

MINUTES

of the extraordinary session of the General Meeting of the shareholders of Enemona AD held on January 25, 2013

On January 25, 2013, in the town of Kozloduy, at the following address: Power Engineer's House, Chamber Hall, in conjunction with the provisions of the acting legislation and satisfying the quorum requirement as laid down in art. 29, para. 1 of the Company Charter, beginning at 14.00 o'clock, the extraordinary session of the General Meeting of the Shareholders (EGMS) of Enemona AD, the town of Kozloduy, took place. The EGMS was convened in accordance with art. 223 of the Commerce Act (CA) by the Board of Directors, through an invitation, published on the Trade Registry on December 14, 2012, also published on the Company's Website.

Shareholders and proxies of shareholders of Enemona AD, listed by names on a list made out in accordance with art. 225 of CA were present at the GMS.

The following members of the Board of Directors were present at the session:

1. Lyudmil Ivanov Stoyanov;
2. Prokopi Dichev Prokopiev;
3. Tsvetan Kamenov Petrushkov and
4. Margarita Ivanova Dineva.

The session was opened by the Executive Director – Mr. Tsvetan Kamenov Petrushkov. He welcomed everyone present and with a view to ensuring the sound organization and the effective holding of the session, he proposed that the shareholders present shall vote on permission for the following persons (Company employees) to remain present in the Hall:

1. Petya Tomova Tomova;
2. Dimitar Dimitrov Burnev;
3. Miroslava Ivanova Todorova;
4. Tseno Ditkov Tsenov;
5. Ivan Lazarov Petrov;
6. Emil Penkov Simeonov;
7. Valery Kostadinov Dimitrov;
8. Svetla Svetlozarova Zaharieva;
9. Donika Sashova Todorova;
10. Dessislava Dragova Tsoleva.

The shareholders present found that no other proposals regarding the presence of the above listed persons in the Hall were registered, subsequently the EGMS put the one and only registered proposal to a vote and took the following

PROCEDURAL RESOLUTION

Allows the presence in the Hall of the following persons, who are not shareholders:

1. Petya Tomova Tomova;
2. Dimitar Dimitrov Burnev;
3. Miroslava Ivanova Todorova;
4. Tseno Ditkov Tsenov;
5. Ivan Lazarov Petrov;

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6. Emil Penkov Simeonov;
7. Valery Kostadinov Dimitrov;
8. Svetla Svetlozarova Zaharieva;
9. Donika Sashova Todorova;
10. Dessislava Dragova Tsoleva.

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted "FOR" the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted "AGAINST" the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

In order to abide by the requirements of the CA and of the Company Charter, the Executive Director - Mr. Tsvetan Petrushkov proposed that a Committee on the quorum and the capital present check is elected and that it consists of the following members:

1. Petya Tomova Tomova - Chairman;
2. Dimitar Dimitrov Burnev - member;
3. Miroslava Ivanova Todorova- member.

All shareholders present at the session found that no other proposals for election of a Committee on the quorum and the capital present check were registered and subsequently EGMS put the one and only proposal to a vote and took the following

PROCEDURAL RESOLUTION

Elects the following persons as members of the Committee on the quorum and the capital present check:

1. Petya Tomova Tomova - Chairman;
2. Dimitar Dimitrov Burnev - member;
3. Miroslava Ivanova Todorova- member.

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted "FOR" the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted "AGAINST" the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

After a duly executed registration of the shareholders, as well as after a quorum check, the Committee on the quorum and the capital present check unanimously found and reported to the EGMS, that at the time set as the beginning hour of the EGMS session, namely 14.00 o'clock, the quorum requirement was satisfied and there were no obstacles for the EGMS to be in session and to adopt resolutions.

Under the proposal of the Chairman of the Committee on the quorum and the capital present check, the EGMS took the following

PROCEDURAL RESOLUTION:

1. Approves in whole and without any objections the report of the Committee on the quorum and the capital present check;

2. Finds out that at the day and time of the EGMS announced in advance on the invitation to the shareholders of Enemona AD, published on the Trade Registry, namely on January 25, 2013, 14:00 o' clock, the conditions of the legislation and the Company Charter regarding the necessary presence for holding the EGMS session are satisfied as enough shares are present, whereas up to that moment **7 120 918 shares** or **59,6712 %** of all the shares with voting rights are registered to take part in the session.

