

RECOMMENDATION

Of the Board of Directors regarding point no. 13 on the revised agenda -

Cancellation of the buy back program as voted in the GMS of 27 / 28.04.2020

- item proposed by the shareholder NN Pensii Societate de Administrare a unui Fond de Pensii Administrat Privat S.A. (NN Pensii SAFPAP S.A.) on behalf of *Fond de Pensii administrat privat NN*

The shareholder **NN Pensii Societate de Administrare a unui Fond de Pensii Administrat Privat S.A. (NN Pensii SAFPAP S.A.)** on behalf of ***Fond de Pensii administrat privat NN*** proposed on the Agenda of EGMS the **cancellation of the share buy back program as voted in the GMS of 27 / 28.04.2020.**

We specify that the cancellation represents a sanction that intervenes in case at the moment of adopting the decision a legal norm of law would have been not followed, and as a consequence a court orders the cancellation of the decision. In the present situation, the EGMS decision is a legal one, as there is no court decision ordering its cancellation, and the Extraordinary General Assembly does not have the possibility to cancel its own decision.

The cancellation of the buy back program approved by the Extraordinary General Meeting of 27.04.2020, given its retroactive effects, could create a legal situation impossible for the company to apply, given, on the one hand, that there is no reason for the illegality of the decision and, on the other hand, the fact that the buy back program is in progress and produces its effects, having already been redeemed over 1,000,000 shares.

Sibiu, 03.11.2020

Chairman &CEO

Ioan DEAC

CFO,

Ioan MICLEA