight of the borrowed capital is about ~24 % of turnover;
- ⇒ Brut profit rate increased in comparison to last year reaching 5,51%;
- ⇒ The commercial debt collecting period decreased to 83 days;
- ⇒ The period of total debt collection decreased to 91 days;
- ⇒ Short term debt collecting period decreased to 131 days;
- ⇒ Stock rotation speed increased to 7,06 rotations/year;
- ⇒ Productivity of work increased to 242.435 lei /employee/year.

As it can be observed from the presented data, it is necessary that the company maintains the efforts to reduce the period and the volume of credit given to clients and to reduce as possible, the stock volume.

Cash – flow was determined by indirect method.

The liquidity and treasury flux situation is presented as follows:

Fluxuri de numerar din activitatea de exploatare	2015	2016
Profitul net înainte de impozitare și elemente extraordinare	4.770.559	5.726.929
Profit din exploatare înainte de modificările capitalului circulant	14.512.364	15.162.883
Numerar generat din exploatare	2.342.143	19.083.319
Fluxuri de numerar înaintea elementelor extraordinare	1.155.213	17.700.957
Numerarul net provenit din activități de exploatare	1.155.213	17.700.957
Fluxuri de numerar din activități de investiții	2015	2016
Fluxuri net de numerar din activități de investiții	-1.965.621	-2.049.391
Fluxuri de numerar din activități de finanțare	2015	2016
Fluxuri de numerar din activități de finanțare	-1.059.385	2.722.578



Creșterea / (Descreșterea) netă a numerarului	-1.869.793	18.374.444
Numerar și echivalent de numerar la începutul perioadei	16.621.508	14.751.715
Numerar și echivalent de numerar la sfârșitul perioadei	14.751.715	33.126.159

The total volume of the debt increased in 2016 with 10,26 %, in comparison to 2015.

In conclusion, on the background of the phenomenon manifested in the entire romanian economy, the company situates in an acceptable financial balance, but in 2016 bank loans are needed to be contracted.

From the closing of the financial year of 2016 and till the present moment , no important events for the company took place.

6. Anexe

- 6.1. Financial individual annual situation concluded on 31.12.2016;
- 6.2. Administration report of the Board of Administrators
- 6.3. Financial audiror report related to the execution of the financial year 2016;
- 6.4. Incime and spendings budget for 2017 approved in Ordinary General Shareholders Meeting from 27.04.2017.

Oradea, on: 22.03.2015

Chairman of the Administration Board
Doina Olimpia Stanciu