

## SPECIAL POWER OF ATTORNEY<sup>1</sup>

- for Companies -

Ordinary General Meeting of Shareholders (OGMS) of COMPA S.A.  
of 26/27.04.2023

The undersigned<sup>1</sup> ....., 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 - **April 11<sup>th</sup>, 2023**

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

<sup>1</sup> 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 OGMS of the company that will take place on **26.04.2023**, at **15.00** (Romanian local time), or, if the OGMS will not take place at the first convening, on **27.04.2023** (second convening), at **15.00** (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 **April 11<sup>th</sup>, 2023**, established as the reference date, as follows:

#### OGMS AGENDA

| Item on the agenda                                                                                                                                                                                                                                                                                                                                                 | Vote<br>(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 Ordinary General Meeting of Shareholders from among the present shareholders.                                                                                                                                                                                                                               |                                                                                   |         |            |
| 2. The presentation, discussion and approval of <u>individual and consolidated financial statements for 2022</u> , elaborated in accordance with the International Standards for Financial Reporting and based on the reports of the Board of Directors accompanied by the report of the Financial Auditor.                                                        |                                                                                   |         |            |
| 3. Approval of the proposal of the Board of Directors for the distribution of the net profit for the financial year 2022, in amount of 2.510.594 lei as follows:<br>- for own development sources – the value of 2.009.820 lei<br>- - For according dividends to the shareholders – the value of 500.774 lei with a gross dividend/ share in amount of 0,0023 lei. |                                                                                   |         |            |
| 4. Approval of the date of June 15 <sup>th</sup> , 2023, as the date of payment for the payment of dividends. The payment of dividends will be made in RON. The method of payment of dividends will be notified to the shareholders before the date of starting the payment. Dividend expenses are borne by shareholders.                                          |                                                                                   |         |            |



| Item on the agenda                                                                                                                                                                                                                                                                                                                                                                                                 | Vote<br>(the voting option in the corresponding field will be marked with an 'X') |         |            |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|---------|------------|
|                                                                                                                                                                                                                                                                                                                                                                                                                    | FOR                                                                               | AGAINST | ABSTENTION |
| 5. Pronouncing on the management of the Board and approving the discharge of administrators from their duties for year 2022 based on the submitted reports.                                                                                                                                                                                                                                                        |                                                                                   |         |            |
| 6. Presentation, debate and approval of the Revenues and Expenses Budget for 2023 and the investment plan for 2023.                                                                                                                                                                                                                                                                                                |                                                                                   |         |            |
| 7. Fixing and approving of due remuneration for the Board members for the current year.                                                                                                                                                                                                                                                                                                                            |                                                                                   |         |            |
| 9. Approval of the remuneration report of the company's management prepared for the financial year 2022.                                                                                                                                                                                                                                                                                                           |                                                                                   |         |            |
| 10. Approval of May 23 <sup>th</sup> , 2023, as the Registration Date for the shareholders identification falling under the consequences of the General Ordinary Meeting of Shareholders, due to the provisions in Art.87, Law 24/2017 on issuers of financial instruments and market operations and approval of May 22 <sup>nd</sup> , 2023 as ex-date, according to Art. 176(1) from FSA Regulation no.5 / 2018. |                                                                                   |         |            |
| 11. Empowering of individuals that will perform the publication and recording formalities of the GMS session decisions, including their signing.                                                                                                                                                                                                                                                                   |                                                                                   |         |            |

*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 OGMS that will take place on **26.04.2023**, at 15<sup>00</sup> (Romanian local time), or, if the OGMS will not take place at the first convening, it is also valid for the second convening, for **27.04.2023**, at 15<sup>00</sup> (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 OGMS meeting.

In case of discussion within the OGMS, 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 **24.04.2023**, at 15<sup>00</sup> (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 taken into account when establishing the votes 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)*

<sup>i</sup> 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 statement written in clear: "FOR OGMS/EGMS COMPA S.A. OF 26/27.04.2023",
- 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](mailto:actionariat@compa.ro) , mentioning in the subject line: " FOR OGMS/EGMS COMPA S.A. OF 26/27.04.2023",

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so that they are registered with the company by **24.04.2023**, at **15<sup>00</sup>** (Romanian local time), under the sanction of losing the right to vote by correspondence within the OGMS/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 **7.04.2023** in case of updating the Special Power of Attorney.