



IMPUTERNICIRE SPECIALA PENTRU ADUNAREA GENERALA ORDINARA A ACTIONARILOR DIN DATA DE 08/11.11.2019

Subsemnatul _____ domiciliat in _____
_____ posesor al _____ seria _____ nr. _____ eliberata la data de _____ de catre _____
_____ avand codul numeric personal _____

sau

Subscrisa _____, persoana juridica _____, avand sediul social situat in _____, inregistrata la Oficiul Registrului Comertului / alta autoritate competenta sub nr. _____, Cod Unic de Inregistrare _____, prin reprezentant legal _____,

in calitate de _____,
detinator/detinatoare la data de **29.10.2019 (Data de Referinta)** a unui numar de _____ actiuni nominative emise de catre **PRODVINALCO S.A., ("Societatea")**, reprezentand _____ % din totalul drepturilor de vot, avand cunostinta de ordinea de zi a Adunării Generale Ordinare a Acționarilor Societatii, convocata pentru data de 08/11.11.2019, ora 14.00, ce se va tine la PRODVINALCO SA, la adresa Cluj-Napoca, str. Calea Baciului, nr. 2-4, jud. Cluj, precum si de documentatia pusa la dispozitie de Societate in legatura cu punctele inscrise pe ordinea de zi, in calitate de **MANDANT**

imputernicesc pe _____ (numele si prenumele complet, conform actului de identitate) domiciliat in _____
_____ posesor al _____ seria _____ nr. _____ eliberata la data de _____ de catre _____ avand codul numeric personal _____ in calitate de **MANDATAR**

Sa ma reprezinte in cadrul sedintei Adunarii Generale Ordinare a Actionarilor PRODVINALCO SA care va avea loc la data de 08/11.11.2019, ora 14.00 si sa exercite drepturile de vot aferente detinerilor mele, dupa cum urmeaza:

- 1. Distribuirea de dividende in cuantum de 3.001.477 lei, reprezentand 0,0953 lei brut/actiune, din rezultatul raportat al anilor anteriori.**
 pentru impotriva abtinere
- 2. Mandatarea Consiliului de Administratie pentru desemnarea agentului de plata si reprezentarea societatii in relatiile cu Depozitarul Central si agentul de plata pe care il va desemna, precum si pentru informarea corespunzatoare a actionarilor in legatura cu modalitatile si intervalul de plata al dividendelor.**
 pentru impotriva abtinere
- 3. Mandatarea Presedintelui / Presedintelui Executiv al Consiliului de Administratie pentru a semna hotararile adoptate si pentru efectuarea tuturor demersurilor necesare in relatiile cu Oficiul Registrului Comertului, Monitorul Oficial, A.S.F. si B.V.B.**
 pentru impotriva abtinere
- 4. Aprobarea datei de 26 noiembrie 2019 ca dată de înregistrare, a datei de 25 noiembrie 2019 ca ex date, si a datei de 16 decembrie 2019 ca data a platii.**
 pentru impotriva abtinere

Nume si prenume actionar (in cazul persoanei fizice) _____

Semnatura _____



Denumirea actionarului(in cazul persoanelor juridice) _____

Prin reprezentant legal

_____ (nume si prenume intreg, conform actului de identitate)

_____ (calitatea : presedinte CA, administrator unic sau director general)

Semnatura si stampila _____

Conform optiunii personale, se va marca cu "X" una dintre variantele aferente sensului votului: pentru, impotriva sau abtinere.

