

# CORRESPONDENCE BALLOT

FOR THE ORDINARY SHAREHOLDERS' GENERAL 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 the above mentioned company to \_\_\_\_\_ votes, I vote as follows:

Resolutions submitted for the OGSM approval	In favor	Against	Abstain
1. Appointment of the OGSM 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 no. 31/1990 on trading companies. The persons nominated are shareholders of SIF Muntenia SA			
2. Appointment of the commission for counting the votes expressed by the shareholders on the items on the agenda of the OGSM, respectively Topor Elena Daniela, Stratan Ana and Drișcu Adelina with the identification data available at the company headquarters			
3. Approval of the annual financial statements of SIF Muntenia S.A. for the 2019 financial exercise, according to the discussions and reports presented by the Administrator, SAI Muntenia Invest S.A., the financial auditor KPMG Audit S.R.L. and the Shareholders Representatives Council (SRC)			
4. Approval for the distribution of the net profit achieved in 2019, amounting to 111,913,700 lei, as follows:			
<b>OPTION I FOR ITEM 4 ON THE AGENDA</b> Approval of a gross dividend/share of 0.03 Lei, amounting totally to 23,539,356 Lei. Approval of 21 September 2020 as the dividend payment date. The distribution of dividends to shareholders will be made in accordance with the legal provisions and related payment expenses will be borne by the shareholders from the net dividend amount. Approval for the allocation to "Other reserves" of the remaining net profit of 88,374,344 Lei..			
<b>OPTION II FOR ITEM 4 ON THE AGENDA</b> Approving the distribution of the entire net profit for the 2019 financial exercise amounting to 111,913,700 Lei to "Other Reserves", in order to initiate a Share Redemption Program. From own financing sources as provided by law, the Company will carry out a redemption program of 20,645,201 shares, representing 2.56% of the share capital (as at the convening notice date), in order to reduce the share capital by cancelling the shares redeemed. The Share Redemption Program will be conducted in accordance with the applicable legal provisions, with the following main features: 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.			
5. Approval of SIF Muntenia S.A.'s Management Program and the Revenues and Expenses Budget for the 2020 financial exercise, , according to the proposal submitted by SIF Muntenia's Asset Management Company			

**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

L.S.  
shareholder

The procedure for filling in this correspondence ballot and the method of sending it to SIF Muntenia headquarters may be seen on the company's website [www.sifmuntenia.ro](http://www.sifmuntenia.ro)

This correspondence ballot must be registered at SIF Muntenia's headquarters no later than April 21<sup>st</sup>, 2020 at 09<sup>30</sup> a.m.

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Resolutions submitted for the OGSM approval	In favor	Against	Abstain
6. Approval for performing the accounting records corresponding to the prescription of the right to request the payment of dividends not claimed for three years from their due date, amounting to 15,750,568.36 Lei and the registration of this amount to reserves			
7. Approval of the remuneration for the members of SIF Muntenia SA's Shareholders Representatives Council for the 2020 financial exercise			
8. PLEASE USE THE PROXY FORM FOR SECRET VOTE			
9. PLEASE USE THE PROXY FORM FOR SECRET VOTE			
10. Approval of the Management Contract concluded between SIF Muntenia SA and SAI Muntenia Invest SA, which will take effect from the date of its authorization by the Financial Supervisory Authority and until the end of the mandate for which the SAI Muntenia Invest SA was appointed by the Shareholders General Ordinary Meeting. Approval of the empowerment of the Chairman of the Shareholders' Representatives Council to sign the Management Contract.			
11. Approval of the total annual remuneration due to the administrator SAI Muntenia Invest SA, for the period of the mandate granted.			
12. Approval of 4 September 2020 as the record date (3 September 2020 as the ex date), according to the stipulations of art. 86, para. 1 of Law 24/2017, and 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**

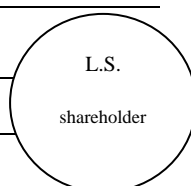
← Fill in the name and surname of the legal person's legal representative

**Signing date**

← Write the date of signing the Correspondence ballot

**Signature**

← Sign and stamp



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