



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**

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

I, the undersigned _____ living in the city of _____, street. _____ No _____, county _____ having C.I./B.I. series _____ No. _____ issued by _____ at the date of _____, 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 **Ordinary General Meeting of the Shareholders**, which will be held on **29th of April 2015** hour **16:00**, 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:
:

Ordinary General Meeting of the Shareholders will have the following

AGENDA

1. Approval of the Report of the Board of Directors on the individual and consolidated financial situations for the 2014 financial year.

For	Against	Abstaining

2. Presenting the Report of the financial auditor S.C. ERNST & YOUNG ASSURANCE SERVICES S.R.L. on the individual and consolidated financial situations for the 2014 financial year.

For	Against	Abstaining

3. Presentation and submitting for approval of the individual financial situations for the 2014 financial year, based on the Report of the Board of Directors and the Report of the Company's financial auditor.

For	Against	Abstaining

4. Distribution of the net profit for the 2014 financial year according to legal provisions. The Board of Directors proposes that the net profit for the 2014 financial year is to be distributed for the set up of legal reserve and the difference to be distributed as retained earnings.

For	Against	Abstaining

5. Presentation and submitting for approval of the consolidated financial situations for the 2014 financial year, according to the Report of the Board of Directors and the Report of the Company's financial auditor.

For	Against	Abstaining

6. Discharge of the Company's Board of Directors for the 2014 financial year.

For	Against	Abstaining

7. Presentation and submitting for approval of the Budget of Revenues and Expenses for the 2015 financial year.

For	Against	Abstaining

8. Presentation and submitting for approval of the Investment Program for the 2015 financial year.

For	Against	Abstaining

9. Establishing the remuneration level of the members of the Board of Directors for 2015.

For	Against	Abstaining

10. Establishing the registration date which serves to identify the shareholders who will be affected by the decisions adopted by the General Ordinary Meeting of Shareholders. The date proposed by the Board of Directors is 20th of May 2015.

For	Against	Abstaining

11. Approval of the date of 19th of May 2015 as „**ex date**”, respectively the date previous to the registration date when the financial instruments, subject 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

12. Mandating the Chairman of the Board of Directors to sign for and on behalf of all shareholders present at the assembly, the Decision of the Ordinary General Meeting of the Shareholders.



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For	Against	Abstaining

13. 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 Ordinary General Meeting 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, 16:00 hours**.

If the Ordinary 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 Ordinary General Meeting of the Shareholders, from 30th of April 2015.

Date : _____

Name and surname: _____

(Name and surname of individual shareholder, in clear capital letters)

Signature: _____