

Information regarding the participation to the Ordinary General Assembly of Shareholders

The shareholders registered at the shareholders' register, kept by S.C. DEPOZITARUL CENTRAL S.A. Bucharest on the reference date are entitled to participate to A.G.O.A.

The participation may be made directly, by representative or by mailing.

In the case of direct participation, the access of shareholders or representatives entitled to participate to A.G.O.A. is allowed by the simple probe of their identity, made as follows:

- for the natural entity shareholders – based on the identity card shown at the entry to the meeting room;
- for the legal entity shareholders – based on the identity card of the legal representative and on the documents that certify his capacity of legal representative of legal entity, or
- based on the empowerment submitted to the headquarters of S.C. CONTED S.A., at least 48 hours before the first convocation of A.G.O.A., and the identity card of the empowered entity, which will be shown at the entry to the meeting room;
- for the natural entities, others than the shareholders – based on the identity card and the special empowerment

The documents certifying the capacity of legal representative, prepared in a foreign language, other than English language, will be accompanied by a translation, made by a certified translator, into Romanian language or into English language.

The presence of shareholders and representatives to the A.G.O.A. meeting is made by the identification of each shareholder/representative at one of the labor stations installed at the entry to the meeting room. An employee of company will check the data of the identity card or of the representation empowerment, to the data of the consolidated register of shareholders on the reference date, received from S.C. Depozitarul Central S.A. and will hand over the voting papers to the shareholders in the room.

The Management Board of the company appointed by decision the nominal composition of a commission, liable for the centralization, checking and record of the voting papers by mailing and of the special empowerments. At the same time, the Management Board approved the vote procedure based on a special empowerment by mailing, too, so that to provide the correctness of processing and the confidentiality of votes expressed by the shareholders until the voting time of each item on the agenda.

Voting procedure by special empowerment

The shareholders who cannot directly participate to A.G.O.A. may be represented by other persons, based upon a special empowerment.

The shareholders who don't have an exercise capacity, as well as the legal entities, may be represented by their legal representatives, who may grant a special empowerment to other persons, on their turn.

The special empowerment forms must be used for this type of vote, in accordance with the provisions of CNVM Regulation no. 6/2009, made available by the management board of the Company.

Release of special empowerments

The special empowerments are released at the headquarters of the company, in Dorohoi municipality, str. 1 Decembrie, no. 8, Botosani county, on the request of shareholders registered on the reference date for A.G.O.A. The empowerments, both in Romanian and in English language, are available too on the website of the company, www.conted.ro.

On the request of special empowerment, the shareholder will communicate:

- Natural entity shareholders – surname, first name, personal numeric code (PNC), residence address:

- Legal entity shareholders – name, sole registration code (SRC), address of the registered office and the identity data of the legal representative.

On the written request of the shareholder, the empowerment forms may be delivered to the shareholder **by mail to the** address mentioned in the request, without any charges for the shareholder.

Appointment of the representative on empowerment

The representative whom the empowerment is assigned by the shareholder. For the empowerment produces effects, the representative's presence at the A.G.O.A.. meeting is mandatory.

The special empowerment is cancelled if the identity data of appointed representative are not written on the empowerment.

Filling instruction of special empowerments

The special empowerment is filled by the shareholder in 3 (three) copies : one original copy must be submitted to the headquarters of S.C. CONTED S.A. 48 hours before by A.G.O.A ; one copy is delivered by the shareholder to the appointed shareholder, who will bring it to the A.G.O.A. meeting; one copy is kept by the shareholder.

The filling of special empowerment by the shareholder:

The vote is expressed on the special empowerment for all the items on the agenda, as follows:

An "X" is marked in the box corresponding to the vote option: Yes or No or Abstention. If for the same item of the agenda, two or three vote options are marked by "X", the relevant vote will be considered void.

If no vote option is marked by "X", it will be considered an un-expressed vote.

The empowerment **is** holographically **signed** by the shareholder, in the marked-up area.

Natural entity: personally signs the special empowerment

Legal entity: the special empowerment will be signed by the legal representative of the legal entity and the print of the legal entity's seal is applied;

It is filled the **date** when the special empowerment was signed.

Submission of special empowerments

The special empowerments in original, either in Romanian language, or in English language, are submitted by the shareholders 48 hours before by A.G.A., at the headquarters of the company, of Dorohoi mun., str. 1 Decembrie, no. 8, Botoșani county, and may be sent, too, by electronic signature to the e-mail address secretariat@conted.ro. The special empowerments that don't include at least the information of the form made available and are not sent within the above mentioned term are not opposable to the company.

Vouchers to the special empowerments:

- Natural entity shareholder: copy of the identity card and, in case of authenticated empowerments, notary documents.

- Legal entity shareholder: certificate of good standing issued by T.R.O. or its equivalent, not older than 3 months from the publishing date of A.G.O.A. convoker and the copy of the identity card of the signatory legal representative.

