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SPECIAL POWER OF ATTORNEYⁱ

for representation in

THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF TERAPLAST S.A.

convened for 25.06.2021 / 28.06.2021

I, _____ (first name and surname of the natural person shareholder), residing in (place) _____, st. _____ no. _____, _____ County, holder of _____ (ID card), series _____ no. _____ issued by _____ on _____, National Identification No. _____,

or

I/Weⁱⁱ _____ (name of the legal entity shareholder), headquartered in _____, st. _____ no. _____, bl. _____, sc. _____, et. _____, ap. _____, _____ County, registered at the Trade Register of _____ Court under no. J_/_____/_____, VAT no. RO _____, duly represented byⁱⁱⁱ Mr./Mrs. _____, as CEO/Director, holder of ID card series _____, no. _____, issued by Police/SPCLEP _____, National Identification No. _____

owning as of **15.06.2021** (reference date) a number of _____ shares issued by the **Company TERAPLAST S.A.** registered at the Trade Register of Bistrita-Nasaud Court under no. J06/735/1992, VAT no. RO3094980, traded at Bucharest Stock Exchange, with the **TRP** symbol, which confers me a number of _____ vote rights in the Extraordinary General Meeting of Shareholders out of the total number of 1.743.200.478 shares issued by the **Company TERAPLAST S.A.**,

hereby appoint Mr./Mrs.^{iv} _____ residing in _____ st. _____ no. _____, bl. _____, sc. _____, et. _____ ap. _____ County, holder of _____ (ID card), series _____ no. _____ issued by _____ on _____ National Identification No. _____,

as my representative in the Extraordinary General Meeting of Shareholders to take place on **25.06.2021 at 10:30 am (Romania time)**, at the company's headquarters located in village Saratel, Sieu-Magherus, DN 15A, km 45 +

500, county Bistrita-Nasaud, Romania, or on the date of the second meeting in case the first meeting cannot be held, namely 28.06.2021, to exercise the right to vote corresponding to my shares recorded in the Shareholders Record on the reference date, namely 15.06.2021, as follows:

1. For item 1 of the agenda, namely: “To approve the share capital increase by the amount of 43.579.988 lei* from the current 174.320.047,80 lei up to 217.900.035,80 lei, by the issue of 435.799.880 new shares of a nominal value of 0.10 lei/share, and setting a price of 0,44 lei for the compensation of fractional shares resulting from the application of the algorithm and rounding down the results to the nearest integer, according to the legal provisions in force. The increase of the share capital will be achieved by incorporating the amount of 43.579.988 lei, from the profit of the period January 1, 2021 - March 31, 2021. The newly issued shares shall not change the shareholders’ quotas and shall be freely distributed to all Company shareholders registered into the Company Shareholder Register held by the Central Securities Depository (Depozitarul Central S.A.) at the date of registration. The capital shall be increased in order to sustain the current Company business. Each shareholder registered with the Company Shareholder Register at the date of registration shall be issued one free share for every four shares held.”

**The number of shares issued by the Company was considered when calculating the value of the gross dividend/share, out of which 966 shares that entered the Company account were subtracted (based on the application of the algorithm and rounding down the results to the nearest integer following the processing of the share capital increase achieved on the basis on the EGM (A.G.E.A.) No. 1/29.04.2020), which are held by the Company at the date of this meeting, considering that the holders of own shares are not entitled to receive dividends or other rights.”:*

For	Against	Abstaining

2. For item 2 of the agenda, namely: „To approve the updating of the Company’s Memorandum of Association, in accordance with what has been approved at item (1) above, as follows:

Article 7 (1) “The subscribed and paid-up share capital of TERAPLAST S.A. is of 174.320.047,80 lei divided into a number of 1.743.200.478 nominative shares with a nominal value of 0.1 lei each.” shall be modified and shall read as follows:

“The subscribed and paid-up share capital of TERAPLAST S.A. is of 217.900.035,80 lei divided into a number of 2.179.000.358 nominative shares, with a nominal value of 0.1 lei each.”

