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**SPECIAL POWER OF ATTORNEY<sup>i</sup>**

for representation in

**THE ORDINARY 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/We<sup>ii</sup> \_\_\_\_\_ (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 by<sup>iii</sup> 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 Ordinary 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.<sup>iv</sup> \_\_\_\_\_ 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 Ordinary General Meeting of Shareholders to take place on **25.06.2021 at 10:00 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: **“Presentation and submitting for approval the individual interim financial reports of Teraplast SA for the three-month period ending on March 31, 2021 (namely for the period 01.01.2021-31.03.2021), based on the report of the Company’s Board of Directors and the financial auditor’s report ”:**

For	Against	Abstaining

2. For **item 2** of the agenda, namely: **„Approval the net profit distribution corresponding to the individual interim financial reports of Teraplast SA for the three-month period ending on March 31, 2021, in the amount of 283.898.189 lei, as follows:**

- **Distribution of partial dividends, in a total amount of 226.615.937 lei, the gross partial dividend/share proposed being of 0,13 lei\*;**
- **Distribution of the amount of 43.579.988 lei in order to increase the share capital;**
- **Legal reserve: 13.702.264 lei.**

*\*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 of 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

3. For **item 3** of the agenda, namely: **„Presentation and submitting for approval the remuneration policy of Teraplast S.A.”**

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 Ordinary General Meeting, according to Article 86 (1) of Law no. 24/2017. The date proposed by the Board of Directors is July 13, 2021”:**

For	Against	Abstaining

5. For item 5 of the agenda, namely: „**Presentation and submitting for approval the July 12, 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: “**Presentation and submitting for approval the July 22, 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: “**Entrusting the Board of Directors with the fulfilment of the resolutions adopted by the Ordinary General Meeting.**”

For	Against	Abstaining

8. For item 8 of the agenda, namely: “**Appointing the Chairman of the Ordinary General Meeting of the Teraplast S.A. Shareholders to sign the OGM Resolution on behalf and in the name of all the attending shareholders**”:

For	Against	Abstaining

9. For item 9 of the agenda, namely: “**Appointing the legal counsel of the Company, Ms. Kinga Vaida, to carry out all formalities concerning the OGM 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<sup>vii</sup>/a copy of the registration certificate<sup>viii</sup>.**

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, 10:00 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 Ordinary 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 Ordinary 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: .....

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

<sup>ii</sup> to be filled in only for the shareholders that are legal entities

<sup>iii</sup> to be filled in with the legal representative according to the documents certifying the quality of representative

<sup>iv</sup> to be filled in with the name of the appointed representative (namely the authorized person)

<sup>v</sup> applicable for natural persons

<sup>vi</sup> applicable for legal entities

<sup>vii</sup> 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

<sup>viii</sup> in case of legal entities, the position of the legal representative shall be mentioned

