

SPECIAL POWER OF ATTORNEY¹

- Companies -

for the Extraordinary General Meeting of Shareholders (EGMS) of COMPA S.A.
of 9/ 10.01.2023

The undersigned¹, with registered office in, registered at the Trade Register Office under no., sole registration code, duly represented by..... identified with identity document (BI/CI/) series no., holder of a number of shares issued by Compa SA, out of a total of 218,821,038 shares which entitle me to the same number of votes in the EGMS and which represent % of the share capital and% of the total number of voting rights in the EGMS at the reference date - **December 21th, 2022.**

Hereby give full powers of attorney to:

(when granting the power of attorney to a natural person) identified with identity document (BI/CI/passport) series no., issued by, on, having the personal identification code, resident in, ("The Representative")

or

(when granting the power of attorney to a legal person) a company established and operating according to the laws of, with registered office in, registered with the Trade Register under no., sole registration code, duly represented by..... identified with identity document (BI/CI/passport) series no., issued by, on, having the personal identification code, resident in....., ("The Representative")

And, as Alternate Representative, to:

(Note on appointing the Alternate Representative: A shareholder may appoint by special power of attorney one or more alternate representatives to ensure their representation in the OGMS in the event that the appointed principal representative is unable to fulfill their mandate. If several alternate representatives are appointed by special power of attorney, the shareholder will also establish the order in which they will exercise their mandate.)

(when granting the power of attorney to a natural person) identified with identity document (BI/CI/passport) series no., issued by, on, having the personal identification code, resident in, ("The Alternate Representative")

(when granting the power of attorney to a legal person) a company established and operating according to the laws of, with registered office in, registered with the

¹ To be completed by the legal representative of the Company shareholder.

Trade Register under no., sole registration code, duly represented by..... identified with identity document (BI/CI/passport) series no., issued by, on, having the personal identification code, resident in, ("The Alternate Representative")

As a representative of the undersigned in the EGMS of the company that will take place on **January 9th 2023**, at **15⁰⁰** (Romanian local time), or, if the EGMS will not take place at the first convening, on **January 10th 2023** (second convening), at **15⁰⁰** (Romanian local time) at the company's headquarters located in Sibiu, 8, Henri Coandă str., Sibiu County.

To exercise the voting rights corresponding to my holdings registered in the register of shareholders of the company at the end of **December 21th, 2022**, established as the reference date, as follows:

EGMS AGENDA

Item on the agenda	Vote (the voting option in the corresponding field will be marked with an 'X')		
	FOR	AGAINST	ABSTENTION
1. The election of the secretary of the meeting of the Extraordinary General Meeting of Shareholders from among the present shareholders.			
2. Approval of the increase in the share capital of the affiliated company ARINI HOSPITALITY S.R.L., to which Compa S.A. is sole associate, with the amount of 3,500,000 lei, cash contribution.			
3. Approval of the delegation of the Board of Directors of Compa S.A. to take the necessary decisions in order to increase the share capital of the company Arini Hospitality SRL, deciding on any aspects related to the share capital increase, the number of shares and their value, status update, etc.			
4. Ratification of the decision of the Board of Directors of Compa S.A. no. 143/23.11.2022 art. 1 approving the contracting by the affiliated company Arini Hospitality S.R.L. (in which Compa S.A. is the sole partner) of a bank loan in the form of an investment credit up to a ceiling of 1,800,000 (one million and eight thousand) euros.			
5. Ratification of the decision of the Board of Directors of Compa S.A. no. 143/23.11.2022 art. 2 approving the guarantee of the bank loan referred to in art. 4 with movable and immovable assets from the patrimony of Arini Hospitality company, including the property registered in the Land Registry no. 131805 Sibiu.			
6. Ratification of the decision of the Board of Directors of Compa S.A. no. 143/23.11.2022 art. 3 approving the guarantee by Compa S.A., as guarantor and/or co-debtor, of the bank loan requested by Arini Hospitality SRL pursuant to art. 4 above if the financing bank requests it			



compa
beyond expectations

Item on the agenda	Vote (the voting option in the corresponding field will be marked with an 'X')		
	FOR	AGAINST	ABSTENTION
<p>7. Approval of the amendment to the constitutive act of Compa S.A. by adding to point IX subsection 12 the possibility for the members of the Board of Directors to participate in the meetings of the Board of Directors by means of remote communication means, so that the amended text will have the following content:</p> <p>IX. ADMINISTRATION AND REPRESENTATION OF THE COMPANY</p> <p><i>(12) The board of directors meets at least once every 3 months. The participation of the members of the company's Board of Directors in its meetings can also take place by means of remote communication, videoconference, teleconference, e-mail or fax. The members of the board of directors will conclude a professional liability insurance.</i></p>			
<p>8. Approval of the authorization of the President of the Board of Directors, Deac Ioan, or any other administrator in case of impossibility of the president, to sign in the name and on behalf of the Company the additional act and the updated constitutive act of the Company in accordance with the decision of the E.G.M.S. from point 7.</p>			
<p>9. Approval of February 10th, 2023, as the Registration Date for the shareholders identification falling under the consequences of the General Extraordinary Meeting of Shareholders, due to the provisions in Art. 87, Law 24/2017 on issuers of financial instruments and market operations and approval of February 9th, 2023, as ex-date, according to Art. 176(1) from FSA Regulation no.5 / 2018.</p>			
<p>10. Empowering of individuals that will perform the publication and recording formalities of the EGMS session decisions, including their signing.</p>			

The shareholder assumes full responsibility for the correct completion and safe transmission of this special power of attorney.