For	Against	Abstaining

3. For item 3 of the agenda, namely: „**To approve the amendment of the Extraordinary General Meeting Resolution no. 1 dated August 24, 2020 whereby it was approved to buy back a maximum of 5.500.000 shares of a nominal value of 0.1 lei/share at a minimum price equal to the BVB market price at the time of the purchase and a maximum price of 0.45 lei/share, in the sense of increasing the maximum purchase price of the buy-back shares, from 0.45 lei/share up to 1.00 leu/share. Own shares bought back by the Company shall be offered for free to the employees and the senior employees of the member companies of Teraplast Group, within a Stock Option Plan programme.**”

For	Against	Abstaining

4. For item 4 of the agenda, namely: „**Setting the registration date serving to identify the shareholders impacted by the effects of the resolutions adopted at the Extraordinary General Meeting, according to Article 86 (1) of Law no. 24/2017. The date proposed by the Board is September 29, 2021.**”:

For	Against	Abstaining

5. For item 5 of the agenda, namely: „**To approve the date of September 28, 2021 as “ex date”, namely the date prior to the record date on which the financial instruments subject to the decisions of the company bodies are traded without the rights deriving from the decision, in accordance with Article 2 paragraph 2 l) of the Regulation no. 5/2018.**”

For	Against	Abstaining

6. For item 6 of the agenda, namely: „**To approve the date of September 30, 2021 as payment date, as defined by Article 86 (2) of Law no. 24/2017, and by Article 2 (2) h) and Article 178 of the Regulation no.5/2018**”.

For	Against	Abstaining

7. For item 7 of the agenda, namely: „**To authorize the Board of Directors with the fulfilment of the resolutions adopted by the Extraordinary General Meeting**”.

For	Against	Abstaining

8. For item 8 of the agenda, namely: „ **To authorize the Chairman of the Extraordinary General Meeting of the Teraplast S.A. shareholders to sign the EGM Resolution on behalf and in the name of all the attending shareholders.**”

For	Against	Abstaining

9. For item 9 of the agenda, namely: „ **To authorize the Company’s legal counsel, Ms. Kinga Vaida, to carry out all formalities concerning the EGM recording with the Trade Register Office attached to Bistrita-Nasaud Court and its publication in the Official Gazette of Romania, Part IV.**”

For	Against	Abstaining

Please find hereby attached a copy of the valid ID card^{vi}/a copy of the registration certificate^{vi}.

I hereby authorize the representative referred to above to cast their vote as they may deem appropriate on the matters not identified and included in the agenda until this date, pursuant to the applicable law.

This special power of attorney contains information in accordance with Law 24/2017 on the issuers of financial instruments and market operations, the ASF Regulation no. 5/2018. This special power of attorney should be signed and dated by the principal shareholder. All the boxes of this special power of attorney shall be filled in by the principal shareholder.

The special power of attorney is executed in 3 original copies, one for the principal, one for the agent, and one to be submitted at the headquarters of the TERAPLAST S.A. not later than **23.06.2021, 10:30 am Romania time.**

Date: _____

vii _____ (signature)

viii _____

(First name and surname of the natural person shareholder or the legal representative of the legal entity, in capital letters)

Personal data entered in this special power of attorney (name and surname, domicile, series, number and date of issuance of identity card, personal numerical code, signature, number of shares held) shall be processed in compliance with the legal provisions regarding the protection of individuals with regard to the processing of personal data and the free circulation of such data, during the period stipulated by law, pursuant to Law no. 24/2017 on Issuers of Financial Instruments and Market Operations and of ASF Regulation no. 5/2018 on Issuers of Financial Instruments and Market Operations, as amended and Law no. 31/1990 on societies.

You benefit from the right of access, intervention, rectification and porting of the data you provide us, limit our processing and even request the deletion of the data.

Please note that interfering with the data you have provided to us may be such as to prevent your mandate from exercising the vote at the Extraordinary General Shareholders' Meeting of the Teraplast S.A. from the date of 25.06.2021/28.06.2021.

In this case, the issuing company is exonerated from liability. Please let us know your requests in any way that is assuring the identity of the applicant and his or her entitlement. We will answer you without delay. If you are dissatisfied, you can contact ANSPDCP.

This section provides information on the legal provisions relating to the processing of personal data of natural persons listed in the special power of attorney.

I, the undersigned, agree that personal data will be processed for the purpose of voting by a trustee at the Extraordinary General Meeting of Shareholders of the Company Teraplast S.A. from the date of 25.06.2021/28.06.2021.

Name and surname:

Date:

Signature:

ⁱ a shareholder can be represented in the EGMS by a single agent authorized by special power of attorney granted for the EGMS dated 25.06.2021/28.06.2021

ⁱⁱ to be filled in only for the shareholders that are legal entities

ⁱⁱⁱ to be filled in with the legal representative according to the documents certifying the quality of representative

^{iv} to be filled in with the name of the appointed representative (namely the authorized person)

^v applicable for natural persons

^{vi} applicable for legal entities

^{vii} in case of natural persons shareholders, to be signed; in case of legal entities shareholders, to be signed and stamped (if the legal entity holds a stamp) by the legal representative/s

^{viii} in case of legal entities, the position of the legal representative shall be mentioned