Imputernicirea speciala va fi transmisa in original la PRODVINALCO SA, Cluj-Napoca, str. Calea Baciului, nr. 2-4, jud. Cluj, sau va fi transmisa cu semnatura electronica incorporata conform Legii 455/2001 privind semnatura electronica, prin e-mail la adresa actionari@prodvinalco.ro, in ambele cazuri pana cel tarziu la data mentionata in convocator. Formularul trebuie sa fie insotit de documentele care atesta calitatea de actionar. In cazul actionarilor persoane fizice, dovada calitatii de actionar se face prin act de identitate sau copie conforma cu originalul a actului de identitate. In cazul actionarilor persoane juridice sau a entitatilor fara personalitate juridica, calitatea de reprezentant legal se constata in baza listei actionarilor de la data de referinta, primita de la Depozitarul Central. Documentele care atesta calitatea de reprezentant legal intocmite intr-o limba straina, alta decat limba engleza, vor fi insotite de o traducere realizata de un traducator autorizat in limba romana sau in limba engleza. Legalizarea sau apostilarea documentelor care atesta calitatea de reprezentant legal al actionarului nu este obligatorie. Imputernicirea speciala trebuie sa fie insotita de un specimen de semnatura legalizat/certificat de un notar public sau de un organism cu competente de legalizare/certificare a semnaturii sau se poate proceda direct la legalizarea/certificarea semnaturii.



SPECIAL PROXY FOR THE ORDINARY MEETING OF THE SHAREHOLDERS
OF NOVEMBER 08/11, 2019

I, the undersigned _____ domiciled in _____
_____ holder of _____ serial _____ nr. _____ issued on _____ by _____
_____ having the personal identification number _____

Or
The subscribed _____, having the headquarters in _____,
_____ registered in Office of Trade Registry / other
competent authority under no. _____, Unique Registration Code Cod
_____, represented by _____, acting as

Holder on April 12, 2019 (Reference date) of a number of _____ nominative shares issued by PRODVALCO S.A., ("the Company"), representing _____ % of the total voting right, acknowledging the agenda of the Ordinary General Meeting of the Shareholders organised on November 08/11 - at 2 pm, that will take place at company's headquarters in str. Calea Baciului, nr.2-4, Cluj County

Hereby empower _____ domiciled in _____
_____ holder of _____ serial _____ nr. _____ issued on _____ by _____
_____ having the personal identification number _____ as of attorney-in-fact

To represent me within the Ordinary General Meeting of the Shareholders of PRODVALCO SA that will take place on November 08/11, 2019 and to exercise the voting rights afferent to my possession, as follows:

- 1. Approval of the distribution of dividends from the retained earnings, in the amount of of 3.001.477 lei, representing 0,0953 lei gross dividend/share.**
 for against abstention
- 2. Authorizing the Board of Directors to appoint the paying agent and represent the company and perform all the necessary steps in order to implement this decision, in relations with the Central Depository and the paying agent that will be appointed, as well as for properly informing the shareholders about all the details regarding the payment of the dividends.**
 for against abstention
- 3. Authorizing the President of the Administration Council / Executive President of the Administration Council, to elaborate and sign all the decisions approved in the Ordinary General Meeting of the company, as well as to make the necessary formalities at the Trade Registry, the Official Journal, ASF and BVB.**
 for against abstention
- 4. Approval of the date of November 26, 2019 as registration date, date of November 25, 2019 as ex date, and the date of December 16, 2019 as payment date.**
 for against abstention

Shareholder name and first name (in case of natural person) _____
Signature _____



Shareholder denomination (in case of legal entities) _____

By legal representative

_____ (full name according to the identity document)

_____ (quality : AC president, sole administrator or general manager)

Signature and stamp _____

According to the personal option, it will be marked with "X" one of the variants afferent to the voting sense: for, against or abstention.

This form will be sent in original to PRODVINALCO SA, Cluj-Napoca, 2-4 Baciului Street, or will be sent with embedded electronic signature according to Law 455/2001 regarding the electronic signature, via e-mail address actionari@prodvinalco.ro, in both cases no later than the date mentioned in the convening notice. The form must be accompanied by the documents attesting the quality of shareholder, as follows: in the case of natural persons, the proof of being a shareholder is made by the identity card or certified copy of the identity document; in case of legal entities or entities without legal personality, the proof of being a shareholder is made based on the list of shareholders to reference date, received from the central depository. Documents certifying the legal representative drafted in a foreign language other than English shall be accompanied by a translation made by an authorised translator into Romanian or English. The legalization and the Apostille of the documents certifying the legal representative of the shareholder is not required. This form must be accompanied by a signature specimen legalized / certified by a public notary or a competent entity for legalization / certification of the signature or can proceed directly to the legalization / certification signature.