

DRAFT
DECISION No.1 dated 06th of October 2016 of
the Ordinary General Meeting of Shareholders of TERAPLAST SA

Pursuant to the provisions of Art.111 in Law 31/1990 on companies as subsequently amended, the provisions of the Constitutive Act of **TERAPLAST S.A** the provisions of Law No. 297/2004 as well as the Regulation CNVM No.1/2006, as subsequently amended by Regulation CNVM nr.31/2006, the **Ordinary General Meeting of the Shareholders of TERAPLAST S.A. Company**, headquartered in Bistrita, "Teraplast Industrial Park", DN 15A, km 45+500, postal code 427298, Bistrita-Nasaud County, registered with the Trade Registry Office under number J06/735/1992, having the Fiscal Registration Code CUI RO 3094980, held on **06th of October 2016** at the headquarter of the Company, at **16:00 hours**, with a quorum of __, __% of the total of 566.432.660 shares issued by Company TERAPLAST S.A., representing a total number of _____ votes expressed,

DECIDES

On the items on the AGENDA, as follows:

1. Approves the election as administrators of the Company, of the following persons:

1.1. Administrator _____

Structure of the vote: __, __% for, __, __% against, __, __% abstaining

1.2. Administrator _____

Structure of the vote: __, __% for, __, __% against, __, __% abstaining

1.3. Administrator _____.

Structure of the vote: __, __% for, __, __% against, __, __% abstaining

1.4. Administrator _____.

Structure of the vote: __, __% for, __, __% against, __, __% abstaining

1.5. Administrator _____.

Structure of the vote: __, __% for, __, __% against, __, __% abstaining

2. Approves that the validity of the mandate of the Board members to be of 1 (one) year from the date of adoption of this decision, from October 6 2016 untill 6 October 2017.

Structure of the vote: __, __% for, __, __% against, __, __% abstaining

Sediul central:

Parc Industrial Teraplast,
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Cod. 427298, Jud. Bistrita-Nasaud
Tel. 0263-238202, Fax. 0263-231221
www.teraplast.ro

3. Authorizes Mr. Dorel Goia and Mrs. Magda-Eugenia Palfi-Tirau to negotiate managers contracts of mandate and to sign them, either of the two, in the name and on behalf of the Company.

Structure of the vote: __, __% for, __, __% against, __, __% abstaining

4. Establishes the date of 25th of October 2016 as the registration date which serves to identify the shareholders who will be affected by the decisions adopted by the General Ordinary Meeting of Shareholders.

Structure of the vote: __, __% for, __, __% against, __, __% abstaining

5. Approves the date of 24th of October 2016 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).

Structure of the vote: __, __% for, __, __% against, __, __% abstaining

6. Mandates the Chairman of the Board of Directors to sign for and on behalf of all shareholders present at the assembly, the Decision of O.G.M.S.

Structure of the vote: __, __% for, __, __% against, __, __% abstaining

7. Mandating the legal adviser, Mrs. Carmen Ioana Mone, identified by ID series CJ, No. 070767 and/or Mrs. Diana Octavia Bretfelean, identified by ID series X.B. no. 515915, to accomplish all formalities regarding registration of the Decision of O.G.M.S. at the Trade Register of Bistrita-Nasaud Law Court and to publish such decision in the Official Gazette of Romania, Part 4.

Structure of the vote: __, __% for, __, __% against, __, __% abstaining

This decision was drafted and signed today, the 06th of October 2016, in five (5) copies, of which 2 (two) copies to the Company and three (3) copies to be submitted to the Trade Registry Office of the Bistrita Nasaud Law Court.

Chairman of the Board of Directors

Dorel Goia

Legal adviser

Diana Bretfelean