

**General power of attorney**

**for legal entity**

**shareholders**

for the Ordinary General Meetings of Shareholders

of SSIF BRK Financial Group S.A.

The undersigned, [\_\_\_\_\_],

(to be filled in with the legal name of the legal person shareholder)

headquartered in [\_\_\_\_\_], registered with the Trade Registry/equivalent body for non-resident legal person under no. [\_\_\_\_\_] , having sole registration code/equivalent number for non-resident legal person [\_\_\_\_\_],

legally represented by [\_\_\_\_\_]

(to be filled in with the first name and last name of the legal representative of the legal person shareholder, as these are provided in the documents attesting the legal representative capacity)

as shareholder of SSIF BRK Financial Group S.A., registered with the Cluj Trade Registry under no. J12/3038/1994, having sole registration code 6738423, headquartered at 119 Motilor street, Cluj-Napoca, Cluj County Romania (**the Company**),

hereby empower:

[\_\_\_\_\_],

(to be filled in with the first name and last name of the empowered individual being granted this power of attorney)

identified with identity card/passport series [ ], no. [\_\_\_\_\_], issued by [\_\_\_\_\_], on [\_\_\_\_\_], personal registration number [\_\_\_\_\_], domiciled in [\_\_\_\_\_].

**OR**

[\_\_\_\_\_]

(to be filled in with the legal name of the empowered legal person being granted this power of attorney)

headquartered in [\_\_\_\_\_], registered with the

Trade Registry/equivalent body for non-resident legal person under no. [ \_\_\_\_\_ ], having sole registration code/equivalent number for non-resident legal person [ \_\_\_\_\_ ],

legally represented by [ \_\_\_\_\_ ]

(to be filled in with the first name and last name of the legal representative)

identified with identity card/passport series [ \_\_\_\_\_ ], no. [ \_\_\_\_\_ ], issued by [ \_\_\_\_\_ ], on [ \_\_\_\_\_ ], personal registration number [ \_\_\_\_\_ ], domiciled in [ \_\_\_\_\_ ],

as our representative in the Ordinary 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, for the entire holdings the undersigned will have at the reference date of that respective meeting. **The duration of this general mandate awarded hereby expires on [ \_\_\_\_\_ ].**

**(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 SSIF BRK Financial Group S.A., or of another entity, controlled by that respective shareholder;
- b) is a member of an administration, management or supervisory body of SSIF BRK Financial Group S.A., of a majority shareholder or of another entity, controlled by that respective shareholder;
- c) is an employee or auditor of SSIF BRK Financial Group S.A. 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 SSIF BRK Financial Group S.A. 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 SSIF BRK Financial Group S.A., 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; 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:

- original or true copy of the findings certificate issued by the Trade Registry (in Romanian “certificat constatator”) or any other document, in original or true copy, issued by a competent authority of the state where the undersigned is duly incorporated, all being no older than 12 months and allowing our identification on the SSIF BRK Financial Group S.A. shareholders registry issued by Depozitarul Central SA. If Depozitarul Central SA was not timely informed of the name of the legal representative, (so that the shareholders’ registry reflect that), the findings certificate/similar documents mentioned above will have to prove the capacity of the undersigned’s legal representative;
- a copy of the identity card of the empowered (identity document or identity card for Romanian citizens or passport for foreign citizens). In case of a empowered legal person, we 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.
- 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: [\_\_\_\_\_]

(if the shareholder sends more than one general power of attorney consecutively, the Company shall consider that the power of attorney having a subsequent date revokes the previous power(s) of attorney)

Legal name of the legal entity **SHAREHOLDER**: [\_\_\_\_\_]

First and last name of the legal representative of the **SHAREHOLDER**:

[\_\_\_\_\_]

(to be filled in with the legal name of the legal person shareholder and with the first and last name of the legal representative, legible, in capital letters)

Signature of the **SHAREHOLDER**: [\_\_\_\_\_]

(to be filled in with the signature of the legal representative of the legal person shareholder and to be stamped)

**First and last name of the PROXY**: [\_\_\_\_\_]

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

**Signature of the PROXY**: [\_\_\_\_\_]