

SPECIAL PROXY OF SHAREHOLDER

 FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
 OF THE COMPANY S.C. TRANSGEX S.A.

The undersigned, _____ (to be filled in with the legal name of the legal person shareholder), having its registered office at _____, registered with the Trade Register fiscal code, 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)

holder of a number of _____ shares issued by S.C. TRANSGEX SA, registered with the Trade Register Office (ORC) under number **J05/843/2000, CUI RO202255**, that entitle me to _____ voting rights at Ordinary General Meeting of Shareholders, of the total number of 5324562 shares / voting rights, representing ____% of the total amount of **5324562** voting rights,

Hereby authorize

Mr./Mrs. _____

(Surname, first name of the representative - the one who is given the special proxy),

residing in _____,

(Adress of the authorized representative chosen by the stocks and shares holder)

identified with Identity Card/pasaport series _____ number _____, issued on _____, by _____, and CNP (Personal Identification Number)

or

_____ (to be filled in with the legal name of the appointed legal person being granted this power of attorney), having its registered office at _____, registered with the Trade Register _____, fiscal code _____, 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 identification number _____ domiciled _____

to attend and vote for me and on my behalf at the Company's Ordinary General Meeting of Shareholders Transgex to be held on **18.04.2022**, at 12:00 p.m. (Romania time), at the company's headquarters in Oradea, V. Alecsandri st., no.2 , Bihor county, or on **19.04.2022**, at 12:00 p.m. (Romania time)., date of the second meeting in case the first meeting will not be held, to sign on my behalf wherever needed for carrying out this Proxy, his signature, granted within the limits of this Proxy being binding upon me, in respect of the Agenda and of my shares held and registered with the Shareholders' Registry on **04.04.2022** (Reference Date) as indicated below:

Agenda	For	Against	Abstention
1. Presentation, discussion, modification / approval of the financial statements for the financial year 2021, based on the Report of the Board of Directors and the Report of the financial auditor.			
2. Approval of the Annual Report for 2021 according to the FSA Regulation no. 5/2018.			
3. Presentation and approval of the management report of the Board of Directors for 2021.			
4. Approval of the discharge of the Board of Directors for the financial year 2021.			
5. Approval of the financial audit report for the financial year 2021			

- | | | | |
|---|--|--|--|
| <p>6. Presentation, discussion and submission for approval of the distribution of the net profit to be distributed in the amount of 1,303,869 lei, according to the proposed distribution in the financial statements of the financial year 2021, as follows: legal reserve 78,560 lei, other reserves from fiscal facilities reinvested profit 8,459 lei, result carried forward 1,216,850 lei</p> <p>7. Presentation, discussion and submission for approval of the budget of revenues and expenditures and of the Program of activity / investments for the financial year 2022 and the empowerment of the Board of Directors to modify this program according to the concrete economic needs of the company.</p> <p>8. Approval of the remuneration report of the company's management for the financial year 2021 according to Law no. 24/2017.</p> <p>9. Taking note of the decision to relinquish the term of office of Mr. Miron Sferle and, consequently, the approval of the deletion of its quality from the records of the Bihor Trade Register Office.</p> <p>10. Discussion and submission for approval of the proposal regarding the election of a new director - member of the Board of Directors of TRANSGEX SA, in the vacant position, starting with the date of appointment and until 16.11.2023 - expiration date of the members of the Board of Directors depending. The deadline for submitting the application for the position of administrator is 08.04.2022; the list containing the name, place of residence and qualification of the candidates will be available on the company's website www.transgex.ro, after the deadline for submitting applications.</p> <p>11. Establishing the limits of the monthly remuneration of the General Manager and approving the maintenance of the amount of the remuneration of the new member of the Board of Directors at the current level.</p> <p>12. Approval of the conclusion of the mandate contract with the new member of the Board of Directors and approval of the mandate of a person to negotiate and sign the mandate contract in the name and on behalf of TRANSGEX S.A.</p> <p>13. Approval of 12.05.2022 as the registration date, in accordance with the legal provisions in force, for the identification of the shareholders affected by the OGMS decision and the date of 11.05.2022 as ex date - the date prior to the registration date with a cycle settlement minus one working day, from which the financial instruments subject to the decisions of the corporate bodies are traded without the rights deriving from the respective decision.</p> <p>14. Mandating a person to sign the OGMS decisions on behalf of the shareholders and to complete all the necessary formalities related to the OGMS decisions in relations with the competent authorities (ORC, ASF, BVB, Depozitarul Central SA, other public or private entities) and to sign any documents necessary for the fulfillment of the decided ones. The warrant may be transferred to another person.</p> | | | |
|---|--|--|--|

This proxy was concluded in 3 (three) original copies, of which a copy of the special proxy should be submitted / sent until **15.04.2022**, at 1:00 p.m. (Romania time) at the headquarters of TRANSGEX SA, under penalty of losing the exercise of voting rights by proxy at the general meeting, according to the law.

Date: _____

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

Legal name of the legal person shareholder: _____

First and last name of the legal representative: _____ (the first and last name of the legal representative, legible, in capital letters)

Note:

Shall be marked a cross (X) in the box corresponding to the vote choice.