

SPECIAL PROXY OF SHAREHOLDER

 FOR THE EXTRAORDINARY 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 Extraordinary 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 Extraordinary General Meeting of Shareholders Transgex to be held on **20.06.2022**, at 1:00 p.m. (Romania time), at the company's headquarters in Oradea, V. Alecsandri st., no.2 , Bihor county, or on **21.06.2022**, at 1:00 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 **10.06.2022** (Reference Date) as indicated below:

Agenda	For	Against	Abstention
1. Approval of the corresponding amendment of par. 2 in art. 18 "ORGANIZATION AND STRUCTURE OF THE BOARD OF DIRECTORS CHAPTER V. BOARD OF DIRECTORS, ORGANIZATION, DUTIES" - of the Articles of Association of			

the company, which is updated with the identification data of the new member C.A. elected, according to point 2 of the OGMS agenda, which will take place on 20.06.2022.

2. Approval of the updated Articles of Association.

3. Mandating a person to sign the updated Articles of Association, following the amendments mentioned in point 1, in order to submit to the ORC as well as to sign on behalf of the shareholders the EGMS decisions and to fulfill all necessary formalities related to EGMS decisions in relations with the authorities competent authorities (ORC, ASF, BVB Depozitarul Central S.A., other public or private entities). The warrant may be transferred to another person.

4. Ratification of the sale and purchase contract authenticated under no. 1319 / 13.04.2022 / Știule Lucian Marius Notary Office, concluded between Transgex SA - as seller - with the company Bio Sere Livada SRL J40 / 8481/2021, as buyer, having as object, the building, the property of the Transgex SA Company, located in place. Livada de Bihor, com. Nojorid, jud. Bihor, with a total area of 29,509 sqm (composed of: urban land with an area of 13,816 sqm, with a greenhouse with s.c. of 10,080 sqm, registered in CF 65078 Nojorid, cadastral no. 65078 , 65078-c1, respectively with an area of 15,693 sqm urban land registered in CF 51992 Nojorid, cadastral number 51992, 51992 -c1, with a vegetable greenhouse with sc. 11727 sqm) of the fixed assets related to the operation of greenhouses. The total global purchase price of the real estate (including fixed assets) is 2,051,862, 25 lei to which VAT is added in the quota provided by law, if applicable.

The sale was approved by EGMS Decision 1/19 01 2022, for a total area of 50,000 sqm urban land with construction of greenhouses and fixed assets, but, after approval, it was found that part of this area, respectively 20,491 sqm is extra-urban land, registered in CF no. 65077 Nojorid nr. new cadastral 65077 Nojorid (after the dismantling of the plot with cad. no. 61 registered in CF 50374 Nojorid). The parties have established in the mentioned v / c contract that the sale of this plot should be

made after its introduction in the built-up area under the same conditions, terms and total price, established by the EGMS Decision 1/19 01 2022 and by the bilateral promise of sale from 18.11.2021, at the price of 131,065 lei to which VAT is added in the quota provided by law, if applicable.

The total sale price negotiated between the parties (based on the Evaluation Report prepared by the authorized appraiser ANEVAR HAIER Magdolna) is the one from the EGMS decision no. 1/19 0102022 of 2,225,000 lei (two million two hundred and twenty-five and a half years) to which VAT is added in the quota provided by law / as the case may be, the reverse charge regime is applied.

5. The mandate of the General Manager of Transgex S.A., Mr. Sârbu -Abramiuc Eduard, to carry out in the name and on behalf of the company the procedures regarding the sale of the real estate, respectively the negotiation of the price, the signing and conclusion of the sale promise / authentic sale contract, additional documents purpose in relations with the competent authorities (notary, bank, other public or private entities). The warrant may be transferred to another person.

6. Approval of the date of 12.07.2022 as the registration date, in accordance with the legal provisions in force, for the identification of the shareholders affected by the effects of the EGMS decision and the date of 11.07.2022 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.

This proxy was concluded in 3 (three) original copies, of which a copy of the special proxy should be submitted / sent until **17.06.2022**, 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.