This special power of attorney:

1. Is valid only for the EGMS that will take place on **January 9th 2023 at 15.00** (Romanian local time), or, if the EGMS will not take place at the first convening, it is also valid for the second convening, for **January 10th 2023, at 15.00** (Romanian local time), which will take place at the company's headquarters located in Sibiu, 8, Henri Coandă str., Sibiu County,
2. The representative or, as the case may be, the Alternate Representative must vote according to the instructions given by the appointing shareholder, subject to annulment of the vote by the secretaries of the EGMS meeting.

In case of discussion within the EGMS, according to legal provisions, of some items not included on the published agenda, the Representative or the Alternate Representative, where applicable, may vote on them according to the interest of the represented shareholder.

3. The deadline for the registration of special powers of attorney with the Company, on paper or by e-mail (according to Law no. 455/2001 on electronic signature) is **January 6th 2023**, at **15.00** (Romanian local time);
4. Is drafted in 3 original copies, of which: one copy remains with the shareholder, one copy will be handed to the Representative or, as the case may be, to the Alternate Representative and one copy will be deposited/transmitted to the Company, according to the **Convening notice**.
5. Will be completed by marking "X" at one of the options **FOR, AGAINST** or **ABSTENTION** for each item on the agenda and to be signed and dated by the shareholder.
Note: The other boxes will not be filled with any signs. The marking of the box "ABSTENTION" is not a vote cast.
6. Powers of attorney improperly completed, or incorrect, (such as those with more than one option checked for each item on the agenda or having no option checked), will be annulled, specifying in writing about this in the minutes of the meeting.

I enclose to this special power of attorney:

- i) copy of the valid identity document of the shareholder (BI/CI for Romanian citizens or, as the case may be, passport or residence card for foreign citizens);

If the legal representative is not mentioned in the list of the company's shareholders on the reference date, a certificate, not older than 30 days, issued by the trade register/any other document issued by a competent authority of the state where the shareholder is legally registered, attesting the representative's capacity, will be attached, in original or certified copy.

- ii) copy of the valid identity document of the Representative and, as the case may be, of the Alternate Representative natural person (BI/CI for Romanian citizens or, as the case may be, passport or residence card for foreign citizens);

In the case of the legal person Representative/Alternate Representative, I also enclose a) the certificate for the Representative/Alternate Representative, in original or a certified copy, issued by the Trade Register/any other document issued by a competent authority of the state where the legal entity is legally registered, not older than 30 days, in original or certified copy and b) a copy of the identity card of the legal representative (BI or CI for Romanian citizens or, as the case may be, passport or residence card for foreign citizens) of the Representative/Alternate Representative.

In the case of several Alternate Representatives appointment, the exercise order of the mandate is as follows:

Date of granting the special power of attorney.....

SHAREHOLDER DENOMINATION

LEGAL REPRESENTATIVE NAME AND SURNAME.....

Signature of the shareholder's legal representative.....

(Note: the denomination of the shareholder, the name and surname of the shareholder's legal representative will be specified and the shareholder's legal representative will sign)

ⁱ This form completed and signed by the shareholder and accompanied by the relevant documents (if applicable) must be submitted:

- either in the form of a handwritten signed document, in original, sent by any form of courier or deposited at the company's headquarters located in Sibiu, 8, Str. Henri Coandă, Sibiu county, in a sealed envelope, with the reference written in clear: **"FOR EGMS COMPA S.A. OF 9/10.01.2023"**,
- or in the form of an electronically signed document with extended electronic signature, according to Law no. 455/2001 on the electronic signature - by e-mail - to the address actionariat@compa.ro , mentioning in the subject line: **" FOR EGMS COMPA S.A. OF 9/10.01.2023"**,

so that they are registered with the company by **January 6th 2023**, at **15⁰⁰** (Romanian local time), under the sanction of losing the right to vote by correspondence within the EGMS, according to the legal provisions.

The company undertakes to keep the submitted copies safe and confidential.

Documents submitted in a foreign language other than English (except for identity documents valid in Romania) will be accompanied by a certified translation into Romanian or English.

Please check the requirements in the Convening notice and starting from **December 19th 2022**, in case of updating the Special power of attorney.