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**VOTING FORM BY CORRESPONDENCE**  
to vote by mail for

**THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF TERAPLAST SA**  
to be held on 28.04.2016/29.04.2016

The undersigned \_\_\_\_\_ (name, last name of individuals shareholder) residing in the town of \_\_\_\_\_, str. \_\_\_\_\_ no \_\_\_\_\_, county of \_\_\_\_\_ identified with \_\_\_\_\_ (identity card), series \_\_\_\_\_ number. \_\_\_\_\_ issued by Police department \_\_\_\_\_ dated \_\_\_\_\_, with the personal identification No (CNP) \_\_\_\_\_,

Or,

The subscribed <sup>i</sup> \_\_\_\_\_ (name of shareholder- company), headquartered in the town of \_\_\_\_\_, str. \_\_\_\_\_ number. \_\_\_\_\_, bl. \_\_\_\_\_, sc. \_\_\_\_\_, et. \_\_\_\_\_, ap. \_\_\_\_\_, county of \_\_\_\_\_, registered at Trade Register Law Office \_\_\_\_\_ under J\_ / \_ / \_\_\_\_\_, unique registration code RO \_\_\_\_\_, legally represented by <sup>ii</sup> Mr./Mrs. \_\_\_\_\_, as Manager, identified with C.I./B.I. series \_\_\_\_\_, number. \_\_\_\_\_, issued by Police department \_\_\_\_\_, with the personal identification No (CNP) \_\_\_\_\_

at **April 15<sup>th</sup> 2016** (reference date) having a number of \_\_\_\_\_ shares issued by **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 standard category, having the symbol **TRP**, which confers me a number of \_\_\_\_\_ voting rights in the Ordinary General Meeting of Shareholders, of the total 377.621.770 shares issued by company Teraplast SA, acquainted with the points of the Agenda of the Ordinary General Meeting of Shareholders of Teraplast SA, which will be held on **April 28<sup>th</sup> 2015**, at 16:00 PM, respectively April 29<sup>th</sup> 2015, at 16:00 when the first Ordinary General Meeting couldn't be legally held, as well as of the documentation provided by Teraplast SA.,

I hereby express **my voting right by correspondence** on items on the agenda of the **Ordinary General Meeting of Shareholders** as follows:

- 1. First point on the Agenda:** „ Presentation and submitting for approval the Report of the Board of Administration on the individual and consolidated financial situations for the 2015 financial year”.

For	Against	Abstaining

**2. Second point on the Agenda:** „Presentation of the Report of the financial auditor S.C. ERNST & YOUNG ASSURANCE SERVICES S.R.L. on the individual and consolidated financial statement for the 2015 financial year.”

For	Against	Abstaining

**3. Third point on the Agenda:** „Presentation and submitting for approval of the stand-alone financial statements for the 2015 financial year, according to the Report of the Board of Directors and the Report of the Company's financial auditor.”

For	Against	Abstaining

**4. Fourth point on the Agenda:** “Distribution of the net profit for the 2015 financial year. It is proposes that the net profit for the 2015 financial year to be distributed as follows”.

Net profit to be distributed: 28.381.985 lei

Legal reserves: 1.342.377 lei;

Dividends distribution: 4.531.461 lei, proposed gross dividend/share being 0.012 lei;

Other reserves: 18.881.089 lei

Retained earnings 3.627.058 lei.

For	Against	Abstaining

**5. Fifth point on the Agenda:** „Presentation and submitting for approval of the consolidated financial statements for the 2015 financial year, according to the Report of the Board of Directors and the Report of the Company's financial auditor”.

For	Against	Abstaining

**6. Sixth point on the Agenda:** „Discharge of the Company's Board of Directors for the 2015 financial year.”

For	Against	Abstaining

**7. Seventh point on the Agenda:** „Presentation and submitting for approval of the Budget of Revenues and Expenses for the 2016 financial year.”

For	Against	Abstaining

8. **Eights point on the Agenda:** „Presentation and submitting for approval of the Investment Program for the 2016 financial year.”

For	Against	Abstaining

9. **Ninth point on the Agenda:** „Establishing the remuneration level of the members of the Board of Directors for 2016”.

For	Against	Abstaining

10. **Tenth point on the Agenda:** „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 Administration is May 20<sup>th</sup> 2016.”

For	Against	Abstaining

11. **Eleventh point on the Agenda:** „Approval of the date May 19<sup>th</sup> 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 NSC Regulation No. 6/2009).”

For	Against	Abstaining

12. **Twelfth point on the Agenda:** „Approval of the date June 3<sup>rd</sup> 2016 as **payment day**, as defined by the art. 2, letter g) of NSC Regulation No. 6/2009 and by art. 129, ind.3, alin 2 of the NSC Regulation no. 1/2006 regarding issuers and operations with securities.”

For	Against	Abstaining

13. **Thirteenth point on the Agenda:** “Empowering the Board of Directors to fulfill the decisions adopted by the Ordinary General Meeting of Shareholders.

For	Against	Abstaining

14. **Fourteenth point on the Agenda:** “Empowering the Chairman of the Board of Directors, Mr. Dorel Goia, to sign the OGMS decision, in the name and on behalf of the shareholders present at the meeting”.

For	Against	Abstaining

**15. Fifteenth point on the Agenda:** “Empowering the legal adviser, Mrs. Cristina Neagos, identified by ID series X.B. no. 483047, issued by the Police Department of Bistrita on 25.06.2015, to accomplish all formalities regarding registration of the OGMS Decision at the Commercial Registry of Bistrita-Nasaud Tribunal and to publish this decision in the Official Gazette of Romania, Part 4”.

For	Against	Abstaining

**I hereby attach a copy of valid identification <sup>ii/</sup> registration certificate copy <sup>iii</sup>**

**Note: Please tick the "X" in the appropriate box vote . The other cells shall not be completed with any sign,**

This form of voting has been prepared in accordance with Capital Markets Law no. 297/2004, Regulation No.1/2006, as amended by NSC Regulation No. 31/2006 and NSC Regulation No. 6/2009.

This voting form is completed by the company's shareholder, each and every box vote, dated and signed properly.

**This voting form is drawn up in 2 originals** of which, one original remains with the shareholder and one original will be presented to **company** headquarters **TERAPLAST S.A.** until **April 26<sup>th</sup> 2016, 16:00 PM.**

**Date:** \_\_\_\_\_

**iv** \_\_\_\_\_ **(signature)**

**v** \_\_\_\_\_

(Name and surname of individual/ corporate shareholder, or its legal representative, in clear capital letters)

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- i. To be filled in only for corporate shareholders
  - ii. It shall be completed with the legal representative according to documents attesting the representation
  - iii. applicable for legal persons
  - iv. if legal person, please stamp
  - v. if legal person, the voting form shall only be signed by the legal representative; please mention the position of the legal representative