**SPECIAL POWER OF ATTORNEY**

**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 1**

The undersigned ................................................................................................................... .........................................................................................................................................................................

 (*name and surname of the natural person shareholder or of the legal representative of the legal person shareholder )*

Legal representative of : ..................................................................................................................................................

 (*to be completed only for legal entity shareholders, with full name and Tax Registration Code... The legal representative status is established on the basis of the list of shareholders as of the reference/registration date, received from the Central Depository* )

CNP................................................................, domiciled at (*full address*) ..........................................

....................................................................................................................................................................................... holder of B.I./C.I./passport series.. ..................., no. ........................, issued by ...........................................,

holder of ......................... shares in Soc. TRANSILVANIA BROKER DE ASIGURARE SA Bistrita, registered with ORC Bistrita-Nasaud under no. J 06/674/2006, CUI 19044296, representing ............% of the total number of 5,000,000 shares of Soc. TRANSILVANIA BROKER DE ASIGURARE SA which gives me a number of ............... voting rights in the General Meeting of Shareholders representing ............ % of the total number of shares issued by Soc. TRANSILVANIA BROKER DE ASIGURARE SA , Bistrita , **I hereby appoint** : ...........................................................................................................................

......................................................................................................................................................................................,

(*surname and forename/name of the representative to whom power of attorney is granted*)

domiciled at .............................................................................................................................................

................................................................................................................................................... ,

CNP................................................. ,holder of B.I./C.I./passport series ................., no. ............................,

issued by ......................

(*for representatives individuals*)

Unique Registration Code ..............................................,

 (*for legal representatives*)

as my representative in the **Extraordinary General Meeting of Shareholders of** Soc. TRANSILVANIA BROKER DE ASIGURARE SA , Bistrita , which will take place on **27 April 2022, 11 a.m.00** at Bistrita, str. Calea Moldovei nr. 13 , parter , jud. Bistrita-Nasaud or on the date of the second meeting, if the first one cannot be held, to exercise the voting rights attached to the shares held by me and registered in the Register of Shareholders of SC. DEPOZITARUL CENTRAL SA Bucharest on the **reference date 18 April 2022**, as follows:

1. ***Approval of the amendment of the Articles of Incorporation of the Company, by :***

***Completion of the secondary object of activity of the Company, in accordance with the provisions of Article 11(3) letter d of ASF Rule 22/2021 on insurance distribution, with the following activities: intermediation of road assistance services (CAEN code 5221-Ancillary service activities for land transport), medical services (CAEN code 8690-Other activities relating to human health) and other after-sales services for own customers, such as the ascertainment or settlement of claims, with the exception of liquidation in accordance with applicable national legislation (CAEN code 4618-Interventions in specialised trade in the sale of specific products).***

**For ........................ Against......................... Abstain ........................**

1. ***Approval of the update of the Company's Articles of Association, in accordance with the amendments approved under item 1 of the agenda.***

**For ........................ Against......................... Abstain ........................**

1. ***Approval of the date of 27.05.2022 as the "record date" serving to identify the shareholders on whom the effects of the resolutions adopted by the Extraordinary General Meeting of Shareholders will be passed in accordance with the provisions of Article 87 paragraph (1) of the Law on Issuers, republished and setting the date of 26.05.2022 as the "ex-date".***

 **In the version proposed by the Board of Directors of the company**

**For ........................ Against......................... Abstain ........................**

**As proposed by the shareholder \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(if applicable)**

**For ........................ Against......................... Abstain ........................**

1. **Mandate the Chairman of the Board of Directors, Mr. Niculae Dan to sign on behalf of the shareholders the AGM Resolution and any other documents in connection therewith, including, but not limited to, the updated version of the Articles of Incorporation which will reflect the amendments approved by the AGM.**

**For ........................ Against......................... Abstain ........................**

1. ***Mandating the Director-General, Mr. Login Gabriel and the Director of the Legal Department, Mrs. Denes Adriana, to carry out all legal formalities regarding the obtaining of any necessary prior approvals, agreements/permissions from the Financial Supervisory Authority, regarding the amendments to the Articles of Association adopted by the AGEA, 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 carry out the necessary formalities before the Trade Register Office, as well as before any other authority, public institutions, legal entities and individuals, and to carry out any acts in order to register and ensure the enforceability of the resolutions to be adopted by the AGEA.***

**For ........................ Against......................... Abstain ........................**

This power of attorney has been drawn up in three (3) original copies, of which one copy shall be sent to the registered office of Soc. TRANSILVANIA BROKER DE ASIGURARE SA (Bistrita, str. Calea Moldovei nr. 13, jud. Bistrita-Nasaud, 420096) until **April 26, 2022, at 10.00 a.m.**, using the means of communication mentioned in the Convening Notice and accompanied by the documents mentioned in the same document, with the second copy the representative will attend the General Meeting of Shareholders and the third copy will remain with the represented shareholder.

**Date of granting of authorisation: .........................................................**

**Full name:...............................................................**

(*Name and surname of the natural person shareholder or of the legal representative of the legal person shareholder, in clear capital letters*)

**Signature: ........................................................................**

(*Signature of the natural person shareholder or signature and stamp for the legal representative of the legal person shareholder* ).

*Note:*

*1The content is in accordance with Regulation 5/2018*