

SPECIAL POWER OF ATTORNEY FOR REPRESENTATION

FOR THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING
OF S.I.F. MUNTENIA S.A. APRIL 23/24, 2020

To be filled in if the shareholder is a legal person

The underwritten _____, holding a number of _____ shares issued by S.I.F. MUNTENIA S.A., representing _____ % of the total number of shares issued by the company, registered in the Company's Shareholders' Register as at the record date (April 7, 2020), which entitles me to _____ votes, I hereby empower

Identification data of the appointed representative – Name, surname/Denomination, PIN/SRC

as the company's representative to the Shareholders General Extraordinary Meeting which will be held on April 23, 2020 at 11³⁰ a.m. in Bucharest, 46-48, Serghei Vasilevici Rahmaninov street, 1st floor, sector 1, or on April 24, 2020 for the second calling (the same time and place), in case the quorum requirements are not met on the first meeting, to exercise the voting rights associated to the holdings registered in SIF Munténia's Shareholders' Register, as follows:

Resolutions submitted for the EGSM approval	In favor	Against	Abstain
1. Appointing the EGSM secretariat made up of three members, namely Topor Elena Daniela, Stratan Ana and Drișcu Adelina, with the identification data available at the headquarters of the Company. Topor Elena Daniela will be the secretary that prepares the minutes of the meeting, according to Art. 129, paragraph (2) of Law 31/1990 on trading companies. The persons nominated are shareholders of SIF Munténia SA.			
2. Appointment of the commission for counting the votes expressed by the shareholders on the items on the agenda of the EGSM, respectively Topor Elena Daniela, Stratan Ana and Drișcu Adelina with the identification data available at the company headquarters.			
3. Approval for SIF Munténia to carry out a Share Redemption Program of own shares. The Program will be initiated only if the Shareholders General Ordinary Meeting convened for the same day, at 9.30 a.m., will approve the distribution of the net profit achieved in 2019, amounting to 111,913,700 Lei, according to OPTION II of item 4 on the agenda. The Share Redemption Program will be conducted in accordance with the applicable legal provisions, with the following main features: Scope of the program: share capital reduction Maximum number of shares: 20,645,201 Minimum price per share: 0.1 lei Maximum price per share: 2.03 lei Duration of the program: maximum 18 months from the date of publication of the decision in the Official Gazette of Romania Part IV. Payment of the shares redeemed under the Program will be made from the sources provided by the law. The redemption program will include other requirements imposed by the specific legislation as well, while the purchase of the shares under the Program will take place through all market operations permitted by the specific legislation, which may also include public purchase offers initiated by the Company. Approval for the empowerment of SAI Munténia Invest SA to take all necessary measures and to fulfill all required formalities for the implementation of the Redemption Program, in compliance with the above-mentioned main features.			
4. Approval of 12 May 2020 as the record date (11 May 2020 as the ex date), in accordance with the provisions of art. 86, paragraph 1 of the Law no. 24/2017, respectively the provisions of the FSA Regulation no. 5/2018.			

Shareholders' Denomination

← Write the denomination of the legal person in **CAPITAL** letters

Shareholder's SRC

← Write the sole registration code

Legal representative

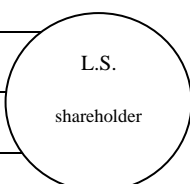
← Fill in the name and surname of the legal person's legal representative

Signing date

← Write the date of signing the Correspondence ballot

Signature

← Sign and stamp



The procedure for filling in this special power of attorney and the method of sending it to SIF Munténia headquarters may be seen on the company's website www.sifmunténia.ro

This special power of attorney must be registered at SIF Munténia's headquarters no later than April 21st 2020 at 11³⁰ a.m.