



POWER-OF-ATTORNEY

Name/Denomination of shareholder....., identified in the Ledger of Shareholders with IC/IB/CUI..... having his/her/its residence/registered office in..... holder of shares issued by the Trade Company IMPACT DEVELOPER & CONTRACTOR S.A , **that in accordance with art. 14 para. 1 of the Article of Incorporation of the company**, grants me the right to votes in the General Meeting of Shareholders, I hereby appoint..... from, Street....., bl....., ap.... holder of ID series, no as my representative in the Extraordinary Shareholders' Meetings which the Company will organize during the duration of this mandate, with the discretionary power to decide as considerate it appropriate on any point which will be on the agenda of these meetings, including with respect to disposal acts

The duration of this general mandate awarded hereby expires on
[.....].

(ATTENTION! The duration of the mandate cannot exceed 3 years).

By the signature of this power of attorney, both by the principal and proxy, they declare that the proxy is not in a conflict of interest situation, such as:

- a) is a majority shareholder of IMPACT, or of another entity, controlled by that respective shareholder;
- b) is a member of an administration, management or supervisory body of IMPACT, of a majority shareholder or of another entity, controlled by that respective shareholder;
- c) is an employee or auditor of IMPACT or of a majority shareholder or of another entity, controlled by that respective shareholder;
- d) is a spouse or relative (up to, and including, fourth degree filiation) of one of the individuals mentioned above.

This general power of attorney:

1. before its first use, it shall be submitted with IMPACT with 48 hours before the shareholders' meeting, or within the deadline provided in the Company's Constitutive Act, in copy, certified as being the same with the original by the proxy. The said copies are retained by IMPACT, and a mention of this is inserted in the minutes of the general shareholders' meeting;
2. shall be signed and dated by the principal shareholder; in case of collective shareholders, it shall be signed by all the collective shareholders; proxy's signature shall certify the absence of a conflict of interest situation;
3. all the sections shall be filled in by the principal shareholder;

4. creates an *intuitu personae*, the proxy not being allowed to be replaced by another person. If the proxy is a legal entity, then the latter may carry out the general mandate through any member of its administration/management body or of one of its employees.

It is attached to this general power of attorney:

- a copy of the identity card allowing my identification on the IMPACT shareholders registry issued by Depozitarul Central SA, and a copy of the identity card of the empowered individual (identity document or identity card for Romanian citizens or passport for foreign citizens);
- in case of an empowered legal person, I also attach the original or true copy of the findings certificate issued by the Trade Registry or any other document, in original or true copy, issued by a competent authority of origin, attesting *inter alia* the identity of the legal representative, all being no older than 12 months as from the date when the general meeting convening notice was published;
- proof that the proxy is an intermediary in accordance with Article 2 para. (1) point (14) of Law no. 297/2004 or an attorney at law, and that the shareholder is the proxy's client.

The issuing date of the general power of attorney: [_____]

First and last name of the SHAREHOLDER: [_____]

(**ATTENTION!** to be filled in with the first and last name of the individual shareholder, legible, in capital letters)

Signature of the SHAREHOLDER: [_____]

(**ATTENTION!** In case of collective shareholders, it will be signed by all the shareholders)

First and last name of the PROXY: [_____]

(**ATTENTION!** In case of a legal entity proxy, the company name along with the name of its representative shall be inserted)

Signature of the PROXY: [_____]