

2 copies

VOTING FORM BY CORRESPONDENCE
to vote by mail for

THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF TERAPLAST SA
to be held on 27.04.2017/28.04.2017

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 ⁱ _____ (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 ⁱⁱ Mr./Mrs. _____, as Manager, identified with C.I./B.I. series _____, number _____, issued by Police department _____, with the personal identification No (CNP) _____

at **April 14th 2017** (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 566,432,660 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 27th 2017**, at 16:00 PM, respectively April 28th 2017, 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 2016 financial year”.

For	Against	Abstaining

2. Second point on the Agenda: „Presentation of the Report of the financial auditor KPMG Audit S.R.L on the individual and consolidated financial statement for the 2016 financial year.”

For	Against	Abstaining

3. Third point on the Agenda: „Presentation and submitting for approval of the stand-alone financial statements for the 2016 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 2016 financial year. It is proposes that the net profit for the 2016 financial year to be distributed as follows:

Net profit to be distributed: 41.511.532 lei

Legal reserves: 2.294.246 lei

Dividends distribution: 9.572.712 lei, proposed gross dividend/share being 0.0169 lei;

Other reserves: 29.047.831 lei

Retained earnings 596.743 lei

For	Against	Abstaining

5. Fifth point on the Agenda: „Presentation and submitting for approval of the consolidated financial statements for the 2016 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 2016 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 2017 financial year.”

For	Against	Abstaining

8. **Eights point on the Agenda:** „Presentation and submitting for approval of the Investment Program for the 2017 financial year.”

For	Against	Abstaining

9. **Ninth point on the Agenda:** „Establishing the remuneration level of the members of the Board of Directors for 2017”.

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 Ordinary General Meeting of Shareholders. The date proposed by the Board of Administration is May 18th 2017.”

For	Against	Abstaining

11. **Eleventh point on the Agenda:** „Approval of the date May 17th 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 9th 2017 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. Kinga Vaida, identified by ID series XB, No. 370326 and/or Mrs. Diana Bretfelean, identified by ID series X.B. no. 515915, 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 ^{ii/} registration certificate copy ⁱⁱⁱ

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 25th 2017, 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