

PROPOSAL

DECISION no. 1 dated October 06th, 2017

of the Ordinary General Meeting of Shareholders of TERAPLAST S.A.

In pursuance of art.111 and the following of Companies Law 31/1990 as amended to date, of the Articles of Association of TERAPLAST S.A., of Law no. 24/2017, and the NSC Regulation no. 1/2006 amended by NSC Regulation no. 31/2006, the Ordinary General Meeting of Shareholders of the company TERAPLAST S.A., headquartered outside the built-up area of Bistrita municipality, at Parc Industrial Teraplast, DN 15A, km 45+500, postal code 427298, Bistrita-Nasaud County, registered at the Trade Register under no. J06/735/1992, VAT no. 3094980, held on October 06th 2017 at the company's headquarters, at 4:00, in a quorum of ___% of the total _____ voting rights corresponding to the 856,910,970 shares issued by TERAPLAST S.A., representing a total number of _____ votes expressed,

DECIDES

On the items of 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 6th 2017 until October 6th 2018.

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

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 26th 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. Establishes the date of 25th of October 2017 as the registration date when the shareholders affected by the decisions adopted by the Ordinary General Meeting of Shareholders shall be identified.

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

6. Authorizes 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 OGMS Decision.

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

7. Authorizes 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 OGMS Decision at the Trade Register of Bistrita-Nasaud Court, and to publish such decision in the Official Gazette of Romania, Section 4.

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

This decision has been executed and signed today, October 06th 2017, in 5 (five) original copies, out of which 2 (two) copies are for the Company and 3 (three) copies to be submitted at the Trade Register attached to Bistrita-Nasaud Court.

Chairman of the Board of Directors

Dorel Goia

Legal adviser

Diana Octavia Bretfelean