

**DRAFT**

**DECISION no. 1 dated 14.09.2020/15.09.2020**

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

In pursuance of art.113 and the following of Companies Law 31/1990 as amended to date, of the Articles of Association of TERAPLAST S.A. (the "**Company**"), of Law no. 24/2017, and the ASF Regulation no. 5/2018, the Ordinary General Meeting of Shareholders ("**OGMS**") of the Company, headquartered in village Sărățel, commune Șieu-Magheruș, DN 15A, km 45+500, Bistrița-Nasaud County, registered at the Trade Register under no. J06/735/1992, VAT no. 3094980, held on 14.09.2020/15.09.2020, at the Company's headquarters, at 10:00 (Romania time), in a total quorum of [...]% of the total [...] voting rights corresponding to the [...] 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 members in the Company's Board of Directors, the following persons:

1.1. Administrator \_\_\_\_\_

**Voting structure: [...]% in favour, out of the votes attending the meeting , [...]% against, out of the votes attending the meeting, [...]% abstention, out of the votes attending the meeting**

1.2. Administrator \_\_\_\_\_

**Voting structure: [...]% in favour, out of the votes attending the meeting , [...]% against, out of the votes attending the meeting, [...]% abstention, out of the votes attending the meeting**

1.3. Administrator \_\_\_\_\_.

**Voting structure: [...]% in favour, out of the votes attending the meeting , [...]% against, out of the votes attending the meeting, [...]% abstention, out of the votes attending the meeting**

1.4. Administrator \_\_\_\_\_.

**Voting structure: [...]% in favour, out of the votes attending the meeting , [...]% against, out of the votes attending the meeting, [...]% abstention, out of the votes attending the meeting**

1.5. Administrator \_\_\_\_\_.

**Voting structure: [...]% in favour, out of the votes attending the meeting , [...]% against, out of the votes attending the meeting, [...]% abstention, out of the votes attending the meeting**

2. Approves that the validity of the mandate of the Board members to be of 1 (one) year starting from September 14<sup>th</sup>, 2020, respectively from September 14<sup>th</sup>, 2020 until September 14<sup>th</sup>, 2021.

**Voting structure: [...] % in favour, out of the votes attending the meeting , [...] % against, out of the votes attending the meeting, [...] % abstention, out of the votes attending the meeting**

3. Approves mandating Mr Dorel Goia and Mr Alexandru Stănean to negotiate and any of them to sign the administrative contracts of the directors, in the name and on behalf of the Company.

**Voting structure: [...] % in favour, out of the votes attending the meeting , [...] % against, out of the votes attending the meeting, [...] % abstention, out of the votes attending the meeting**

4. 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 resolutions.

**Voting structure: [...] % in favour, out of the votes attending the meeting , [...] % against, out of the votes attending the meeting, [...] % abstention, out of the votes attending the meeting**

5. Authorizes the Company's legal adviser, Mrs. Kinga Vaida, to do everything that is necessary as to record the OGMS resolutions at the Trade Register of Bistrita-Nasaud Court, and to publish such resolutions in the Official Gazette of Romania, part IV.

**Voting structure: [...] % in favour, out of the votes attending the meeting , [...] % against, out of the votes attending the meeting, [...] % abstention, out of the votes attending the meeting**

This resolution has been executed and signed today, 14.09.2020/15.09.2020, 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**