IMPACT
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CORRESPONDENCE VOTING FORM

Name/Denomination of shareholder....., identified in the Ledger of Shareholders with IC/IB/CUI .....having his/her residence/registered office in..... holder of ..... shares issued by the Trade Company IMPACT DEVELOPER & CONTRACTOR S.A , that grants me the right to..... .....votes in the General Meeting of Shareholders, at Extraordinary General Meeting of Shareholders of IMPACT DEVELOPER & CONTRACTOR that will take place at headquarter of Impact, Drumul Padurea Mogosoaia No. 31-41, Zip Code 014043, Sector 1, Bucharest on the date of **April 27, 2023 at 10,30 o'clock**, or on the date of **April 28, 2023,** at the same time and in the same place, in case the first one could not be held, I exercise my voting right, by correspondence procedure, afferent to my holdings registered with the Ledger of Shareholders from Depozitarul Central SA, at the end of the day of **April 13, 2023** as follows:

EXTRAORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS	**VOT:**		
	For	**Against**	**Abstention**
1. Supplementation of the amount by which the Board of Directors is entitled to decide to increase the share capital, according to Resolution of the Extraordinary General Meeting of Shareholders No. 4/07.10.2022, from 250,000,000 shares to 350,000,000 shares. Thus, the new mandate is as follows: delegating and authorizing the Board of Directors that, for a period of 1 year starting with the registration date with the Trade Register of the revised articles of incorporation in accordance with Item 3 below, it shall decide and implement the increase of the Company's share capital, by contribution in cash, by one or more issuances of new ordinary shares, with a value not exceeding **350,000,000 newly issued shares**.			
2. Authorization of the Board of Directors that, for each of the increases made up to the level of the authorized capital, it may decide to restrict or remove the preferential right of the existing shareholders to subscribe the new shares.			
3. Approval of the amendment of the Company's articles of incorporation, as follows: Art. 7, Letter b - Increase and decrease of the share capital, shall be amended as follows:			

EXTRAORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS	VOT:		
	For	Against	Abstention
"*The Board of Directors is delegated and authorized that, for a period of one (1) year from the registration date of this revised articles of incorporation with the Trade Register, it shall decide and implement the increase of the share capital, by one or more issuances of ordinary shares, with a nominal value not exceeding RON 87,500,000 (authorized capital). Exclusively in order to increase the share capital under the previously mentioned conditions, the Board of Directors is granted, for each of the capital increases made up to level of the authorized capital, the competence to decide to restrict or remove the preference right of the shareholders existing on the date of the respective increase of the share capital.*"			
4. Authorizing and empowering the Board of Directors, with the authority to sub-delegate this authorization and power-of-attorney, to any person, as deemed necessary and/or opportune, as the case may be: to issue any decision and to carry out all legal acts and deeds which are necessary, useful and/or desirable for implementing the resolutions which will be adopted by the Company's EGMS in accordance with Items 1 and 2 above, including, without limitation (a) approval of any documents and the taking of any measures deemed necessary for the fulfillment of the operation(s) to increase the share capital; (b) following up the operations for the registration of the increase of the share capital, until the mentioning of the new shares by the registry company Depozitarul Central S.A.; (c) conclusion of any agreements with service providers related to the implementation of the resolutions, selection of the intermediary for preparing the offer prospectus, approval of the prospectus and the offer announcement of the increase of the share capital; (d) making any necessary commitments, issuing any documents necessary for the implementation of the resolutions and submitting any documents to any relevant authority; (e) establishment and approval of the subscription procedure, the payment modalities, the payment date, the place where the operations are performed, the establishment			

EXTRAORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS	VOT:		
	For	Against	Abstention
and validation of the subscriptions made, the cancellation of the unsubscribed shares, the establishment of the exact value by which the share capital is increased, the closing of the subscriptions, the registration and operation of the increase of the share capital; (f) approval of the amendment and updating of the provisions of the Company's articles of incorporation regarding the share capital further to the fulfillment of the operation(s) to increase the share capital.			
5. Approval of the implementation of the "Stock Option Plan 2023-2024" program Approval of the implementation of a "Stock Option Plan" type program that aims at granting option rights for the acquisition of shares free of charge by the employees, members of the Company's management, namely the members of the Board of Directors and the managers of the Company, in order to maintain and motivate them, as well as for rewarding them for the activity carried out within the Company. The program shall be carried out under the following conditions: Under the "Stock Option Plan 2023-2024" program, option rights shall be granted for a maximum number of 2,460,000 shares, distributed as follows: to the employees – a maximum number of 280,000 shares, to the representative managers – a maximum number of 1,280,000 shares and to the members of the Board of Directors – a maximum number of 900,000 shares. (a) In the case of the option rights granted to employees and managers of the Company, the option right may be exercised after a period established by the decision of the Board of Directors for the implementation of the "Stock Option Plan 2023-2024" program, without the period being shorter than 12 months. (b) The "Stock Option Plan 2023-2024" program shall be open to the Company's employees and managers, in observance of the non-discrimination principle.			

EXTRAORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS	VOT:		
	For	Against	Abstention
(c) The "Stock Option Plan 2023-2024" program shall be open to members of the Board of Directors, subject to the approval of the Ordinary General Meeting of Shareholders. (d) The Board of Directors shall be empowered to take all necessary measures and to fulfill all of the formalities required for the approval and implementation of the "Stock Option Plan 2023-2024" program, such as, but not limited to (i) determining the criteria based on which the option rights shall be granted to the Company's managers and personnel; (ii) determining the positions in the organizational chart for which the "stock option plan" type program shall be applicable; (iii) the period between the date of granting the option right and the date of exercise of the option right, without the period being shorter than 12 months; (iv) the conditions for exercising the option right and, implicitly, for acquiring shares; (v) the term within which the holder of the option right has to exercise his option right; (vi) drafting and publishing information documents according to law, etc. (e) The implementation shall be made by the Company's Board of Directors, in observance of the Resolution of the Extraordinary General Meeting of Shareholders, the Resolution of the Ordinary General Meeting of Shareholders and/or with the aid of a specialized consultant. (f) The programs shall be implemented in compliance with the legal obligations of drafting and publishing the information documents according to law and according to FSA's applicable regulations.			
6. Establishment of a project company, in which Impact Developer & Contractor S.A. will be a majority shareholder and will contribute to the capital of the newly established company a plot of land located in 164D - 164E Barbu Văcărescu Blvd., Bucharest, District 2, holding Cadastral No. 242595, registered with Bucharest Land Book No. 242595, having a surface area of			

EXTRAORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS	VOT:		
	For	Against	Abstention
25,424 sq m. Authorization and empowerment, with the possibility of sub-delegation of this authorization, of the Board of Directors to perform all of the formalities provided by law for the establishment of the project company, the valid transfer of the ownership right over the land, the establishment of the structure and value of the share capital of the project company.			
7. Approval of concluding loan agreements of up to EUR 20,000,000 with the affiliated companies and/or the establishment by the Company of any type of guarantee and/or any mortgage in connection with financing obtained by the affiliated companies, including, but not limited to, guaranteeing the performance of the obligations of any affiliated company, whether by personal guarantees or guarantees over property of the Company or by any other type of guarantee permitted by law.			
8. Authorization and empowerment, with the possibility of sub-delegation of this authorization and power of attorney, of Mrs. Iuliana-Mihaela Urda, in order to sign in the name of the shareholders the EGMS resolution, as well as any other documents related thereto, including, but not limited to, the revised version of the articles of incorporation that shall reflect the amendments approved by the GMS (as well as to conform the translation into English of the articles of incorporation with its Romanian version, as amended by the EGMS, as well as to remedy any clerical error, inappropriate translation or inaccuracy from the English translation), to request the publication of the resolution in Part IV of the Official Gazette of Romania, to file and receive any documents, as well as to fulfill the necessary formalities before the Trade Registry Office, as well as before any other authority, public institution, legal entities and natural persons, as well as to carry out any acts for registering and ensuring the opposability of the resolutions to be adopted by the EGMS.			

EXTRAORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS	VOT:		
	For	Against	Abstention
9. Approval of the date of 17 May 2023 as a registration date that serves for the identification of the Company's shareholders upon which the effects of the decisions passed within the EGMS			
10. Approval of the date of 16 May 2023 as *Ex - Date*.			

Each share granting the right to a vote in the Extraordinary General Meeting of Shareholders.

Date .....

....

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

....

(Signature of shareholder)