

# IMPACT

Developer & Contractor

## IMPACT DEVELOPER & CONTRACTOR SA

Registered office: Willbrook Platinum Business & Convention Center, 172-176 Bucharest – Ploiesti Road, Building A,  
1st floor, Bucharest, 1st District, Phone: 021– 230.75.70/71/72, Fax: 021– 230.75.81/82/83

Subscribed and paid up share capital: 265,000,000 RON

Registered with the Trade Registry Office within Bucharest Court under no. J40/7228/2018, S.R.C. RO 1553483

### 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 Extraordinary General Meeting of Shareholders of IMPACT DEVELOPER & CONTRACTOR that will take place at headquarter of Impact, building A, from Willbrook Platinum Business & Convention Center, Sos. Bucuresti-Ploiesti, no.172-176, Sector 1, Bucharest, postal cod 015016, floor 1, on the date of **February 19, 2021 at 10 o'clock**, or on the date of **February 20, 2021**, 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 **09 February 2021**, as follows:

EXTRAORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS	VOT:		
	For	Against	Abstention
1. Ratification of the credit agreement concluded by the Company, as Borrower, of EUR 5,920,667 from First Bank S.A. The borrowed funds shall be used by the Company in order to build blocks Z1, Z2 and D6 located in Greenfield Baneasa District.			
2. Ratification of the credit agreement concluded by the Company, as Borrower, of RON 4,500,000 from First Bank S.A. The borrowed funds shall be used by the Company in order to pay the VAT for the projects mentioned in Item 1.			
3. Approval of the amendment of the Company's Articles of incorporation as follows: <ul style="list-style-type: none"> <li>a) Paragraphs (7) and (8) of Article 21 of the Company's Articles of incorporation shall be repealed. The subsequent paragraphs of Article 21 shall be renumbered accordingly.</li> <li>b) Art. 5 is supplemented - The object and the field of activity, with the following secondary activities, having the corresponding NACE codes:               <ul style="list-style-type: none"> <li>Manufacture of assembled parquet floors; (NACE Code 1622)</li> <li>Manufacture of wooden containers; (NACE Code 1624)</li> <li>Manufacture of ceramic tiles and flags; (NACE Code 2331)</li> <li>Manufacture of bricks, tiles and construction products, in baked clay; (NACE Code 2332)</li> <li>Manufacture of ceramic household and ornamental articles; (NACE Code 2341)</li> <li>Manufacture of ceramic sanitary fixtures; (NACE Code 2342)</li> <li>Manufacture of ceramic insulators and insulating fittings; (NACE Code 2343)</li> <li>Manufacture of other technical ceramic products; (NACE Code 2344)</li> <li>Manufacture of other ceramic products n.e. (NACE Code 2349)</li> </ul> </li> </ul>			

EXTRAORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS		VOT:		
		For	Against	Abstention
Manufacture of cement	(NACE Code 2351)			
Manufacture of plaster products for construction purposes;	(NACE Code 2362)			
Manufacture of ready-mixed concrete;	(NACE Code 2363)			
Manufacture of mortars;	(NACE Code 2364)			
Manufacture of fiber cement;	(NACE Code 2365)			
Manufacture of other articles of concrete, plaster and cement;	(NACE Code 2369)			
Cutting, shaping and finishing of stone;	(NACE Code 2370)			
Production of abrasive products;	(NACE Code 2391)			
Manufacture of other non-metallic mineral products n.e.c.;	(NACE cod 2399)			
Manufacture of central heating radiators and boilers;	(NACE Code 2521)			
Manufacture of other tanks, reservoirs and containers of metal;	(NACE Code 2529)			
Manufacture of steam generators, except central heating hot water boilers;	(NACE Code 2530)			
Forging, pressing, stamping and roll-forming of metal; powder metallurgy;	(NACE Code 2550)			
Treatment and coating of metals	(NACE Code 2561)			
Manufacture of cutlery;	(NACE Code 2571)			
Manufacture of steel drums and similar containers;	(NACE Code 2591)			
Manufacture of wire products, chain and springs;	(NACE Code 2593)			
Manufacture of fasteners and screw machine products; rivets and washers;	(NACE Code 2594)			
Manufacture of other fabricated metal products n.e.c.;	(NACE Code 2599)			
Manufacture of fiber optic cables;	(NACE Code 2731)			
Manufacture of other electronic and electric wires and cables;	(NACE Code 2732)			
Manufacture of couplers for electric and electronic wiring;	(NACE Code 2733)			
Manufacture of office and shop furniture;	(NACE Code 3101)			
Manufacture of kitchen furniture;	(NACE Code 3102)			
Installation of industrial machinery and equipment	(NACE Code 3320)			
Production of electricity;	(NACE Code 3511)			
Transmission of electricity;	(NACE Code 3512)			
Steam and air conditioning supply;	(NACE Code 3530)			
Recovery of sorted recyclable materials;	(NACE Code 3832)			
Remediation activities and other waste management services;	(NACE Code 3900)			
Construction of utility projects for fluids;	(NACE Code 4221)			
Construction of utility projects for electricity and telecommunications;	(NACE Code 4222)			
Construction of water projects;	(NACE Code 4291)			
Plastering works;	(NACE Code 4331)			
Transport via pipeline;	(NACE Code 4950)			

EXTRAORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS		VOT:		
		For	Against	Abstention
Hotels and similar accommodation;	(NACE Code 5510)			
Holiday and other short-stay accommodation;	(NACE Code 5520)			
Food and beverage service activities;	(NACE Code 5610)			
Bars and other beverage serving activities;	(NACE Code 5630)			
Wired telecommunications activities;	(NACE Code 6110)			
Wireless telecommunications activities (except satellite);	(NACE Code 6120)			
Satellite telecommunications activities;	(NACE Code 6130)			
Other telecommunications activities;	(NACE Code 6190)			
Data processing, hosting and related activities;	(NACE Code 6311)			
Web portals;	(NACE Code 6312)			
Other information service activities n.e.c.;	(NACE Code 6399)			
Media representation;	(NACE Code 7312)			
Specialized design activities;	(NACE Code 7410)			
Renting and leasing of recreational and sports goods;	(NACE Code 7721)			
Other reservation service and related activities;	(NACE Code 7990)			
Landscape service activities;	(NACE Code 8130)			
Other human health activities;	(NACE Code 8690)			
Operation of sports facilities;	(NACE Code 9311)			
Activities of sport clubs;	(NACE Code 9312)			
Fitness facilities;	(NACE Code 9313)			
Other sports activities;	(NACE Code 9319)			
Activities of amusement parks and theme parks;	(NACE Code 9321)			
Other amusement and recreation activities;	(NACE Code 9329)			
Washing and (dry-)cleaning of textile and fur products;	(NACE Code 9601)			
Hairdressing and other beauty treatment;	(NACE Code 9602)			
Physical well-being activities;	(NACE Code 9604)			
Other service activities n.e.c.;	(NACE Code 9609)			
Activities of households as employers of domestic personnel;	(NACE Code 9700)			
<p>c) At Article 17 Paragraph (3) of the Company's Articles of incorporation, a new letter is inserted, Letter p) which shall read as follows: p) approves the conclusion in the name and on behalf of the Company of the Company's financing agreements (loan agreements, credit facility), which have a value of up to EUR 20,000,000/agreement</p>				
<p>4. Approval of the reduction of the Company's share capital, pursuant to Art. 207 Para 1, Letter c) of Company Law No. 31/1990, from RON 265,000,000, by RON 2,500,000, by reducing the number of shares, from 265,000,000 shares to 262,500,000 shares, following the cancellation of a number of 2,500,000 own shares, acquired by the Company.</p>				
<p>5. Approval of the amendment of the Company's Articles of incorporation as a result of the reduction of the share capital. Article 6 of the Articles of incorporation shall read as follows:</p> <p><b>"Art. 6. – Share Capital</b></p>				

EXTRAORDINARY GENREAL ASSEMBLY OF THE SHAREHOLDERS	VOT:		
	For	Against	Abstention
<p>(1) <i>The share capital of IMPACT DEVELOPER &amp; CONTRACTOR is RON 262,500,000, being fully subscribed and paid-up.</i></p> <p>(2) <i>The share capital is divided into 262,500,000 shares, each share having a nominal value of RON 1.</i></p> <p>(3) <i>The structure of the Company's share capital is as follows: RON 262,499,914.90 and USD 5,000, representing cash contributions, and RON 35.1, representing contribution in kind.</i></p> <p>(4) <i>Shareholders' holdings are those included in the register of shareholders maintained by Depozitarul Central S.A."</i></p> <p>The provisions of the Company's Articles of incorporation that are not amended by the EGMS (regardless of whether expressly or as a consequence of the express amendments mentioned above) shall remain unchanged.</p>			
<p>6. 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.</p>			
<p>7. Approval of the date of 09.03.2021 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</p>			
<p>8. Approval of the date of 08.03.2021 as <i>Ex - Date</i>.</p>			

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 .....

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

.....  
 ( Signature of shareholder )