

Shareholder's Personal Identification Number/Tax identification number

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County Code

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Rep. Code

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ID

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**SPECIAL POWER OF ATTORNEY**  
**for voting at the Ordinary General Meeting of Shareholders of VRANCART**  
**convened for April 27<sup>th</sup> /28<sup>th</sup>, 2023**

I, the undersigned, ..... holder of ..... shares issued by VRANCART, representing .....% of the total issued shares, which grant me the rights to ..... votes in the Ordinary General Meeting of Shareholders, representing .....% of the total voting rights, I hereby assign

.....  
*(name, surname and Personal Identification Number of the empowered representative)*

or, in his absence, I assign .....

*(name, surname and Personal Identification Number of the empowered representative)*

as my representative in the Ordinary General Meeting of Shareholders of VRANCART, which will take place on **April 27<sup>th</sup>, 2023, at 11:00 AM**, at the registered office of the Company in Adjud, 17<sup>th</sup> Ecaterina Teodoroiu Street, Vrancea County, or on the date of the second convening, respectively **April 28<sup>th</sup>, 2023, at 11:00 AM**, at the same address, (if the first Meeting cannot be held), to exercise the voting rights attached to my holdings registered in the Register of Shareholders on **April 13<sup>th</sup>, 2023 (record date)** as follows:

**AGENDA**

- |  | <b>F</b>                 | <b>A</b>                 | <b>ABS</b>               |
|--|--------------------------|--------------------------|--------------------------|
| 1. The approval of the Financial Statements for the financial year 2022, based on the Reports presented by the Board of Directors and by the Financial auditor.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. The Report of the Chairman of the Board of Directors on the coordination of the Board's activity in 2022.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. The approval to give discharge to the Board of Directors for the financial year 2022.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. The approval to distribute dividends with a gross amount of <b>0.01 lei/share</b> (respectively a total amount of the dividends of <b>12,033,855.14 lei</b> ) from the profit corresponding to the financial year 2022. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. The approval to bear the expenses related to the payment of dividends from the financial resources of VRANCART (bank charges, postage fees and other expenses of the same kind).  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. The approval of the Revenues and Expenditures Budget and Investment Plan for the financial year 2023.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. The selecting and choosing the financial auditor and fixing the minimum duration of the contract with the financial auditor following the expiry of the audit contract.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| PwC Romania  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Deloitte Audit   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| BDO Audit  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 8. The approval of the remuneration of the members of the Board of Directors for the financial year 2023, in the same amount as the previous year.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 9. The approval of the general limits of all the additional remunerations of the members of the  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

- |     |   |                          |                          |                          |
|-----|---|--------------------------|--------------------------|--------------------------|
|     | Board of Directors for the financial year 2023, in the same amount as the previous year.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 10. | The approval of the general limit of the monthly remuneration provided by the mandate agreement of the General Manager for the financial year 2023, in the same amount as the previous year.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 11. | Submission to the consultative vote of the OGMS of the Remuneration Report for the Company's directors for the year 2022, in accordance with the provisions of Article 107, paragraph (6) of Law no. 24/2017 on issuers of financial instruments and market operations, republished, as subsequently amended and supplemented.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 12. | The approval of the date <b>September 12<sup>th</sup>, 2023</b> , as the <i>ex-date</i> , as defined by the provisions of the Financial Supervisory Authority Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 13. | The approval of the date <b>September 13<sup>th</sup>, 2023</b> , as the <i>registration date</i> , as defined by the provisions of the Financial Supervisory Authority Regulation No 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented, that defines the shareholders that the decisions made within the Ordinary General Meeting of the Shareholders of <b>April 27<sup>th</sup>/ 28<sup>th</sup>, 2023</b> shall be reflected upon. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 14. | The approval of the date <b>October 3<sup>rd</sup>, 2023</b> , as the <i>payment date</i> , as defined by the provisions of the Financial Supervisory Authority Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 15. | The empowering of the Chairman and of the meeting Secretary to sign the decisions of the Ordinary General Meeting of the Shareholders to be held on <b>April 27<sup>th</sup>/ 28<sup>th</sup>, 2023</b> .   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

**Caption: F - IN FAVOUR A - AGAINST ABS – ABSTENTION**

<sup>1</sup> According to the Articles of incorporation of VRANCART, one share entitles to one vote in the General Meeting of Shareholders.

.....  
 (name, surname of the shareholder)  
 Shareholder's signature .....

.....  
 (name of the legal entity shareholder)  
 Name, surname and signature of the legal  
 representative of the legal entity shareholder

Date .....

.....