

DRAFT

DECISION no. 1 dated 28.04.2021

of the Extraordinary 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 Extraordinary General Meeting of Shareholders ("**EGMS**") of the Company, headquartered in village Sărățel, commune Șieu-Măgheruș, DN 15A, km 45+500, Bistrița-Nasaud County, registered at the Trade Register under no. J06/735/1992, VAT no. 3094980, held on 27.11.2020, at the Company's headquarters, at 10:30 (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 total value of 150.000.000 lei as the maximum limit of indebtedness that the company can contract between 28.04.2021 - 28.04.2022 and the approval of the warranty of credit and/or leasing contracts which are going to be accessed within the limit established, with security interest in real estate/pledge, assignments of current and future receivables rights, assignments related to current and future cash, resulting from current accounts and assignments of rights resulted from the insurance policies.

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 the supplementation of the maximum limit of indebtedness that the company may contract between 28.04.2021 - 28.04.2022 with the amount of 60.000.000 lei, which will be used (if needed) exclusively to guarantee the loans of the subsidiaries and the approval of the guarantee of the credit and / or leasing contracts to be accessed by the subsidiaries, within the fixed limit, with real estate/movable securities, assignments of present and future receivable rights, assignments related to current and future available funds, resulting from current accounts and assignments of rights resulting from insurance policies.

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. Authorises the Board of Directors to take, for and on behalf of the Company, all the actions and steps required or useful for the enforcement of item 1 and 2 of this decision, up to the maximum agreed limit of indebtedness. Therefore, the Board of Directors shall issue decisions on:

- taking out bank loans, entering into credit/leasing contracts, extending the bank loan/leasing contracts, establishing the security structure corresponding to the taken out/extended bank loan or leasing contracts,



restructuring/establishing new maturity dates for the granted loans, changing the structure of the securities for the pending loans, authorising the persons entitled to sign for and on behalf of TERAPLAST S.A. the bank loan contracts / the leasing contracts / the security contracts / the addendums to the bank loan/leasing contracts, and also any other complementary documents or instruments related to or referred to in the bank loan/leasing contracts, security contracts or any other documents, and also to sign any other forms and requests that might be necessary or useful in relation to such bank transactions.

- guaranteeing the access by company's subsidiaries of certain bank credits and / or credit contracts / leasing contracts, establish / change the related guarantee structure, empower the persons who will sign on behalf of and on behalf of TERAPLAST SA the warranty contracts / additional documents and any other documents or instruments that are related to or referenced in the warranty agreements and to sign any other forms, requests that may be necessary or useful related to these transactions.

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 EGMS Decision.

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

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, 28.04.2021, 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

