



## PROPOSAL

### DECISION no. 1 from October 06 2014 of Ordinary General Assembly of Shareholders of the Company TERAPLAST S.A.

According to the art.111 and the following from the Law 31/1990 regarding the companies with up to date modifications, to the provisions of the Article of Incorporation of the company **TERAPLAST S.A.**, to the provisions of the Law no. 297/2004 and of the CNVM Rule no. 1/2006 modified by CNVM Rule no. 31/2006, the **Ordinary General Assembly of Shareholders of the Company TERAPLAST S.A.**, with headquarters located outside Bistrita, Industrial Park Teraplast, DN 15A, km 45+500, postal code 427298, Bistrita-Nasaud county, registered at Trade Register Office of Bistrita-Nasaud Court under no.J06/735/1992, having CUI RO3094980, which took place on **October 06 2014** at the headquarters of the company, hour 14:30, in quorum of \_\_, \_\_% from the total of 288.875.849 voting rights according to the 288.875.880 shares issued by the Company **TERAPLAST S.A**

## DECIDES

### *On the points on the agenda as follows:*

1. Elects the Board of Administrators consisting of 5 members, given the changing by the Extraordinary General Assembly of the Article of Incorporation meaning reducing the members of the administrators from 7 to 5, so:
  - 1.1. Adminsitrator: \_\_\_\_\_  
**Vote Structure:** \_\_\_% for, \_\_\_% against, \_\_\_% abstaining
  - 1.2. Administrator \_\_\_\_\_  
**Vote Structure:** \_\_\_% for, \_\_\_% against, \_\_\_% abstaining
  - 1.3. Administrator \_\_\_\_\_  
**Vote Structure:** \_\_\_% for, \_\_\_% against, \_\_\_% abstaining
  - 1.4. Administrator \_\_\_\_\_  
**Vote Structure:** \_\_\_% for, \_\_\_% against, \_\_\_% abstaining
  - 1.5. Administrator \_\_\_\_\_  
**Vote Structure:** \_\_\_% for, \_\_\_% against, \_\_\_% abstaining
  
2. Approves the proposal that the period of validity of mandate given to the members of the Board of Administration, to be 1 (one) year from the date of adoption of this decision.



**Vote Structure:** \_\_\_% for, \_\_\_% against, \_\_\_% abstaining

3. Mandates Mr. Traian Simion and of Mr. Alexandru Stanean to negotiate and any of them to sign the contracts of mandate of administrators, in the name and on behalf of the Company.

**Vote Structure:** \_\_\_% for, \_\_\_% against, \_\_\_% abstaining

4. Approves the adjustment of the budget of income and expenditure for the year 2014, having the following indicators:

Results account (mii LEI)	Budget 2014 revised
Turnover	230.629
Operating expenses	(222.415)
Operating result	8.214
EBITDA	<b>20.789</b>
Financial result	(3.085)
EBT	<b>5.129</b>

**Vote Structure:** \_\_\_% for, \_\_\_% against, \_\_\_% abstaining

5. Establishes the date of October 23 2014, as the registration date which serves to identify the shareholders on which will take effects the decisions adopted by Ordinary General Assembly of Shareholders.

**Vote Structure:** \_\_\_% for, \_\_\_% against, \_\_\_% abstaining

6. Mandates the president of Board of Administration, Mr Traian Simion, to sign, in the name and on behalf of all shareholders presented to the meeting, the Decision of O.G.A.S.

**Vote Structure:** \_\_\_% for, \_\_\_% against, \_\_\_% abstaining

7. Mandates the legal advisor of the Company, Mrs. Kinga Vaida, which identifies with C.I. series X.B. nr. 370326, released by Police Bistrita on 26.06.2012, to complete all the formalities in order to register the Decision of O.G.A.S. at the Trade Register Office of Bistrita-Nasaud Court and to publish it in the Official Gazette of Romania, Part IV.

**Vote Structure:** \_\_\_% for, \_\_\_% against, \_\_\_% abstaining

This decision has been drafted and signed today, October 06 2014, in 5 (five) originals, of which 2 (two) originals for the Company and 3 (three) originals to be submitted to the Trade Register Office of Bistrita-Nasaud Court.

**President of the Board of Administration**

**Traian Simion**

**Legal Adviser**

**Kinga Vaida**