

THE PROCEDURE FOR FILLING IN AND SENDING THE SPECIAL EMPOWERMENT FORM FOR LEGAL PERSONS

The representation in the Ordinary and Extraordinary General Meetings of Shareholders can also be done by persons other than the shareholders, on the basis of a special empowerment, as follows:

I. Using the Special Empowerment sent to Comcereal SA Tulcea on the original written form.

The special empowerment shall be filled in and signed by the shareholder – legal person, by the legal representative of the legal person, in three original copies (copy 1 for the empowered person, copy 2 for Comcereal SA Tulcea, copy 3 for the shareholder). Copy 2 (Original) shall be submitted at the headquarters of Comcereal SA, no later than **09.04.2019**, at **15:00** hours, the date of the registry number, accompanied by the following documents:

1. photocopy of the Identity Bulletin/Identity Card or passport of the legal representative, with the PNC (personal number code) legibly written;
2. photocopy of the Identity Bulletin/Identity Card or passport, with the PNC (personal number code) legibly written for the representative (empowered person);
3. the ascertaining certificate issued by the Trade Registry Office, in original or in a photocopy with the stamp according to the original issued no more than 60 days before the date of the meeting, proving the quality of legal representative.

According to article 201 of the Financial Surveillance Authority's Regulation no. 5/2018 on the issuers of financial instruments and market operations, the special empowerment is correctly completed when for each of the issues listed on the agenda, one single option is expressed („For” or „Against” or „Abstention”).

The validation of the vote shall be made for each item recorded on the agenda.

The expressed votes will be cancelled for procedural flaws in the following situations:

1. they are illegible;
2. they contain contradictory or confusing options;
3. they are expressed conditionally.

The votes cancelled for procedural defects are taken into account for the quorum establishment, but are not taken into consideration when the item on the agenda to which they refer is put to the vote.

The documents submitted in a foreign language (except for the identity documents) will be accompanied by the notarized translation into Romanian, and the authentic foreign documents will be also legalized (with apostille)

The Special Empowerments that do not comply with this voting procedure will be cancelled.

If the shareholder does not know the number of shares held at COMCEREAL SA Tulcea and the number of voting shares, on the reference date of the Extraordinary General Meeting of Shareholder/Ordinary General Meeting of Shareholders (01.04.2019), will contact the representatives of the company by phone, at no. 0240 534061, or by email at comcereal_tulcea@yahoo.com.

In the case of mailing by **post**, the envelope shall bear the following address:

COMCEREAL SA TULCEA, FOR THE Extraordinary General Meeting of Shareholders/Ordinary General Meeting of Shareholders on 11/12 APRIL 2019, Isacsei street, no. 73, Tulcea.

II. Using the Special Empowerment sent to Comcereal SA Tulcea by electronic means with extended electronic signature, based on a qualified certificate.

The shareholders – legal persons, respectively the legal representatives of the shareholders – legal persons, who hold the extended electronic signature, based on a qualified certificate according to the Law 455 / 18.07.2001, may use this method of sending the special empowerment starting with **01.04.2019** until the latest on **09.04.2019**, at **15:00** hours.

To do so, the special empowerment forms are filled in, they are electronically signed using the extended electronic signature and they are to be sent to comcereal_tulcea@yahoo.com.

The manner of filling in the special empowerments as well as the accompanying documents follows the same procedure as the one previously presented for expressing the vote by special empowerment sent on a written form sent in original to Comcereal SA Tulcea with the following distinctions:

- for the submitted documents, the shareholder holding the electronic signature will also submit a statement on own responsibility according to which they are according to the original.

THE PROCEDURE FOR FILLING IN AND SENDING THE SPECIAL EMPOWERMENT FORM FOR NATURAL PERSONS

The representation in the Ordinary and Extraordinary General Meetings of Shareholders can also be done by persons other than the shareholders, on the basis of a special empowerment, as follows:

- I. Using the Special Empowerment sent to Comcereal SA Tulcea on the original written form.

The special empowerment shall be filled in and signed by the shareholder – natural person, in three original copies (copy 1 for the empowered person, copy 2 for Comcereal SA Tulcea, copy 3 for the shareholder). Copy 2 (Original) shall be submitted at the headquarters of Comcereal SA, no later than **09.04.2019**, at **15:00** hours, the date of the registry number, accompanied by the following documents:

1. photocopy of the Identity Bulletin/Identity Card or passport, with the PNC (personal number code) legibly written, of the principal;
2. photocopy of the Identity Bulletin/Identity Card or passport, with the PNC (personal number code) legibly written for the representative (empowered person);

According to article 201 of the Financial Surveillance Authority's Regulation no. 5/2018 on the issuers of financial instruments and market operations, the special empowerment is correctly completed when for each of the issues listed on the agenda, one single option is expressed („For” or „Against” or „Abstention”).

The validation of the vote shall be made for each item recorded on the agenda.

The expressed votes will be cancelled for procedural flaws in the following situations:

1. they are illegible;
2. they contain contradictory or confusing options;
3. they are expressed conditionally.

The votes cancelled for procedural defects are taken into account for the quorum establishment, but are not taken into consideration when the item on the agenda to which they refer is put to the vote.

The documents submitted in a foreign language (except for the identity documents) will be accompanied by the notarized translation into Romanian, and the authentic foreign documents will be also legalized (with apostille)

The Special Empowerments that do not comply with this voting procedure will be cancelled.

If the shareholder does not know the number of shares held at COMCEREAL SA Tulcea and the number of voting shares, on the reference date of the Extraordinary General Meeting of Shareholder/Ordinary General Meeting of Shareholders (01.04.2019), will contact the representatives of the company by phone, at no. 0240 534061, or by email at comcereal_tulcea@yahoo.com.

In the case of mailing by **post**, the envelope shall bear the following address:

COMCEREAL SA TULCEA, FOR THE Extraordinary General Meeting of Shareholders/Ordinary General Meeting of Shareholders on 11/12 APRIL 2019, Isacsei street, no. 73, Tulcea.

- II. Using the Special Empowerment sent to Comcereal SA Tulcea by electronic means with extended electronic signature, based on a qualified certificate.

The shareholders – natural persons, who hold the extended electronic signature, based on a qualified certificate according to the Law 455 / 18.07.2001, may use this method of sending the special empowerment starting with **01.04.2019** until the latest on **09.04.2019**, at **15:00** hours.

To do so, the special empowerment forms are filled in, they are electronically signed using the extended electronic signature and they are to be sent to comcereal_tulcea@yahoo.com.

The manner of filling in the special empowerments as well as the accompanying documents follows the same procedure as the one previously presented for expressing the vote by special empowerment sent on a written form sent in original to Comcereal SA Tulcea with the following distinctions:

- for the submitted documents, the shareholder holding the electronic signature will also submit a statement on own responsibility according to which they are according to the original.