

SPECIAL POWER OF MANDATORY

I, the undersigned, with quarter in, identified by BI/CI/PAS, series ... no, with Personal Identification No, holder of shares (.....% of the share capital), issued by REMARUL 16 FEBRUARIE S.A., which confer me the right to votes in the Extraordinary General Meeting of Shareholders of REMARUL 16 FEBRUARIE S.A., hereby empower, holder of Identity Card series ... no, with Personal Identification No, as my representative in the Extraordinary General Meeting of REMARUL 16 FEBRUARIE S.A. shareholders that will be held at the headquarters of the company, on 29.04.2024 at 12 P.M or on 30.04.2024, at the date when the second meeting will be hold on, if the first meeting can not be hold, to exercise the voting right afferent to our holding shares registered in the Shareholders' Register, as follows:

1. Approval of a loan ceiling in the amount of 100,000,000 lei for credits for working capital that remain valid in 2024, for financing production, credits based on invoices, leasing, investment credits, deferrals for the payment of debts to ANAF and suppliers and a ceiling of 75,000,000 lei for bank guarantee letters, valid for the current financial year and respectively until the approval of the financial statements of the year 2024, and their guarantee by mortgaging immobilized assets, by pledging stocks, fixed assets, shares, invoices or other guarantee funds operating in Romania.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

2. Empowering the persons designated by the Administrative Council to sign together, to negotiate / assume and decide in the name and on behalf of the company any contract term (including but not limited to: procedures for reimbursement and credit repayment dates, extension of the credit period, the conversion of the credit coin in another currency coin, the modification of the credit guarantees structure, the establishment of the credit costs, etc.) and to sign in the name and on behalf of the company: (i) the credit/factoring contract/contracts, the mortgage agreements, the real estate/personal security agreement, any addendum to the credit/factoring contract/contracts and to the real estate/personal security agreements, (ii) any new real estate/personal security agreement and any document in connection with the operations regarding the credit facilities granted by the bank.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

3. Approval of the sale of some assets up to the book value of 12.000.000 lei, but not limiting itself to, as follows: rolling stock, cars, fixed assets out of service etc.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

4. Approval to acquire some fixed assets accordingly with the investment program approved for 2024.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

5. Empowering the Administrative Council to conclude partnerships with research bodies in drawing up, contracting and implementing the investment project, allocating the necessary funds and obtaining loans for this purpose, and nominating the persons empowered to sign the application for financing the financing contract and other documents related to access the financing and the implementation of the strategy and the research projects.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

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6. Approval of the extension until the date of approval of the balance sheet for the financial year 2024, of the effects of AGEA decision no. 1 of 23.08.2023, which approved the increase of the share capital of the company REMARUL BUSINESS CENTER S.R.L., registered at the ORC under no. J12/6274/01.11.2017, CUI 38431051, as well as the participation of the company REMARUL 16 FEBRUARIE S.A. to this increase in the social capital.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

7. Approval of the increase in the share capital of the company UZINA DE VAGOANE AIUD SA, registered at the ORC under no. J01/565/2011, CUI 11556290, with the amount of 1,600,027.44 lei, through a cash contribution and the conversion of some receivables into shares, from the amount of 495,700 lei to a maximum amount of 704,690 lei, through the issuance of a number of 83,596 shares new at a subscription price of 19.14 lei/share, of which 2.5 lei represents the nominal value and 16.64 lei/share represents the issue premium.

The total value of the subscriptions will be a maximum of 1,600,027.44 lei, of which 208,990 lei will represent the contribution to the share capital of the company UZINA DE VAGOANE AIUD SA, and 1,391,0337.44 lei will represent the issue premium.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

8. The approval that the subscription of the newly issued shares by the shareholders should be done equally by the two shareholders, proportional to their contribution to the increase of the share capital.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

9. Approval of the participation of the company REMARUL 16 FEBRUARIE SA in the capital increase of the company UZINA DE VAGOANE AIUD SA through the conversion into shares of a claim in the amount of a maximum of 800,013.72 lei, as well as the approval of the participation of the minority shareholder REMARUL ENGINEERING SRL, registered at the ORC under no. J12/3414/2012, CUI 31041493, to increase the share capital of the company UZINA DE VAGOANE AIUD SA through a cash contribution in the amount of a maximum of 800,013.72 lei.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

10. Approval of the share capital of the company UZINA DE VAGOANE AIUD SA resulting from the aforementioned, as follows:

Total share capital in the amount of 704,690 lei divided into 281,876 shares, of which:

- REMARUL 16 FEBRUARIE SA - 240,066 shares, worth 2.5 lei each, in total value of 600,165 lei, representing 85.167% of the share capital;
- REMARUL ENGINEERING SRL – 41,810 shares, worth 2.5 lei each, in total value of 104,525 lei, representing 14.833% of the share capital;

The share of participation in benefits and losses will be directly proportional to the percentage held in the social capital.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

11. Approval of the updating of the Constitutive Act of the company UZINA DE VAGOANE AIUD SA, in accordance with the above provisions and its submission to the Trade Registry Office.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

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12. Approval of the mandate of the board of directors of the company REMARUL 16 FEBRUARIE SA to update the evaluation report of the company UZINA DE VAGOANE AIUD SA on the reference date 31.12.2023, as well as the approval of the preparation by an independent accounting expert of a receivables certification report in order to performing the above operations.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

13. Approval of 21.05.2024 as registration date, respectively date which serves to identify the shareholders who shall be subject of EGMS's decisions and 20.05.2024 as ex date.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

14. Approval of mandating the President of the Administrative Council / the president of the meeting to sign on behalf and for all the shareholders the decisions taken, and any documents required by the adopted decisions to accomplish all the legal formalities to carry out the decisions, without limitation to: publication in the Official Gazette, submit / obtain applications and other documents having as gold the registration / and than to obtain the Decisions at / from ORC Cluj and wherever necessary.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

Processing of personal data¹

The personal data entered in this ballot paper are processed by the company REMARUL 16 FEBRUARIE S.A. to ensure the verification of the identity of the voting shareholder, the management of attendance data and voting at the general meeting respecting the legal provisions regarding the protection of individuals regarding the processing of personal data and the free movement of such data.

This section provides information on the legal provisions relating to the processing of personal data of the person listed in the ballot paper submitted to the company under the exercise of the right to vote. The natural person registered in this ballot paper agrees that the personal data be processed for the purpose of counting the voting rights exercised within the EGMS.

¹According to art. 4 point 2. of Regulation (EU) no. 679/2016 of the European Parliament and of the Council of the European Union on the protection of individuals with regard to the processing of personal data and on the free movement of such data and repealing Directive 95/46 / EC (General Data Protection Regulation), published in the Official Journal no. 119L / 04.05.2016, "processing" means any operation or set of operations performed on personal data or personal data sets, with or without the use of automated means, such as collection, registration, organization, structuring, storing, adapting or modifying, extracting, consulting, using, disclosing by transmission, dissemination or making available in any other way, aligning or combining, restricting, deleting or destroying.

I, the undersigned hereby give/not give discretionary voting power to the above-mentioned representative, on the matters which have not been identified and included on the agenda until the date hereof.

Date

First and last name

 Signature