3. Finds out that no legal obstacles for holding the session of the EGMS of Enemona AD exist, the quorum required under the legislation and the Company Charter is met, as well as all conditions for the EGMS to pass valid resolutions on the agenda published on the Trade Registry in advance are satisfied.

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted "FOR" the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted "AGAINST" the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

Afterwards the Executive Director Mr. Tsvetan Petrushkov in line with the conditions of the CA and the Company Charter proposed that a Chairman and Secretary of the present GMS session, as well as vote counters were elected.

He proposed that the following persons were elected:

1. As Chairman of the EGMS – Tsvetan Kamenov Petrushkov, Executive Director and shareholder of the Company;

2. As Secretary of the GMS – Margarita Ivanova Dineva, member of the Board of Directors of the Company;

3. As vote counters, making up Committee on vote counting, the following Company employees:

3.1 Tseno Ditkov Tsenov - Chairman;

3.2 Ivan Lazarov Petrov;

3.3 Emil Penkov Simeonov;

3.4 Valery Kostadinov Dimitrov;

3.5 Svetla Svetlozarova Zaharieva;

3.6 Donika Sashova Todorova;

3.7 Dessislava Dragova Tsoleva.

The General meeting found that no other proposals for election of a Chairman, a Secretary and vote counters on the session were registered and subsequently put the one and only proposal to a vote and took the following

PROCEDURAL RESOLUTION

1. Elects as Chairman of the EGMS – Tsvetan Kamenov Petrushkov, Executive Director and shareholder of the Company;

2. Elects as Secretary of the EGMS – Margarita Ivanova Dineva, member of the Board of Directors of the Company;

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3. Elects as vote counters, making up Committee on vote counting, the following Company employees:

- 3.1 Tseno Ditkov Tsenov - Chairman;
- 3.2 Ivan Lazarov Petrov;
- 3.3 Emil Penkov Simeonov;
- 3.4 Valery Kostadinov Dimitrov;
- 3.5 Svetla Svetlozarova Zaharieva;
- 3.6 Donika Sashova Todorova;
- 3.7 Dessislava Dragova Tsoleva.

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted "FOR" the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted "AGAINST" the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

The Chairman read out the agenda announced in advance on the published on the Trade Registry invitation for convening the EGMS and made it clear that the conditions of art. 231 of the Commerce Act regarding the amendment of the agenda were not at hand and subsequently announced that the session shall adhere to the agenda announced in advance, as follows:

AGENDA:

1. Approval of the individual annual report on activities of the Company for 2011;
2. Approval of the individual annual financial statements of the Company for 2011 and the independent auditor's report;
3. Approval of the consolidated annual report on activities of the Company for 2011;
4. Approval of the consolidated annual financial statements of the Company for 2011 and the independent auditor's report;
5. Distribution of the profit from the activities of the Company for 2011;
6. Distribution of the non-distributed profit from the activities of the Company for 2010;
7. Establishing an accumulated loss from the activities of the Company as of 31.12.2011 resulting from the recalculated financial results for 2011 and 2009;
8. Covering the established accumulated loss from the activities of the Company as of 31.12.2011 resulting from the recalculated financial results for 2011 and 2009 through resources from the Premium reserves;
9. Adoption of a resolution for dividend distribution for 2011 to the shareholders holding preferred shares of the Company capital, pursuant to art. 8a, para. 3, item. 2 of the Statutes;
10. Authorization of the Board of directors for adoption of a resolution and organizing dividend distribution for 2011 to the shareholders, holding preferred shares of the Company capital, in case the condition of art. 247a, para. 1 of the Commercial Act is satisfied;
11. Discharging from liability the members of the Board of directors for their activities during 2011;
12. Miscellaneous.

