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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 27.04.2018/30.04.2018

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 **April 16th, 2018** (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 856.910.442 shares issued by **the Company TERAPLAST SA**,

aware of the Agenda of the Extraordinary General Meeting of Shareholders of Teraplast S.A. convened for April 27th, 2018 at 5:00 pm, or on the date of the second meeting in case the first meeting cannot be held, namely for April 30th, 2018 at 5:00 pm, 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: „**Authorization of the increase of the share capital of the Company, up to a maximum of 21.450.000 lei, up to the maximum amount of 107.141.097 lei, representing authorized capital, by delegating to the Board of Directors, for a period of 12 months, the exercise of its competencies regarding the increase of the share capital, based on the provisions of art. 114 paragraph (1) - (2), and of art. 2201 of Law no. 31/1990, the provisions of art. 85 of the Law no. 24/2017 and the provisions of art. 9 paragraph (2) of the Articles of Association of the company, under the following conditions:**

- The newly issued shares will be distributed free of charge to all shareholders of the company registered in the Register of Shareholders at the registration date to be determined by the Board of Directors;
- The capital increase will be made to support the current activity of the company;
- Each shareholder registered in the Register of Shareholders at the registration date (which will be determined by the Board of Directors by the decision approving all the details of the increase of the share capital) will be allocated a number of 1 free share to 4 shares held;
- The increase of the share capital will be made by incorporating the reserves set up in the previous years.”:

| For | Against | Abstention |
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2. For item 2 of the agenda, namely: „**To authorise the company’s Board of Directors to perform any and all formalities necessary to carry out the fulfillment of item 1 of this agenda of the Extraordinary General Meeting of Shareholders, including but not limited to: initiating, developing (including setting out the date of payment, setting out the registration date - the date that serves to identify the shareholders over whom the effects of the capital increase will be reflected, setting the ex-date, establishing the exact value with which the share capital is increased, determining the price at which the fraction of shares resulting from the application of the algorithm and the rounding of the results will be compensated), completing, registering and operating the increase of the share capital, the corresponding modification of the Company’s Articles of Association, the drafting and signing of all documents and the fulfillment of any formalities for the implementation and registration of the increase of the share capital to the competent authorities.**”:

| For | Against | Abstention |
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3. For item 3 of the agenda, namely: „**3.To approve the updating of the Company’s Articles of Association in accordance with those approved at item 1 above, as follows:**

Art. 9. par. (4) shall be inserted and shall have the following content: "The Board of Directors is authorized by the Articles of Association, for a period of 12 months from the date of completing the Articles of Association with this article, to increase the share capital of the Company with a value of maximum 21.450.000 lei, up to the maximum amount of 107,141,097 lei, representing authorized capital.":

| For | Against | Abstention |
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4. For item 4 of the agenda, namely: „**To approve the maximum limit of indebtedness that the company can contract in the 2018 financial year and the approval of the 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 proposal of the Board of Administration is that this limit of indebtedness to reach the total value of 185.000.000 lei.**”:

| For | Against | Abstention |
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5. For item 5 of the agenda, namely: „**To authorise the Board of Directors to take, for and on behalf of the Company, all the actions and steps required or useful for the enforcement of item 4 of this decision, up to the maximum agreed limit of indebtedness. Therefore, the Board of Directors shall issue decisions on: taking out bank loans, entering into credit/leasing contracts, extending the bank loan/leasing contracts, establishing the security structure corresponding to the taken out/extended bank loan or leasing contracts, restructuring/establishing new maturity dates for the granted loans, changing the structure of the securities for the pending loans, authorising the persons entitled to sign for and on behalf of TERAPLAST S.A. the bank loan contracts / the leasing contracts / the security contracts / the addendums to the bank loan/leasing contracts, and also any other complementary documents or instruments related to or referred to in the bank loan/leasing contracts, security contracts or any other documents, and also to sign any other forms and requests that might be necessary or useful in relation to such bank transactions.**”:

| For | Against | Abstention |
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6. For item 6 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 June 15th, 2018.**”:

| For | Against | Abstention |
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7. For item 7 of the agenda, namely: „**To approve the date of June 14th, 2018, 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, pursuant to Article 2 letter f) of the Regulation no. 6/2009 on the exercise of certain rights of the shareholders within the general meetings of the trading companies, as amended and completed by Regulation no. 13/2014 on the amendment and completion of certain regulations issued by the Security National Board (hereinafter referred to as NSC Regulation no. 6/2009)**”:

| For | Against | Abstention |
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8. For item 8 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 |
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9. For item 9 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 |
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10. For item 10 of the agenda, namely: „**To authorize the company’s legal adviser, Mrs. Diana Octavia Bretfelean, holder of ID card series X.B. no. 515915, 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 |
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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. 200424/2017 on the issuers of financial instruments and market operations, the NSC Regulation no. 1/2006, amended by the NSC Regulation no. 31/2006, as well as the NSC Regulation no.6/2009.

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 **25.04.2018, 5:00 pm**.

Date: _____

v _____ (signature)

vi _____

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

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.