

DRAFT

DECISION no. 1 dated 03.12.2021

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-Magheruș, DN 15A, km 45+500, Bistrița-Năsăud County, registered at the Trade Register under no. J06/735/1992, VAT no. 3094980, held on 03.12.2021, at the Company's headquarters, at 10:00 (Romania time), in a total quorum of [...] % of the total 2.178.997.817 voting rights corresponding to the 2.179.000.358 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 amendment of the Extraordinary General Meeting of the Company's Shareholders Decision no. 1 dated August 24, 2020, as subsequently amended by the Extraordinary General Meeting Decision no. 1 dated June 25, 2021, approving the *repurchase of a maximum number of 5.500.000 shares with a par value of 0.1 lei/share at a minimum price equal to the BVB market price at the time of purchase and a maximum price of 1 leu/share*, as follows:

- increasing the maximum purchase price of the repurchased shares, from 1.00 leu/share to 2 lei/share;
- supplementing the number of shares to be repurchased (bought back) by 2.000.000 shares; a maximum number of 7.500.000 shares are to be thus repurchased;
- the own shares repurchased by the Company shall be offered for free to the employees, the senior employees of the member companies of Teraplast Group and the directors of the company, within a stock option plan program.

Structure of the vote: [...] % for, from the votes held by the shareholders who attended the meeting, [...] % against, from the votes held by the shareholders who attended the meeting, [...] % abstention, from the votes held by the shareholders who attended the meeting.

2. Entrusting the Board of Directors with the fulfilment of the resolution adopted by the Extraordinary General Meeting of Shareholders.

Structure of the vote: [...] % for, from the votes held by the shareholders who attended the meeting, [...] % against, from the votes held by the shareholders who attended the meeting, [...] % abstention, from the votes held by the shareholders who attended the meeting.



3. Appointing the Chairman of the Extraordinary General Meeting of Shareholders to sign the GMS Resolution on behalf and in the name of all the attending shareholders.

Structure of the vote: [...] % for, from the votes held by the shareholders who attended the meeting, [...] % against, from the votes held by the shareholders who attended the meeting, [...] % abstention, from the votes held by the shareholders who attended the meeting.

4. Appointing 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.

Structure of the vote: [...] % for, from the votes held by the shareholders who attended the meeting, [...] % against, from the votes held by the shareholders who attended the meeting, [...] % abstention, from the votes held by the shareholders who attended the meeting.

This resolution has been executed and signed today, 03.12.2021, 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 Extraordinary General Meeting of Shareholders