The Chairman of the session proposed to the present shareholders to vote on a regulation on expression of opinions and voting, as follows:

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“1. Expression of opinions – the EGMS settles a rule on expression of opinions of not more than three minutes for each shareholder expressing opinion and not more than 45 minutes for all shareholders expressing opinions on a single item of the agenda.

2. Voting – the proposals put forward shall be voted in order the sequence of their registration to be respected. The vote on all items of the agenda shall be open and shall be executed through lifting up the voting plate. When alternative voting is carried out each shareholder is entitled to vote as many times as the number of proposals is to be voted. After the Chairman announces a voting mode, all questions and discussions on the discussed item of the agenda shall be terminated and it shall be put to a vote. The Chairman shall announce the majority required for each item of the agenda right before casting the vote, since for adoption of resolutions on the agenda different majority is required under the provisions of the Charter,

3. In the event that some of the shareholders or a shareholder proxy needs to leave the session prematurely, it is required that he/she enters that fact in the list of the present shareholders, mandatorily indicating the exact time of his departure.

Considering the fact that no other procedural proposals or objections were made on the foregoing procedural proposal, the Chairman of the session brought it to a vote and after the vote casted the EGMS took the following

PROCEDURAL RESOLUTION:

Approves the following regulation on expression of opinions and voting:

1. Expression of opinions – the GMS settles a rule on expression of opinions of not more than three minutes for each shareholder expressing opinion and not more than 45 minutes for all shareholders expressing opinions on a single item of the agenda.

2. Voting – the proposals put forward shall be voted in order the sequence of their registration to be respected. The vote on all items of the agenda shall be open and shall be executed through lifting up the voting plate. When alternative voting is carried out each shareholder is entitled to vote as many times as the number of proposals is to be voted. After the Chairman announces a voting mode, all questions and discussions on the discussed item of the agenda shall be terminated and it shall be put to a vote. The Chairman shall announce the majority required for each item of the agenda right before casting the vote, since for adoption of resolutions on the agenda different majority is required under the provisions of the Charter,

3. In the event that some of the shareholders or a shareholder proxy needs to leave the session prematurely, it is required that he/she enters that fact in the list of the present shareholders, mandatorily indicating the exact time of his departure.

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted “FOR” the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted “AGAINST” the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

The Chairman made the next procedural proposal, namely to skip reading of the materials on the agenda, since they had been at the disposal of the shareholders for more than 30 days.

Considering the fact that no other procedural proposals were made and no objections on the foregoing procedural proposal were registered, the Chairman brought it to a vote and after the vote casted the EGMS took the following

PROCEDURAL RESOLUTION:

Adopts the proposal to skip reading of the materials on the agenda.

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted "FOR" the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted "AGAINST" the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

After clearing and taking resolutions on the regular procedural matters, the Chairman of the EGMS informed the shareholders present on Resolution № 64-ПД of January 24, 2013 of the Financial Supervision Commission, through which the Commission imposes on Enemona AD an administrative measure of compulsion under art. 212, para. 1, item 1 of the Law on Public Offering of Securities (LPOS) with the following rule:

"I oblige Enemona AD not to put to a vote the articles 6, 9 and 10 from the agenda of the Extraordinary General Meeting of Shareholders, scheduled for January 25, 2013, respectively for February 11, 2013, according to art. 227, para 3 of the Commerce Act with the following content:

"item 6. Distribution of the non-distributed profit from the activities of the Company for 2010; Draft Resolution: EGMS approves the resolution of the Board of directors for distribution of the non-distributed profit from the activities of the Company for 2010;

item 9. Adoption of a resolution for dividend distribution for 2011 to the shareholders holding preferred shares of the Company capital, pursuant to art. 8a, para. 3, item. 2 of the Statutes; Draft Resolution: EGMS adopts a resolution for dividend distribution for 2011 to the shareholders holding preferred shares of the Company capital, pursuant to art. 8a, para. 3, item 2 of the Statutes

item 10. Authorization of the Board of directors for adoption of a resolution and organizing dividend distribution for 2011 to the shareholders, holding preferred shares of the Company capital, in case the condition of art. 247a, para. 1 of the Commerce Act is satisfied; Draft Resolution: EGMS authorizes the Board of directors for adoption of a resolution and organizing dividend distribution for 2011 to the shareholders, holding preferred shares of the Company capital, in case the condition of art. 247a, para. 1 of the Commercial Act is satisfied"

After clearing up the procedural questions, the EGMS proceeded to debating and voting on the agenda items.

