

COMCEREAL SA TULCEA

Tulcea, Isacsei Street, no. 73; Ph./Fax: 0240/534061/534069; e-mail: comcereal_tulcea@yahoo.com

Unique Registration Code: RO8392201; Trade Register Registration no. J 36/165/1996; LEI Code:

254900R1D1AN3UY3Q040; Share Capital: 8,177,652.50 ron

TRANSILVANIA BANK ACCOUNT: RO88BTRL03701202E10399XX

RAIFFEISEN BANK ACCOUNT: RO47 RZBR 0000 0600 0035 2530

BRD TULCEA ACCOUNT: RO13 BRDE 370S V016 7740 3700

UNICREDIT BANK ACCOUNT: RO26 BACX 0000 0005 2325 5000

SPECIAL EMPOWERMENT FOR LEGAL PERSONS for representation in the ORDINARY GENERAL MEETING OF SHAREHOLDERS – COMCEREAL SA TULCEA of 11/12.04.2019

The company registered at the National Trade Registry Office, under no., Unique Registration Code legally represented by, holder on the **reference date 01.04.2019**, of shares issued by Comcereal SA Tulcea, of which with right to vote in the Ordinary General Meeting of Shareholders of shares, I hereby appoint (name, surname, representative proposed by the applicant of the special empowerment), holder of the Identity Bulletin/Identity Card series, no., Personal Number Code as representative of the company in the **Ordinary General Meeting of Shareholders** of Comcereal S.A. Tulcea, which will take place on **11.04.2019**, at **11:00 hours**, at the **headquarters of the company in Tulcea – Isacsei Street, no. 73, 3rd floor** or on the date of the second meeting of **12.04.2019**, at **11:00 hours**, at the same address, if the first shall not take place, in order to exercise the right to vote as follows:

Agenda/issues submitted to voting in the Ordinary General Meeting of Shareholders:

1. Presentation and approval of the individual financial statements on 31.12.2018, based on the Report of the Board of Directors and on the Report of the Financial Auditor.

For _____ **Against** _____ **Abstention** _____

2. Approval of the distribution of the profit realized in the financial year 2018 in the amount of 1,491,319.30 ron for the following legal destinations:

- 7,414.50 ron for the constitution of the legal reserve;
- 175,480.40 ron for the constitution of reserves at the disposal of the company;
- 1,308,424.40 ron for the distribution of dividends due to shareholders resulting in a proposed gross dividend value of 0,40 RON/share.

For _____ **Against** _____ **Abstention** _____

3. Presentation and approval of BVC (T.N.: Budget of Revenues and Expenses) and of the Investment Program for 2019.

For _____ **Against** _____ **Abstention** _____

4. The approval in the financial year 2019 of the accounting record for the resumption of incomes of the dividends not recovered for more than three years from the date of their exigibility for which the right to share is extinguished on prescription, respectively the dividends related to the financial years of 2007, 2008, 2009, 2011 and 2015, existing in balance as unpaid at the end of 20.10.2019.

For _____ **Against** _____ **Abstention** _____

5. Approval of the management discharge of the company's manager for the financial year 2018.

Name and surname	For	Against	Abstention
PAUNA IOAN 01.01.2017-31.12.2017			

6. Approval of the sole administrator's allowance valid from 01.05.2019.

For _____ **Against** _____ **Abstention** _____

7. Approval of the level of professional liability insurance of the sole administrator for 2019.

For _____ **Against** _____ **Abstention** _____

8. Appointment of JPA Audit & Consultanta Romania SRL as financial auditor of Comcereal SA Tulcea for a period of 3 years in order to audit the individual financial statements for the financial years 2019, 2020 and 2021 as well as the empowerment of the sole administrator Pauna Ioan in order to negotiate and conclude the contract audit.

For _____ **Against** _____ **Abstention** _____

9. Approval of the date **30.08.2019** as the "**payment date**" of the dividends. The expenses related to the payment are borne by the shareholders from the net dividend.

For _____ **Against** _____ **Abstention** _____

10. Approval of the date of **08.08.2019**, as **registration date** and of the date of **07.08.2019** as "**ex date**", for the identification of those shareholders affected by the decisions of the General Meeting of Shareholders.

For _____ **Against** _____ **Abstention** _____

11. Approval of the mandate for Mrs. Monea Aurora, economic manager, to sign and carry out the decisions of the Ordinary General Meeting of Shareholders and to fulfil all the

legal formalities required by the law for the registration of the mentions with the Trade Register, according to the adopted decisions.

For _____ **Against** _____ **Abstention** _____

Date of empowerment granting

**Signature of the legal representative
of the shareholder – legal person**

Note: The empowerment shall be filled in three original copies (copy 1 for the representative, copy 2 for Comcereal SA, copy 3 for the shareholder) taking into account the ones specified on the BACK. When presenting in the General Meeting of Shareholders, the trustee will have with him/her the copy no. 1 of each entrusted empowerment and the original identity document.

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SPECIAL EMPOWERMENT FOR NATURAL PERSONS for representation in the ORDINARY GENERAL MEETING OF SHAREHOLDERS – COMCEREAL SA TULCEA of 11/12.04.2019

The undersignedidentified by Personal Number Code, holder on the **reference date 01.04.2019**, of shares issued by Comcereal SA Tulcea, of which with right to vote in the Extraordinary General Meeting of Shareholders of shares, I hereby appoint (name, surname, representative proposed by the applicant of the special empowerment), holder of the Identity Bulletin/Identity Card series, no., Personal Number Code as my representative in the **Ordinary General Meeting of Shareholders** of Comcereal S.A. Tulcea, which will take place on **11.04.2019**, at **11:00 hours**, at the **headquarters of the company in Tulcea – Isacsei Street, no. 73, 3rd floor** or on the date of the second meeting of **12.04.2019**, at **11:00 hours**, at the same address, if the first shall not take place, in order to exercise the right to vote as follows:

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legal formalities required by the law for the registration of the mentions with the Trade Register, according to the adopted decisions.

For _____ **Against** _____ **Abstention** _____

Date of empowerment granting

Signature of the shareholder – natural person

.....

Note: The empowerment shall be filled in three original copies (copy 1 for the representative, copy 2 for Comcereal SA copy 3 for the shareholder) taking into account the ones specified on the BACK. When presenting in the General Meeting of Shareholders, the trustee will have with him/her the copy no. 1 of each entrusted empowerment and the original identity document.