

AD HOC REPORT

In accordance with Law no. 297/2004 and NSC Regulation no. 1/2006

Report date: **January 20th 2016**

Name of issuer: **TERAPLAST S.A.**

Headquarters: **Teraplast Industrial Park, DN 15A, KM 45+500, Bistrita-Nasaud County**

Telephone/Fax: **0263/238.202 / 0263/231.221**

Trade Register No: **J06/735/1992**

Sole registration number at the Trade Register Office: **RO3094980**

Share capital: **28,887,588 lei**

Regulated market on which the issued shares are traded: **Bucharest Stock Exchange**

Major events to be reported

- a) Changes in the control over the company – **N/A**
- b) Substantial acquisitions and alienations of assets – **N/A**
- c) Bankruptcy – **N/A**
- d) Transactions as listed in art. 225 of Law 297/2004– **N/A**
- e) **Other events**

Board of Directors of Teraplast SA inform its shareholders and potential investors about the decision to nominate the financial services company BT Securities to represent Teraplast in the share buyback process of maximum 2,000,000 own shares.

The General Meeting of Shareholders approved, in the session dated December 7th 2015, the repurchase by Teraplast SA of its own shares in accordance with the legal provisions applicable to the following conditions: a maximum of 2,000,000 shares (0.69% of total shares composing the share capital) with a nominal value of 0.1 lei / share to a minimum price equal to the market price BVB from the moment of purchase and a maximum price of 1 leu / share, within a budget of 1,000,000 lei for a period not exceeding 18 months from the date of publication of the EGM's Decision in the Official Gazette Part IV in order to implement a remuneration system to ensure compliance with the principle of long-term performance and a loyalty program for employees.

In order to ensure a complete and accurate information of the shareholders and potential investors, we reproduce the decision taken by the Board of Directors of Teraplast SA:

Sediul central:

Parc Industrial Teraplast,
DN 15A, km 45+500
Cod. 427298, Jud. Bistrita-Nasaud
Tel. 0263-238202, Fax. 0263-231221
www.teraplast.ro

DECISION
of the Board of Directors of Teraplast SA.
J06/735/1992, RO 3094980
No. 3, dated January 19th 2016

According to the provisions of the art. 153[^]20 and Companies Law No. 31/1990, republished, the provisions of the Capital Market Law No. 297/2004 on the capital market and the Regulation No.1/2006 of NSC regarding issuers and operations with securities, modified by the Regulation No.31/2006 of NSC and Art. 18.4, paragraph (7) of the Articles of Association of Teraplast SA, headquartered in Bistrita, Teraplast Industrial Park, DN 15A, km 45+500, postal code 427298, Bistrita-Nasaud county, registered with the Trade Registry Office under No. J06/735/1992, VAT registration No. 309498, in the on-line meeting attended by all Board members, namely: Magda Eugenia Palfi-Tirau, Dorel Goia, Emanoil Ioan Viciu, Razvan Stefan Lefter and Teofil-Ovidiu Muresan,

Considering the followings:

- a. The EGMS decision no. 1 from December 7th 2015, by which it was approved the repurchase by Teraplast SA of its own shares in accordance with the legal provisions applicable to the following conditions: a maximum of 2,000,000 shares (0.69% of total shares composing the share capital) with a nominal value of 0.1 lei / share to a minimum price equal to the market price BVB from the moment of purchase and a maximum price of 1 leu / share, within a budget of 1,000,000 lei for a period not exceeding 18 months from the date of publication of the EGM's Decision in the Official Gazette Part IV in order to implement a remuneration system to ensure compliance with the principle of long-term performance and a loyalty program for employees, respectively giving a mandate to the Board of Directors in order to fulfill this decision.

After deliberations, the Board of Directors, with the favorable vote of all its members,

DECIDES

1. Approves that the financial services company which will represent the interests of Teraplast SA in the buyback process of maximum 2,000,000 own shares to be BT Securities, headquartered in Cluj-Napoca, December 21st 1989 Blvd, No. 104, postal code 400124, Cluj county, Romania.
2. Empowers Mr. Alexandru Stanean, Interim Chief Executive Officer of Teraplast SA, to do all the necessary actions in order to sign the service contract with BT Securities, and also any other documents necessary for the buyback process.
3. Empowers Mr. Dorel Goia, Chairman of the Board of Directors, and Mrs. Magda-Eugenia Palfi-Tirau, Nonexecutive Director, to sign the Board decision, which was adopted.

The present decision was adopted and signed on January 19th 2016, in 4 (four) original copies.

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soluții eficiente pentru oameni și medii

For additional information please contact the Investor Relations Department of Teraplast, phone 0752-101.639, e-mail: anca.rif@teraplast.ro, contact person *Anca Rif – Investor Relations Manager*.

Chairman of the Board of Directors

Dorel Goia

Nonexecutive Director

Magda Eugenia Palfi-Tirau

Legal Advisor

Diana Pavel

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