

DECLARATION

The Undersigned, with the residence in, holder of Identity Card series no. issued by on having CNP (personal Identity Number), as a candidate for the position of membru of the Board of Directors of Compa S.A., having its headquarter in Sibiu, Henri Coandă street no. 8, County of Sibiu, registred at Trade Register Officer attached to the Sibiu Tribunal under nr. J32/129/1991, C.U.I RO 788767 I declare on my own responsibility that that I can hold the status of independent administrator within the meaning of law 31/1990, art. 138², which states:

When appointing the independent director, the general meeting of shareholders will take into account the following criteria:

- a)** not be a director of the company or of a company controlled by it and has not held such a position in the last 5 years;
- b)** have not been an employee of the company or of a company controlled by it or have had such an employment relationship in the last 5 years;
- c)** not to receive or to have received from the company or from a company controlled by it an additional remuneration or other benefits, other than those corresponding to his quality of non-executive director;
- d)** not to be a significant shareholder of the company;
- e)** not have or have had in the last year business relations with the company or with a company controlled by it, either personally or as a partner, shareholder, director, director or employee of a company having such relations with the company, if, by their substantial nature, they are likely to affect objectivity;
- f)** not to have been or to have been in the last 3 years financial auditor or associate employee of the current financial auditor of the company or of a company controlled by it;
- g)** be a director in another company in which a director of the company is a non-executive director;
- h)** not to have been a non-executive director of the company for more than 3 terms;
- i)** not to have family relations with a person in one of the situations provided in let. a) and d).

This statement is given knowing the provisions of art. 326 of the Criminal Code regarding false statements.

Date of completion

(Name, surname)

(Signature)