



VOTING BULLETIN FORM BY CORRESPONDENCE

**Company TERAPLAST S.A., Industrial Park Teraplast, DN 15A, km 45+500, 427298, Bistrita-Nasaud county
J06/735/1992, CUI RO3094980**

**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
29-30th of April 2015**

The subscribed _____, headquartered in _____, street. _____ no. _____, bl. _____, sc. _____, et. _____, ap. _____, county _____, registered at Trade Register Office of _____ court, under Reg. No. J ____ / ____ / _____, unique registration code RO _____, legally represented by Mr./Mrs. _____, acting as General Manager / Administrator, identified by ID C.I./B.I. series _____, No. _____, issued by police department/SPCLEP _____, with the personal identification No. CNP _____, holder on **17th of April 2015** of a number of _____ shares issued by **Company TERAPLAST S.A.** registered at Trade Register Office of Bistrita-Nasaud Court under No. J06/735/1992, unique registration code RO3094980, traded at Bucharest Stock Exchange, having the symbol **TRP**, which confers me a number of _____ voting rights in the Extraordinary General Meeting of Shareholders, of the total of 288.875.849 voting rights according to the 288.875.880 shares issued by the **Company TERAPLAST S.A.**, by this **voting bulletin** I express my voting option with regards to the points of the Agenda of **Extraordinary General Assembly of the Shareholders**, which will be held on **29th of April 2015** hour **16:30**, at the company's headquarters located in Teraplast Industrial Park, DN 15A, km 45+500, postal code 427298, Bistrita-Nasaud county or at the date of the second meeting, when the first couldn't be held, respectively the date of **30th of April 2015**, as follows:
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Extraordinary General Meeting of the Shareholders will have the following

AGENDA

1. Approval of the maximum limit of indebtedness that the company can contract in the 2015 financial year , including the approval of warranty of credit and/or leasing contracts which are going to be accessed within the limit established, with security interest in real estate/pledge, assignments of current and future receivables rights, assignments related to current and future cash, resulting from current accounts and assignments of rights resulted from the insurance policies. The Board of Directors' proposal is that this indebtedness limit amounts to a total value of 68.000.000 lei.

For	Against	Abstaining

2. Mandating the Board of Directors that, up to the maximum limit of indebtedness approved, it should accomplish, in the name of and for the Company, all the actions and steps necessary or useful in order to fulfill those approved at point 1 from the present decision. In this regard, the Board of Directors shall issue decisions on: accessing some bank credits, concluding some credit/leasing contracts, extending the bank credit/leasing contracts accessed, establishing the warranty structure for the credit/ leasing contracts accessed/extended, restructure/reschedule of the credits granted, change of structure of the warranties of the existing credits in balance, empowering the persons who will sign in the name of and for the Company TERAPLAST S.A. the credit contracts/leasing contracts /warranty contracts /additional acts to the credit/leasing contracts, as well as any other documents or instruments which are accessory, related to or to which reference is made in the credit/leasing contracts, warranty contracts or any other documents as well as to sign any other application forms, requests which might be necessary or useful regarding these bank transactions.

For	Against	Abstaining

3. Appointing the registration date when shareholders affected by the decisions adopted by the Extraordinary General Assembly of the Shareholders shall be identified. The date proposed by the Board of Directors is 20th May 2015.

For	Against	Abstaining

4. Approval of the date of 19th May 2015 as „**ex date**”, respectively the date previous to the registration date when the financial instruments, object of the decision of the corporate bodies, are transacted without the rights resulting from such decision, pursuant to art. 2 letter f) of Regulation no. 6/2009 regarding the exercise of certain rights of the shareholders within the general assemblies of the trading companies, amended and completed by Regulation no. 13/2014 regarding the amendment and completion of certain regulations issued by the Security National Board (herein referred to as **Regulation CNVM no. 6/2009**).

For	Against	Abstaining

5. Mandating the Chairman of the Board of Directors, Mr. Dorel Goia, to sign for and on behalf of all shareholders present at the assembly, the Decision of the Extraordinary General Assembly of the Shareholders.

For	Against	Abstaining

6. Mandating the legal adviser, Mrs. Kinga Vaida, identified by ID series X.B. no. 370326, issued by the Police Department of Bistrita on 26.06.2012, to register the Decision of the Extraordinary General Assembly of the Shareholders at the Trade Register of Bistrita-Nasaud Law Court and to publish such decision in the Official Gazette of Romania, Part 4.

For	Against	Abstaining

Note: You shall put an „X” in the appropriate voting box. The remaining boxes shall not be completed.

This voting form was issued according to Law number 297/ 2004 on the capital market, the Regulation CNVM No.1/2006 as subsequently amended by Regulation CNVM nr.31/2006, and by Regulation CNVM No. 6/2009.

This voting form shall be completed by the shareholders, under all entries submitted, dated and signed accordingly.

The voting form is issued in 2 original copies, out of which: one copy will remain with the shareholder and one copy shall be submitted to the headquarter of **S.C.TERAPLAST S.A.**, until **27th of April 2015, 16:30 hours**.

If the Extraordinary General Meeting of the Shareholders shall not meet legally and statutory on 29th of April 2015, this voting form applies to the second convening of the Extraordinary General Meeting of the Shareholders, from 30th of April 2015.

Date : _____

Name and Surname: _____

(Name and Surname of the legal representative of the legal entity shareholder , in clear, with capital letters)

Stamp and signature: _____