On item 1 of the Agenda: Approval of the individual annual report on activities of the Company for 2011.

The Chairman of the session presented the proposal of the Board of Directors for approval of the individual annual report on activities of the Company for 2011 and gave the floor to the shareholders who wish to express opinions, cast questions or put forward proposals. Considering the fact that such were not made, the Chairman announced the **required majority of more than half of all the shares with voting rights**.

The EGMS brought to vote the one and only proposal and took the following

RESOLUTION:

Approves the individual annual report on activities of the Company for 2011.

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted "FOR" the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted "AGAINST" the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

On item 2 of the Agenda: Approval of the individual annual financial statements of the Company for 2011 and the independent auditor's report.

The Chairman of the session presented the proposal of the Board of Directors for approval of the individual annual financial statements of the Company for 2011 and the independent auditor's report and gave the floor to the shareholders who wish to express opinions, cast questions or put forward proposals. Considering the fact that such were not made, the Chairman announced the **required majority of more than half of all the shares with voting rights**.

The EGMS brought to vote the one and only proposal and took the following

RESOLUTION:

Approves the individual annual financial statements of the Company for 2011 and the independent auditor's report.

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted "FOR" the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted "AGAINST" the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

On item 3 of the Agenda: Approval of the consolidated annual report on activities of the Company for 2011;

The Chairman of the session presented the proposal of the Board of Directors for approval of the consolidated annual report on activities of the Company for 2011 and gave the floor to the shareholders who wish to express opinions, cast questions or put forward proposals. Considering the fact that such were not made, the Chairman announced the **required majority of more than half of all the shares with voting rights**.

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The EGMS brought to vote the one and only proposal and took the following

RESOLUTION:

Approves the consolidated annual report on activities of the Company for 2011

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted "FOR" the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted "AGAINST" the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

On item 4 of the Agenda: Approval of the consolidated annual report on activities of the Company for 2011 and the independent auditor's report;

The Chairman of the session presented the proposal of the Board of Directors for approval of the consolidated annual report on activities of the Company for 2011 and the independent auditor's report and gave the floor to the shareholders who wish to express opinions, cast questions or put forward proposals. Considering the fact that such were not made, the Chairman announced the **required majority of more than half of all the shares with voting rights**.

The EGMS brought to vote the one and only proposal and took the following

RESOLUTION:

Approves the consolidated annual report on activities of the Company for 2011 and the independent auditor's report;

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted "FOR" the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted "AGAINST" the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

On item 5 of the Agenda: Distribution of the profit from the activities of the Company for 2011.

The Chairman of the session presented the proposal of the Board of Directors the EGMS to establish loss from the activities in 2011 and to not distribute profit and gave the floor to the shareholders who wish to express opinions, cast questions or put forward proposals. Considering the fact that such were not made, the Chairman announced the **required majority of more than half of all the shares with voting rights**.

The EGMS brought to vote the one and only proposal and took the following

RESOLUTION:

ESTABLISHES loss from the activities of the Company for 2011 to the amount of BGN 12 586 248,44 and DOES NOT DISTRIBUTE profit.

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted "FOR" the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted "AGAINST" the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

On item 6 of the Agenda: Distribution of the non-distributed profit from the activities of the Company for 2010. **Considering the ban from the FSC, the said item shall not be discussed and shall not be put to a vote.**

On item 7 of the Agenda: Establishing an accumulated loss from the activities of the Company as of 31.12.2011 resulting from the recalculated financial results for 2011 and 2009;

The Chairman of the session presented the proposal of the Board of Directors the EGMS to establish an accumulated loss from the activities of the Company as of 31.12.2011 resulting from the recalculated financial results for 2011 and 2009 and gave the floor to the shareholders who wish to express opinions, cast questions or put forward proposals. Considering the fact that such were not made, the Chairman announced the **required majority of more than half of all the shares with voting rights.**

The EGMS brought to vote the one and only proposal and took the following

RESOLUTION:

ESTABLISHES an accumulated loss from the activities of the Company as of 31.12.2011 resulting from the recalculated financial results for 2011 and 2009 to the amount of BGN 27 523 177,91.