The documents certifying the capacity of legal representative, prepared in a foreign language, different than the English language, will be accompanied by a translation, made by a certified translator, into Romanian or English language.

If a shareholder submitted to the Company several special empowerments for A.G.O.A., the empowerments bearing a further date have the effect of revocation of those previously sent.

Record of special empowerments

The Commission appointed by the Management Board prepared a minutes, regarding the statement of special empowerments submitted, which it presents to A.G.O.A., for the registration in the meeting minutes. For the establishment of statutory quorum of A.G.O.A., only the special empowerments that were prepared by observance of legal requirements, according to this procedure and which have been sent to the Company, 48 hours before by A.G.O.A. will be considered.

Procurile speciale depuse ulterior termenului prevazut nu vor fi luate în considerare la stabilirea cvorumului, dar permit accesul in sala de ședințe fără ca votul să fie luat în considerare.

The special empowerments, submitted after the provided term, will not be considered on the establishment of the quorum, but they allow the access to the meeting room, without the vote is taken into account. The special empowerments submitted on time, but which include procedure vices: are illegible, include contrary or confused options or are conditionally expressed will be taken into account for the establishment of quorum, but will not be taken into account when the item on the agenda, referred to, is subjected to vote.

Voting procedure by general empowerment

The shareholders may grant a general empowerment (power of attorney) valid for a term that will not surpass 3 years, allowing the appointed representative to vote concerning all the issues on the debate of the general assembly of shareholders of the Company, provided that the general empowerment (power of attorney) is granted by the shareholder, as customer, to an intermediary defined in accordance with Art. 2 par. (1) point 14 of Law no. 297/2004 or an attorney.

The shareholders cannot be represented on the general assembly of shareholders based upon a general empowerment (power of attorney), by a person who is in a interest conflict situation, in accordance with the provisions of Art. 243 par. (6⁴) of law no. 297/2004, a text introduced by G.E.O. no. 90/2004, for the amendment and completion of Law no. 297/2004.

The empowerments (powers of attorney) in copy, either in Romanian language, or in English language, are submitted by the shareholders, before their first use, 48 hours before the General Assembly of the Shareholders, to the headquarters of company, of Dorohoi Mun., str.1Decembrie, no. 8, Botosani county, having the mention of conformity with the original under the representative signature or they may be sent, too, with an electronic signature to the email: secretariat@conted.ro.

Vote procedure by mailing, sent by mail or courier

Distribution of vote forms by mailing

The vote procedure by mailing, sent by mail or courier, refers to the exercise of vote by the shareholders, using voting bulletin forms by mailing, on hard copy and electronic support, made available by S.C. CONTED S.A..

The distribution of voting bulletin forms by mailing, both in Romanian and in English language is made at the headquarters of the company, of Dorohoi mun., str. 1 Decembrie, no. 8, Botosani county, and on the website of the company, www.conted.ro.

Filling instructions of the voting bulletins by mailing

The vote is expressed on the voting bulletin for all the items on the agenda, as follows:

The "X" is marked in the box corresponding to the vote option: Yes or No or Abstention. If for the same item of the agenda, two or three vote options are marked by "X", the relevant vote will be considered void. If no vote option is marked by "X", it will be considered an un-expressed vote.

The empowerment **is** holographically **signed** by the shareholder, in the marked-up area.

Natural entity: personally signs the special empowerment

Legal entity: the special empowerment will be signed by the legal representative of the legal entity shareholder and the print of the legal entity's seal is applied;

There are attached to the voting bulletin, the documents certifying the capacity of signatory's legal representative of the voting bulletin (certificate of good standing issued by T.R.O. or its equivalent, not older than 3 months from the publishing date of A.G.O.A. convoker and the copy of the identity card of the signatory legal representative). The documents certifying the capacity of legal representative, prepared in

a foreign language, different than the English language, will be accompanied by a translation, made by a certified translator, into Romanian or English language.

Identification procedure of shareholders in the case of voting bulletins submitted by the shareholders at the headquarters of company:

For the natural entity shareholders – the persons authorized by S.C. CONTED S.A. will check the shareholder's identity, based on the identity card (identity bulletin/card or passport).

For the legal entity shareholders – the authorized persons will both check the identity of person who signs the voting bulletin, based on an identity deed (identity bulletin/card or passport) and capacity of this person, of legal representative of legal entity shareholder, based on the presented documents (certificate of good standing issued by T.R.O. or its equivalent, not older than 3 months from the publishing date of A.G.O.A. convoker and the copy of the identity document of the signatory legal representative). The documents certifying the capacity of legal representative, prepared in a foreign language, different than the English language, will be accompanied by a translation, made by a certified translator, into Romanian or English language.

