

**SPECIAL 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 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 a representative of mine in the Ordinary General Meeting of Shareholders of IMPACT DEVELOPER & CONTRACTOR that will take place at headquarter of Impact, Drumul Padurea Mogosoia No. 31-41, Zip Code 014043, Sector 1, Bucharest, on the date of **April 27, 2023 at 10,00 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.

to exercise my voting right related 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:

ORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS	VOT:		
	For	Against	Abstention
1. Approval of the Report of the Board of Directors for the fiscal year 2022.			
2. Approval of the individual annual financial statements for 2022 prepared in accordance with Order of the Minister of Public Finance No. 2844/2016 for the approval of the accounting regulations compliant with the International Financial Reporting Standards (IFRS) and audited according to the Report of the financial auditor for the fiscal year 2022.			
3. Approval of the consolidated annual financial statements for 2022 prepared in accordance with the International Financial Reporting Standards (IFRS) and audited according to the Report of the financial auditor for the fiscal year 2022.			
4. Approval of distribution of the net profit achieved in 2022, amounting to RON 63.328.830,88, in accordance with the proposals of the Board of Directors, as follows: - RON 3.804.965,47 legal reserves; - RON 59.523.865,41 shall remain undistributed.			

ORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS	VOT:		
	For	Against	Abstention
5. Approval of the release of liability of the administrators for the fiscal year 2022.			
6. Approval of the activity program and approval of the income and expense budget for the fiscal year 2023, in accordance with the information materials.			
7. Approval of the remuneration of the members of the Board of Directors and the Chairperson of the Board of Directors: <i>i.e.</i> EUR 3,000 gross/month and EUR 4,600 gross/month of the Chairperson of the Board of Directors.			
8. Approval of the Company's Remuneration Policy, in accordance with the information materials.			
9. Submission of the Remuneration Report for the Directors and General Manager of Impact Developer & Contractor SA, for the year 2022, to the consultative vote of the OGM, having regard to the provisions of Article 107, Paragraph (6) of Law No. 24/2017 on issuers of financial instruments and market operations, as republished.			
10. Election of the external financial auditor, for the fiscal year 2023, following the expiry of the current financial auditor's mandate. SECRET VOTE			
11. Approval of the participation of the members of the Board of Directors in the "Stock Option Plan 2023-2024" type program implemented by the Company under the following conditions:  (a) The members of the Board of Directors having specific positions within the Board of Directors, according to the regulation on its activity, have the right to participate in the "Stock Option Plan 2023-2024" type program, which represents additional remuneration according to Art. 153 <sup>18</sup> (2) of Company Law No. 31/1990, being distributed a total maximum number of 900,000 shares.			

ORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS	VOT:		
	For	Against	Abstention
(b) The Board of Directors shall determine the amount of the additional remuneration for each member of the Board of Directors, based on the Remuneration Committee's recommendations, according to Art. 153 <sup>18</sup> (2) and (4) of Company Law No. 31/1990. (c) For the members of the Board of Directors, the option right may be exercised after a period of 12 months from the date of granting the option right. (d) The option rights shall be granted until 15.09.2023. (e) After the lapse of the 12 month-period from the date of granting the option right, the members of the Board of Directors shall have to exercise this option right within one month.			
<b>12.</b> Empowerment, with the possibility of substitution, of Mrs. Iuliana-Mihaela Urda to sign in the name of the shareholders the Meeting resolution, as well as any other documents in relation thereto and to fulfill any and all the formalities stipulated by law in order to obtain the registration and to ensure the opposability of the Meeting resolution towards third parties.			
<b>13.</b> 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 OGMS.			
<b>14.</b> Approval of the date of 16 May 2023 as <i>Ex - Date</i> .			

Hereby, the undersigned give discretionary voting power to the above named representative on issues which have not been identified and included in the agenda until the present.

**Date** .....

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

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**( Signature of shareholder )**