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted "FOR" the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted "AGAINST" the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

On item 8 of the Agenda: Covering the established accumulated loss from the activities of the Company as of 31.12.2011 resulting from the recalculated financial results for 2011 and 2009 through resources from the Premium reserves;

The Chairman of the session presented the proposal of the Board of Directors the EGMS to cover the established accumulated loss from the activities of the Company as of 31.12.2011 resulting from the recalculated financial results for 2011 and 2009 through resources from the Premium reserves and gave the floor to the shareholders who wish to express opinions, cast questions or put forward proposals. Considering

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the fact that such were not made, the Chairman announced the **required majority of more than half of all the shares with voting rights.**

The EGMS brought to vote the one and only proposal and took the following

RESOLUTION:

COVERS the established accumulated loss from the activities of the Company as of 31.12.2011 resulting from the recalculated financial results for 2011 and 2009 through resources from the Premium reserves to the amount of BGN 27 523 177,91.

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted "FOR" the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted "AGAINST" the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

On item 9 of the agenda: Adoption of a resolution for dividend distribution for 2011 to the shareholders holding preferred shares of the Company capital, pursuant to art. 8a, para. 3, item. 2 of the Statutes. **Considering the ban from the FSC, the said item shall not be discussed and shall not be put to a vote.**

On item 10 of the Agenda: Authorization of the Board of directors for adoption of a resolution and organizing dividend distribution for 2011 to the shareholders, holding preferred shares of the Company capital, in case the condition of art. 247a, para. 1 of the CA is satisfied. **Considering the ban from FSC, the said item shall not be discussed and shall not be put to a vote.**

On item 11 of the agenda: Discharging from liability the members of the Board of directors for their activities during 2011.

The Chairman presented the proposal of the Board of Directors the EGMS to discharge from liability the members of the Board of directors for their activities during 2011 and gave the floor to the shareholders who wish to express opinions, cast questions or put forward proposals. Considering the fact that such were not made, the Chairman announced the **required majority of more than half of all the shares with voting rights.**

The EGMS put the one and only proposal to a vote and took the following

RESOLUTION:

DISCHARGES from liability the members of the Board of directors for their activities during 2011.

Number of shares holding valid votes: 7 120 918 shares, comprising 59,6712 % of the total count of shares with voting rights;

Total number of valid votes: 7 120 918 votes;

Voted “FOR” the proposed draft resolution - 7 120 918, comprising 100 % of the present shares with voting rights;

Voted “AGAINST” the proposed draft resolution – none;

Voted abstentions – none;

The EGMS found that no objections were registered regarding the foregoing vote and its results.

On item 12 of the agenda The Chairman of the Meeting gave the floor to shareholders willing to speak and ask questions. There were no such.

Due to covering of all the items on the agenda, the Extraordinary session of the General Meeting of the Shareholders of Enemona AD was closed by the Chairman at 14:43.

The list of the shareholders, representatives of the shareholders and proxies of the shareholders, that attended the EGMS, was prepared according to the provisions of art. 225 from the CA and signed by the Chairman, the Secretary and the Commission for counting of the votes of the GMS and represents an integral part of the present minutes.

Documents related to the convening and holding of the GMS are attached to these minutes and represent an integral part of it.

Chairman of the GMS: /signature/
Tsvetan Kamenov Petrushkov

Secretary of the GMS: /signature/
Margarita Ivanova Dineva

Commission for counting:
Chairman of the Commission: /signature/
Tseno Ditkov Tsenov

Members: /signature/
Ivan Lazarov Petrov

/signature/
Emil Penkov Simeonov

/signature/
Valeri Kostadinov Dimitrov

/signature/
Svetla Svetlozarova Zaharieva

/signature/
Donika Sashova Todorova

/signature/
Desislava Dragova Tsoleva