

SPECIAL POWER OF ATTORNEY

Required by the Board of Directors of CARBOCHIM SA

For the Extraordinary 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 Extraordinary 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:

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS			
Agenda	Vote (tick the vote option in the corresponding column)		
	For	Against	Abstention
1. To approve the 2021 commercial strategy.			
2. To approve the extension of the credit lines amounting to a total of RON 8,150,000 or undertaking new ones within the maximum ceiling of RON 10,000,000 and securing them with mortgages on the Company assets. To mandate the Board of Directors in order to set the substantiated conditions for the extensions of credit lines or the undertaking of new ones within the approved ceiling.			
3. To approve an investment loan amounting to a maximum of RON 5,000,000 or the equivalent value in Euro, in order to make the investments provisioned in the 2021 investment plan. To mandate the Board of Directors in order to determine the actual conditions in which the investment loan within the approved ceiling shall be undertaken.			
4. To cancel the 4.813 own shares acquired through direct transfer that has been approved by the A.S.F. (Financial Supervisory Authority) following certain disputes and decrease the share capital from 12,325,437.50 lei to 12,313,405 lei, with the related par value of the cancelled shares, which is 12,032.50 lei according to Article 207, paragraph (1), letter c) of Law 31 / 1990			
5. To approve the amendment of the provisions of article 7 of the Articles of Incorporation concerning the share capital, the new text being as follows: "Article 7. Share Capital. The company's share capital is of 12,313,405 lei and it is divided into 4,925,362 shares with the par value of 2.5 lei each. The participation in benefits and losses: 100%"			
6. To approve May 26th, 2021 as the identification date of the shareholders who might be affected by the effects of the resolution of the Extraordinary General Meeting of Shareholders according to Art. 86 paragraph 1 of Law 24/2017 on issuers of financial instruments and market operations and to approve May 25th, 2021 as ex-date			

7. To mandate a certain person to draw up and sign all the adopted resolutions and to carry out the required formalities to mention/record the resolutions 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 1Mai 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.