

SPECIAL EMPOWERMENT

The subscribed _____, with the headquarters at _____ str. _____ no. _____, legally represented by _____, as _____, owning a number of _____ shares issued by S.C. ROMCARBON S.A, representing _____% from the social capital, which offers me the right to _____ votes from the total number of votes in the General Shareholders Meeting, I empower throughout the present _____ **as my representative** in the **Ordinary General Shareholders Meeting** of S.C. ROMCARBON Company which will take place on **22.11.2022, 12.00 p.m.** at ROMCARBON headquarters, Transilvaniei Street, no. 132, or for the date established for the second meeting – **23.11.2022, 12.00 p.m.**, if the first will not fulfill the legal conditions regarding the quorum, to use the voting right for all my shares identified in the Shareholders Registry at **08.11.2022**, as it follows:

Ordinary Shareholders Meeting Agenda	For	Against	Abstain
1. Approval for the distribution as dividends of the amount of 2.641.220,96 lei , representing a part of the net profit registered in the financial year 2014, which remained undistributed (according to the Decision of the Ordinary General Meeting of Shareholders of 29.04.2015, point 6 letter d).			
1.1. Approval, in addition to the amount of 2.641.220,96 lei, indicated in point 1 above, for the distribution as dividends of the amount of 21.129.767,68 lei , representing part of the net profit recorded in the 2014 financial year, which remained undistributed (according Resolutions of the Ordinary General Meeting of Shareholders of 29.04.2015, point 6 letter d).			
2. Approval, as effect of point 1, for the distribution, from the amount of 2.641.220,96 lei , mentioned in point 1, of a gross dividend/share in the amount of 0.010 lei/share, related to the financial year 2021, for the number total shares of 264.122.096, the distribution of dividends will be made in compliance with legal provisions, depending on the financial situation of the company and subject to obtaining agreement in this regard from the creditor banks of the company.			
2.1. Approval, as an effect of the approval of point 1.1., of the distribution, from the amount of 21.129.767,68 lei, mentioned in point 1.1., of a gross dividend/share in the amount of 0.080 lei/share, related to the financial year 2021, for the number total of 264.122.096 shares, the distribution of dividends following to be made in compliance with the legal provisions in force, depending on the financial situation of the company and under the condition of obtaining the agreement in this sense from the creditor banks of the company. The total gross dividend related to the 2021 financial year that will be distributed, as a result of the approval of points 1 and 1.1. from the agenda, from the total amount of 23.770.988,64 lei is 0.090 lei/share for the total number of shares of 264.122.096, with the maintenance of the payment date, on 21.12.2022, as it was			

submitted approval of O.G.M.S.			
3. Approval of the date of 09.12.2022 as "registration date", according to the provisions of law no. 24/2017 and of art. 2 paragraph 2 letter f of the A.S.F. nr.5 / 2018.			
4. Approval of the date of 08.12.2022 as "ex-date", according to art.2 paragraph 2 letter l of the A.S.F. nr.5 / 2018.			
5. Approval of the date of 21.12.2022 as "payment date", according to art.2 paragraph 2 letter h and art.178 paragraph 1 of the A.S.F. nr.5 / 2018.			

Throughout the present, _____ fully empowers the above mentioned representative, regarding all the problems identified and included on the Agenda until the date of the present empowerment's sign.

Date_____

(the signature of the shareholder- physical person or representative of the judicial person)

(name, surname of the shareholder, with capital letters)

The present was concluded in 3 exemplary, one for shareholder, one for the empowered person and one for S.C. ROMCARBON S.A. The exemplary for ROMCARBON S.A. will be sent by post office or will be sent to the company's headquarters from Buzau, str Transilvaniei no. 132, or e-mail address office@romcarbon.com (if electronic means are used, special mandate be extended forward by electronic signature) with the mention "POWER OF ATTORNEY FOR ORDINARY GENERAL MEETING OF SHAREHOLDERS of 22/23.11.2022" at the latest 18.11.2022, 16.30 a.m.