

SPECIAL POWER OF ATTORNEY
Required by the Board of Directors of CARBOCHIM SA
For the Ordinary General Meeting of the Shareholders of 28/29.04.2021

The undersigned....., with headquarters in/ resident of in....., taxpayer code/personal number....., Trade Register entry no....., legally represented by.....as, holder of a number of..... shares issued by CARBOCHIM SA., representing.....% of the share capital, which confer on us/me the right tovotes in the general meeting of the shareholders, hereby appoint owner of the identity card/passport series.....nr..... personal number....., as my representative in the Ordinary General Meeting of the Shareholder which will be held on **28/29.04.2021**, 10.00 hrs at the company headquarters of Cluj-Napoca, P-ta. 1 Mai nr.3, to exercise the right to vote afferent to the shares I own as entered in the Shareholders' Register on the reference date set up as **09.04.2021**, thus:

ORDINARY GENERAL MEETING OF THE SHAREHOLDERS			
AGENDA	Vote (tick the vote option in the corresponding column)		
	For	Against	Abstention
1. Presentation and approval of the annual Financial Statements of December 31 st , 2020 drawn up in accordance with the International Financial Reporting Standards adopted by the European Union and with the Order of the Minister of Public Finance no. 2844/2016 for the approval of the Accounting Regulations compliant with the International Financial Reporting Standards on the basis of the reports submitted by the Board of Directors and the Financial Auditor.			
2. Presentation and approval of the Report of the Board of Directors for 2020. The administrative discharge from administration for the financial year 2020.			
3. Approval of the distribution of the net proceeds of the financial year 2020 amounting to 1.371.441,48 lei , thus: allocation of the amount of 79.169,77 lei for the statutory reserve and result carried over (not-distributed proceeds), the amount of 1.292.271,71 lei			
4. Presentation and approval of the Revenues and Expenditure Budget for 2021.			
5. Presentation and approval of the investment program for 2021.			
6. The election of three members in the Board of Directors for the remaining term of office to be performed by the current Board of Directors of Carbochim SA, following the resignations of Popa Gheorghe Titus Dan, Ionescu Mircea Pietro, Crisan Viorel Vasile, starting with 01.04.2021			
7. Establishing the net monthly remuneration for the company's administrators in the amount of 4,000 lei and the daily allowance in the amount of 100 lei / day in the country, respectively 100 Eur / 100 \$ abroad.			
8. Approval of the remuneration policy of the company's managers (administrators and directors) in accordance with the provisions of art. 92, ind. 1 of Law no. 24/2017 regarding the issuers of financial instruments and market operations.			
9. Establishing the maximum monthly limit for the remuneration of the directors, in accordance with art. 153 ^ 18 of Law 31/1990, in the amount of 300,000 lei.			
10. Election of G2 EXPERT SRL as financial auditor for a period of 3 years and the general manager's appointment to negotiate and sign the contract with the audit company.			
11. Approval of the date of 26.05.2021 , as the date of identification of the shareholders, on whom the effects of the decision of the Ordinary General Meeting of Shareholders are to be reflected, according to art. 86 paragraph 1 of Law 24/2017 regarding the issuers of financial instruments and market operations and the approval of the date of 25.05.2021 as ex-date.			
12. To empower a certain person to draw up and sign all the adopted resolutions, to carry out the required formalities to mention/record the decisions with the Trade Register and to publish them in the Romanian Official Gazette.			

Date _____

Name and first name/Denomination of the shareholder legal person

.....

(Name and first name/Denomination of the shareholder in capital letters)

Signature of the shareholder natural person/Signature of the legal representative of the shareholder legal person

Seal

.....

(shareholder legal person)

A copy of the special or general power of attorney including the specification of its conformity with the original under the signature of the representative will be filled in with capital letters and will be drawn up in three original copies, one for the principal (shareholder), one for the agent and one for CARBOCHIM SA. The copy for CARBOCHIM SA will be sent or taken to the company headquarters in Cluj-Napoca, P-ta 1 Mai nr.3, Cluj-Napoca, so that it may be filed as entered at the latest until **27.04.2021, 16.00 hrs.**

The elected option shall be marked in the places reserved for votes. If one item on the Agenda is marked by two or three X or all three voting options are marked, that vote shall be deemed null and void. If one item on the Agenda is not marked by for any voting options, the vote shall be deemed blank vote for that item.

Documents which accompany the special power of attorney:

- **natural persons:** special or general power of attorney, copy of the identity document of the shareholder who gives the power of attorney; upon entering the room, the authorized agent will show his / her identity document in original.
- **legal persons:** special or general power of attorney, copy of the Certificate of Incorporation issued by the Trade Register Office (CUI) of the shareholder legal person, Confirmation of the Company Details issued by the Trade Register Office certifying the capacity as legal representative of the person signing the power of attorney, copy of the Identity Document of the legal representative of the shareholder legal entity; upon entering the room, the authorized agent will show his / her identity document in original.