

## SPECIAL EMPOWERMENT <sup>(1)</sup>

Subscribed ....., legal entity established in.....  
..... Registered to the Trade Register under No  
....., CUI/fiscal registration number .....,

or

The Undersigned ....., citizenship ....., domiciled  
in ....., Identified with ..... series ..... nr.  
..... Issued by ..... at the date of .....,  
CNP .....

As shareholder of **COMPA S.A. ("Company")**, legal company established in accordance to the Romanian legislation, registered to the Trade Register Sibiu under number J32/129/1991, CUI 788767, fiscal attribute RO, share capital 21.882.103,8 lei, divided in 218.821.038 nominative shares, with a share value of RON 0,10 each, in accordance to the Shareholders' Registry at the reference date **April, 12<sup>th</sup> 2019**, owner of a number of ..... shares of the Company representing .....% from the total number of the company's shares and from the total number of voting rights, hereby empower ..... (name / surname of the representative) identified with identity document ..... series ..... nr. .... issued by ..... at the date of ....., CNP ....., to represent it in the Extraordinary General Meeting of Shareholder to be held on **April 24<sup>th</sup> 2019, 16<sup>00</sup> hours**, at the company's headquarters, or on the date of **April 25<sup>th</sup>, 2019**, in case of not-fulfilling the quorum requirements at the first convocation, to exercise the voting right in accordance to our holdings, as follows:

### EXTRAORDINARY GENERAL MEETING AGENDA

No	ITEMS ON THE AGENDA	Votes in favor	Votes against	Abstention
1	Approval of the decision to contract investment loans, credit lines, leasing assignment, letters of guarantee or other financial banking products, to a maximum cumulative total of 40 million euro for the year 2019 and establishing security interests related to movable and immovable property owned by the company			
2	The delegation of the Board by the EGM for contracting investment loans, credit lines, leasing assignments and letters of guarantee to a maximum cumulative total of 40 million euro for the year 2019 and further until the next EGM in the year 2020, and establishing security interests related to movable and immovable property owned by the company			
3	Empowerment legal representatives to represent the company when negotiating and signing of credit contracts, guarantee contracts and any other documents needed in order to comply with the decisions stipulated in paragraphs 1 and 2.			
4	Delegation of the Board of Directors by the General Extraordinary Meeting of Shareholders for appointing the company's legal representative in relation to the Management Authority and to empower the person / persons designated to sign the financing contracts for projects to be carried out starting in 2019.			

<sup>(1)</sup> Upon completion and signing the Special Empowerment, **an original copy** shall be submitted/transmitted at the company's headquarter, in sealed envelope, under the clear mention "**For AGA April<sup>th</sup> 24.2019**", so that to be registered at the company's headquarters the latest on **April 22<sup>th</sup> 2019, 16<sup>00</sup> hours**. The company obliges itself to keep confidentiality of the forms deposited in safety and confidential conditions. Kindly ask you to check the requirements as mentioned in the Convening notice / Convocation and beginning with **April 05<sup>th</sup> 2019**, you may have the possibility to update the Special Empowerment.

No	ITEMS ON THE AGENDA	Votes in favor	Votes against	Abstention
5	Approval of May 21 <sup>th</sup> , 2019 as the Registration Date for the shareholder identification falling under the consequences of the General Shareholders Assembly, due to the provisions in Art.86(1), Law 24/2017 on issuers of financial instruments and market operations and approval of May 20 <sup>th</sup> , 2019 as ex date, according to Art. 176(1) from FSA Regulation no.5 / 2018			
6	Empowering of individuals that will perform the publication and recording formalities of the OGMS session decisions, including their signing.			

*The shareholder takes the full responsibility for the correct filling in the form and safe transmitting of the present voting form.*

The *Special Empowerment* shall be signed and dated by the principal shareholder. The *Special Empowerment* shall be signed by the principal shareholder at all submitted entries.

The *Special Empowerment* is valid only for the General Meeting of the Shareholders which for it was requested, and the representative has the duty to vote due to the stipulated instructions by the shareholder that designated him, on the contrary the vote will be null.

Hereby, the undersigned gives discretionary power the representative named above to vote on the problems not identified and included on the meeting's agenda until the date of the present special Power of attorney.

Issued today, ....., in 3 original copies, having the same legal power, one for the principal, one for the empowered representative and the third one for being deposited to COMPA S.A. Sibiu.

.....

(name, surname of the shareholder, with capital letters)

.....

(signature of the shareholder)

L.S.

(in case of legal entities shareholders, the valid stamp will be applied as well)

#### NOTE:

Expression of the vote over the items on the **Agenda** shall be made by ticking an "X" for any of the options **Votes in FAVOR, Votes AGAINST** or **ABSTENTION**. Other cells will not be complete with no sign.

The *Special Empowerment* incorrectly completed, or incorrect, such as the forms having more than one option ticked on a certain item from the agenda or without being ticked an option, will be cancelled, a written notification in this respect being done in the meeting's minute.