

**SIF BANAT-CRIȘANA S.A.**

Arad, 35A Calea Victoriei, postal code 310158 | J0211898/92 | CUI 2761040 | No. in ASF AFIAA Register PJR07.1AFIAA/020007/09.03.2018  
 No. in ASF SIIRS Register PJR09SIIR/020002/02.02.2006 | Subscribed and paid-up share capital: RON 51,746,072.40

**SPECIAL EMPOWERMENT FORM for legal entities****Ordinary General Meeting of Shareholders (OGM) of 6/7.01.2021**

The undersigned, ..... having Unique Registration Code CUI (or equivalent number in the shareholders' registry – for non-resident shareholders) ....., legally represented by ..... holder of ..... shares issued by Societatea de Investiții Financiare Banat-Crișana S.A. Arad, representing ..... % of the total issued shares, which entitle us to ..... votes in the OGM, representing .....% of the total voting rights in the OGM, hereby empower as the undersigned's representative

.....  
 (identification data of the empowered representative – full name/legal name, personal identification code/unique registration code - CNP/CUI)

OR .....  
 (identification data of the empowered representative – full name/legal name, personal identification code/unique registration code - CNP/CUI)

in the OGM to be held on 6.01.2021, 10:00 hours (first call), or on 7.01.2021, 10:00 hours (second call), at company's headquarters in Arad, 35A Calea Victoriei, to exercise the voting rights pertaining to the undersigned's holdings as at 18.12.2020 (the reference date), as follows:

RESOLUTIONS SUBMITTED FOR THE APPROVAL OF THE OGM:		FOR	AGAINST	ABSTAIN
1.	Election of the secretaries of the works of the ordinary general meeting of Company's shareholders, namely the shareholders Laurențiu Riviș, Eugen Ioan Cristea and Daniela Vasi, with the identification data available at the company's headquarters, which will verify the fulfilment of all the formalities required by the law and the constitutive act for holding the meeting, and will prepare the minutes of the meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	Election of the commission for counting the votes cast by the shareholders on the topics of the agenda of the ordinary general meeting of shareholders, consisting of Laurentiu Riviș, Eugen Ioan Cristea, Daniela Vasi and Adrian Marcel Lascu, having the identification data available at the company's headquarters.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Election of the members of the company's Board of Directors (administrators) for a term of office of 4 years, starting on April 25, 2021 and until April 25, 2025, specifying that the persons elected for the position of administrator will exercise their duties related to the position only after the Financial Supervisory Authority issued the decision of authorization / approval, as per the applicable legal provisions, namely the following:			
	<b>3.1 Drăgoi Bogdan-Alexandru</b> , having the identification data available at the Company;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<b>3.2 Străuț Radu-Răzvan</b> , having the identification data available at the Company;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<b>3.3 Ciucioi Ionel Marian</b> , having the identification data available at the Company;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<b>3.4 Pfister Marcel</b> , having the identification data available at the Company;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<b>3.5 Marica Sorin</b> , having the identification data available at the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Approval of the Remuneration Policy for the leaders of the company (administrators and directors), in compliance with the provisions of art. 92 <sup>1</sup> of Law no. 24/2017 on issuers of financial instruments and market operations.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Approval of the remuneration due to the members of the Board of Directors for the financial year 2021, at the level established by the Resolution of OGM of April 26, 2016.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Approval of the general limits of all additional remunerations of the members of the board of directors and of the general limits of the remuneration of the directors, for the financial year 2021, at the level established by the Resolution no. 7 of OGM of April 27, 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Approval of the date of January 22, 2021 as the registration date (January 21, 2021 as the ex date) in accordance with the provisions of art. 86 par. (1) of Law no. 24/2017 and ASF Regulation no. 5/2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	Empowering the Board of Directors to implement the resolutions adopted by the Ordinary General Meeting of Shareholders and empowering, with the possibility of substitution, the General Director (CEO) and / or the Deputy General Director, to carry out all legal formalities and to sign any documents needed to fulfil the necessary formalities at the Financial Supervisory Authority, at the Trade Register Office, as well as wherever necessary, to implement the resolutions of the general meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNING DATE \_\_\_\_\_

SHAREHOLDER'S NAME \_\_\_\_\_

(to be filled in with the legal name of the shareholder legal entity, in capital letters)

FULL NAME OF THE LEGAL REPRESENTATIVE \_\_\_\_\_

(to be filled in with the first name and last name of the legal representative of the shareholder legal entity, in capital letters)

SIGNATURE AND STAMP \_\_\_\_\_

(handwritten signature of the legal representative of the shareholder legal entity and the stamp of the shareholder legal entity)

**NOTE** The deadline for the registration of the special empowerment form at SIF Banat-Crișana's headquarters is on **January 4, 2021, 10:00 hours**.

## DOCUMENTS TO ACCOMPANY THE SPECIAL EMPOWERMENT

- a findings certificate (in Romanian: “certificat constatator”), in original or true copy, issued by the Trade Register or any other document, in original or true copy, issued by a competent authority of the state where the shareholder is duly incorporated, allowing the identification thereof in the list of SIF Banat-Crişana’s shareholders as at the reference date issued by Depozitarul Central SA;
- proof of legal representative capacity if the shareholders’ register at the reference date, received from Depozitarul Central, has no data regarding the legal representative of the shareholder; the capacity as legal representative is proven by means of findings certificate/ similar documents presented hereinbefore.

The documents attesting the capacity of legal representative of the shareholders that are legal entities have to be issued no more than 3 months before the date of the publication of the convening notice for shareholders general meeting. If these documents are drafted in a foreign language other than English, they shall be accompanied by their translation into Romanian or English, performed by a certified translator;

- in case of entities with no legal personality / unincorporated entities, shall be submitted, in certified copy, an official document proving the capacity as representative of the corporate body that administrates the entity with no legal personality (e.g. the authorization issued by the Financial Supervisory Authority or similar authority in another State);
- certified copy of the representative’s (the person empowered by the special empowerment) ID document (ID card / passport);

## COMPLETING THE SPECIAL EMPOWERMENT

The procedure for completing the special empowerment form is available on company’s website [www.sif1.ro](http://www.sif1.ro). The special empowerment shall be completed and signed in **three original counterparts**: one for the shareholder, one for the empowered representative and one for the company.

## SUBMITTING THE SPECIAL EMPOWERMENT FORM

- **in original, printed form** – submitted or sent by any courier service to the headquarters of SIF Banat-Crişana in Arad, 35A Calea Victoriei, Romania, so its registration at the Company is made by 4.01.2021, 10:00 a.m., for the identification of the shareholders’ identity, subject to losing the voting right in case of default, the special empowerment form with the voting instructions shall be inserted in an envelope writing on it clearly and with capital letters: “SPECIAL EMPOWERMENT FORM – NAME OF THE SHAREHOLDER”. This envelope, together with the accompanying documents shall be sent to the company in an envelope clearly writing in capital letters “FOR GMS / PENTRU AGA”
- **by email with extended electronic signature incorporated in accordance with Law no. 455 / 2001** on the electronic signature, at the address [aga@sif1.ro](mailto:aga@sif1.ro) until 4.01.2021 at 10:00 a.m.; for the purpose of verifying the identity of shareholders, subject to losing the voting right in case of default.

**Note:** Pursuant to the provisions of Law 455 / 2001, the extended electronic signature means an electronic signature which meets all the following conditions: (i) it is uniquely linked to the signatory; (ii) it allows the identification of the signatory; (iii) it is created using means that the signatory can maintain under his/her sole control; (iv) it is linked to the data in electronic form to which it relates in such a manner that any subsequent change of that document is detectable.