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BALLOT PAPER – VOTE BY CORRESPONDENCE

For votes by correspondence for

**THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF TERAPLAST S.A
Convened for 20.12.2019/23.12.2019**

I, the undersigned _____ (name and surname of the shareholder – natural person) residing in city _____, street _____ no. _____, county _____ identified with _____ (identity document), series _____ no. _____ issued by _____ on the _____, Personal Identification Number _____,

Or

The undersignedⁱ _____ (name of the shareholder – legal person), headquartered in _____, street _____ no. _____, bl. _____, sc. _____, et. _____, ap. _____, county _____, registered with the Trade Register attached to the Court _____ under no. J / / _____, VAT number RO _____, represented legally by ⁱⁱ Mr. /Mrs. _____, in capacity of General Director/Manager, holder of identity card series _____, no. _____, issued by Police/SPCLEP _____ having the Personal Identification Number _____

Owner on **Decemer 10th, 2019** (reference date) of a number of _____ shares issued by **the Company TERAPLAST SA**, registered with the Trade Register of Bistrita-Nasaud Court under no. J06/735/1992, VAT no. RO3094980, traded on Bucharest Stock Exchange, having the symbol **TRP**, that grants me a number of _____ voting rights in the General Meeting of Shareholders, out of the total of 1.337.806.508 shares issued by **the Company TERAPLAST SA**,

aware of the Agenda of the Extraordinary General Meeting of Shareholders of Teraplast S.A. convened for December 20th, 2019 at 10:00 am, or on the date of the second meeting in case the first meeting cannot be held, namely for December 23rd, 2019 at 10:00 am, if the Extraordinary General Meeting of Shareholders will not be able to be validated at the first notice, and the documentation made available by Teraplast S.A.,

by the present **ballot paper**, I express my vote by correspondence regarding the items of the Agenda of the **Extraordinary General Meeting of Shareholders**, as follows:

1. For item 1 of the agenda, namely: „**To approve the decrease of the company’s share capital from RON 133.780.650,80 to RON 133.780.501,80 by cancelling a number of 1490 own shares, with a par value of RON 0.1 per share, acquired by the company following the enforcement of the awarding report and the method of rounding to the lower integer, at the time of increasing the share capital pursuant to the EGMS Decision no. 1/27.04.2018 and to the EGMS Decision no. 1/25.04.2019.**”

The grounds for decreasing the share capital reside in the need to optimise the share capital structure considering that:

- the own shares were acquired as a result of the processing of Teraplast S.A. share capital increase, being registered in Teraplast's account the remaining shares, undistributed following the application of the calculation method (rounding to the lower),
- acquiring the own shares to be cancelled has not been associated to a specific purpose, and, on the other hand, preserving those shares as own shares brings no benefits to the company and its shareholders.”:

For	Against	Abstention

2. For item 2 of the agenda, namely: „Approves the update of the Articles of Association, in accordance with the ones approved at point 1 of the present, as follows:

Art. 7. Alin. (1) <<The subscribed and paid in share capital of the Company TERAPLAST S.A. is 133,780,650.8 lei divided into a number of 1,337,806,508 registered shares, with nominal value of 0.1 lei each>> **modifies and will have the following content:**

<<The subscribed and paid in share capital of the Company TERAPLAST S.A. is 133,780,501.80 lei divided into a number of 1,337,805,018 registered shares, with nominal value of 0.1 lei each>>.”:

For	Against	Abstention

3. For item 3 of the agenda, namely: „**To establish the registration date when the shareholders affected by the decisions adopted by the Extraordinary General Meeting of Shareholders shall be identified. The Board of Directors suggests the date of January 16th, 2020.**”:

For	Against	Abstention

4. For item 4 of the agenda, namely: „**To approve the date of January 15th, 2020, as “ex-date”, namely the date previous to the registration date when the financial instruments, subject of the decisions of the corporate bodies, are transacted without the rights resulting from such decision, in accordance with art. 2 par. 2 lit. I) of Regulation no. 5/2018 regarding issuers and operations with securities.**”:

For	Against	Abstention

5. For item 5 of the agenda, namely: „**To authorize the Board of Directors to enforce the decisions adopted by the Extraordinary General Meeting of Shareholders.**”:

For	Against	Abstention

6. For item 6 of the agenda, namely: „**To authorize the Chairman of the Board of Directors, Mr. Dorel Goia, to sign, for and on behalf of all the shareholders present at the meeting, the EGMS Decision.**”:

For	Against	Abstention

7. For item 7 of the agenda, namely: „**To authorize the company’s legal adviser, Mrs. Diana Octavia Bretfelean, to do everything that is necessary as to record the EGMS Decision at the Trade Register of Bistrita-Nasaud Court, and to publish such decision in the Official Gazette of Romania, Section 4.**”:

For	Against	Abstention

Please find hereby attached a copy of the valid ID cardⁱⁱⁱ/a copy of the registration certificate ^{iv}.

Note: Will be marked with „X” the box corresponding to the vote. The other boxes will not be filled in with any mark.

This ballot paper was drawn up in accordance with the provisions of Law no. 24/2017 on the issuers of financial instruments and market operations, as well as A.S.F. Regulation No.5/2018.

This ballot paper will be filled in at all entries, signed and dated by the shareholder.

The ballot paper is executed up in 2 original copies, out of which: one will remain at the shareholder and the other will be submitted to **TERAPLAST S.A.** headquarter not later than **18.12.2019, 10:00 am**.

Date: _____

v _____ (signature)

vi _____

(First name and surname of the natural person shareholder or the legal representative of the legal entity, in capital letters)

Personal data entered in this special power of attorney (name and surname, domicile, series, number and date of issuance of identity card, personal numerical code, signature, number of shares held) shall be processed in compliance with the legal provisions regarding the protection of individuals with regard to the processing of personal data and the free circulation of such data, during the period stipulated by law, pursuant to Law no. 24/2017 on Issuers of Financial Instruments and Market Operations and of ASF Regulation no. 5/2018 on Issuers of Financial Instruments and Market Operations, as amended and Law no. 31/1990 on societies.

You benefit from the right of access, intervention, rectification and porting of the data you provide us, limit our processing and even request the deletion of the data.

Please note that interfering with the data you have provided to us may prevent the use of the ballot paper in the Extraordinary General Shareholders' Meeting of the Company Teraplast S.A. from the date of 20/23.12.2019.

In this case, the issuing company is exonerated from liability. Please let us know your requests in any way that is assuring the identity of the applicant and his or her entitlement. We will answer you without delay. If you are dissatisfied, you can contact ANSPDCP.

This section provides information on the legal provisions relating to the processing of personal data of natural persons listed in the ballot paper.

I, the undersigned, agree that personal data will be processed for the purpose of voting by correspondence at the Extraordinary General Meeting of Shareholders of the Company Teraplast S.A. from the date of 20/23.12.2019.

Name and surname:

Date:

Signature:

ⁱ to be filled in only for legal entities

ⁱⁱ to be filled in with the legal representative according to the documents certifying the quality of representative

ⁱⁱⁱ applicable for natural persons

^{iv} applicable for legal entities

^v for shareholders legal entities, please stamp

^{vi} for legal entities, the ballot paper needs to be signed by the legal representative; please specify the position of the legal representative.