Submission of the voting papers forms to the company

The voting papers submitted by means of correspondence, both in Romanian and English language, filled in and signed in original form by the shareholders, with the attached requested documents, as the case may be, are submitted or sent via postal services or courier at the company's headquarters in Dorohoi Municipality, 1 Decembrie, nr. 8 street, Botoșani County, but can also be sent with electronic signature at the e-mail address secretariat@conted.ro, with the observance of the procedure related to the identification of shareholders.

The deadline for registering the voting papers at the company's headquarters through correspondence is 48 hours before the Company Shareholders' General Assembly (A.G.O.A.).

The documents which will be attached to the voting papers transmitted by means of correspondence, are the following, as the case may be:

- **copy of the identification card** for natural bodies;
- **documents which certify the quality of legal representative** of the person which signs the voting paper in case the shareholders are legal entities (confirmation of company details issued by the Trade Register Office or the equivalent, which must be issued 3 months prior to the date at which it was published in the notice to attend the Company Shareholders' General Assembly and the copy of the identity card of the legal representative who signs the documents). The documents which certify the quality of legal representative which are drafted in a foreign language, other than English, will be accompanied by a translation, developed by an authorised translator, in Romanian or English language;

If a shareholder submitted several voting papers through correspondence for the Company Shareholders' General Assembly, the voting papers which are dated subsequently, have the effect the annulment of the

previously dated ones. The voting papers submitted through correspondence will be considered null and void if they do not observe the deadline indicated above or the procedure established by the Council of Administration.

4.2.5. Evidence and centralisation

The voting papers submitted through correspondence will be taken into consideration only if they are recorded within the company with 48 hours before the Company Shareholders' General Assembly and if they observe the filling and the shareholders' identification procedures mentioned above.

The votes expressed within the voting papers are annulled by reasons of procedural flaws in the following situations: they are illegible, they contain contradictory or confusing options, are expressed conditionally.

The votes which have procedural flaws are annulled from the agenda at which they make reference to, but the number of shares held by the respective shareholder will be taken into consideration for the computation of the quorum which is present at the Company Shareholders' General Assembly.

The following voting papers submitted through correspondence are null and void if:

- they are registered within the company after the deadline established, which is provided in the notice of attendance,
- they do not observe the approved shareholders' identification procedure,
- they are not submitted in the original form,
- other forms than the ones provided by S.C. CONTED S.A. were used.

The voting papers submitted through correspondence which are null and void will not be taken into consideration for the computation of the quorum.

The commission which is responsible for the centralisation and inventory of the votes submitted through correspondence will include in a minute the centralised situation of the valid votes expressed by the shareholders in the voting papers related to each resolution of the agenda, the votes expressed and annulled for procedural flaws reasons and the null voting papers. The minute will be submitted to the Commission for votes' counting assigned by the Company Shareholders' General Assembly.

The procedure of voting within the hall and vote numbering

The General Assembly will elect from the shareholders which are present the secretarial of the Company Shareholders' General Assembly and a commission for numbering the votes.

In order to provide a correct numbering of the votes, the shareholders which will leave prior to exercising the vote are asked to return to the secretarial of the Company Shareholders' General Assembly the voting paper received when entering the hall.

Each point of the agenda of the Company Shareholders' General Assembly's meeting encrypted on the voting papers, will be presented within the meeting.

The shareholders will vote on the voting papers received when entering the hall each resolution submitted to the vote.

The voting papers are edited in such a manner so that the shareholders have the possibility to express their vote "For", "Against" or "Abstention" for each point of view on the agenda. The expression of the vote is made by marking an "X" in front of the voting option: "For" or "Against" or "Abstention".

A person who acts in her quality as legal representative can represent several shareholders. In case a representative holds different power of attorneys form several shareholders this person has the right to vote for a shareholder in a different manner than he did for another shareholder. The person who represents several shareholders based on special power of attorneys expresses the votes of the persons that he represents without compensating them. The votes expressed in this manner are validated in the Company Shareholders' General Assembly based on the original sample of the special power of attorney which was submitted with 48 prior to the Company Shareholders' General Assembly, at the company's headquarters in Dorohoi Municipality, 1 Decembrie, nr. 8 street, Botoşani County. The voting papers which contain procedural flows (are illegible, contain contradictory or confusing options, or are expressed conditionally) will not be taken into consideration for the adoption of the ruling related to the agenda at which they make reference to.

The commission for numbering the votes will summarise and will note into a minute the validated votes expressed by the shareholders according to the options "For", "Against" or "Abstention" for each resolution included in the agenda, mentioning the number of votes which were not expressed and the number of votes which were annulled indicating the reason for the annulation.

The commission for numbering the votes will note the final result by summing up the votes which were validly expressed on the voting papers in the hall and on the voting papers through correspondence, according to the minute for the votes numbering presented by the commission for centralising the votes received through correspondence.

The final result of the vote, for each resolution on the agenda, will be brought to the attention of the shareholders which are present and will be marked in the minute of the meeting.