LION CAPITAL S.A.

Arad, 35A Calea Victoriei, postal code 310158 • J02l1898/92 • CUI 2761040 • No. in ASF AFIAA Register PJR07.1AFIAA/020007/09.03.2018

No. in ASF FIAIR Register PJR09FIAIR/020004/01.07.2021 • Subscribed and paid-up share capital: RON 50.751.005,60

SPECIAL EMPOWERMENT FORM for individuals
Ordinary General Meeting of Shareholders (OGM) of 29/30.04.2024

	I, the undersigned,	, with perso	onal identifi	cation	
	holder of Capital S.A. Arad, representing		% of total s	ll hares	
issued, which entitle me to					
(identification data of the empowered representative – full name/legal name, personal identification code/unique registration code - CNP/CUI)					
Or					
(identification data of the empowered representative – full name/legal name, personal identification code/unique registration code - CNP/CUI)					
	in the OGM to be held on 29.04.2024, 10:00 hours (first call), or on 30.04.2024, 10:00 hours ( headquarters in Arad, 35A Calea Victoriei, to exercise the voting rights pertaining to my hold	second ca dings as a	ıll), at com t 17.04.202	pany's 24 (the	
	reference date), as follows:				
	RESOLUTIONS SUBMITTED FOR THE APPROVAL OF THE OGM:	FOR	AGAINST	ABSTAIN	
1.	Approval of the election of the secretaries of the works of the ordinary general meeting of Company's shareholders, namely the shareholders Laurentiu Riviş, Adrian Marcel Lascu and Daniela Vasi, with the identification data available at the company's headquarters, which will verify the fulfilment of all the formalities required by the law and the constitutive act for holding the meeting and will prepare the minutes of the meeting.				
2.	Approval of the election of the commission for counting the votes cast by the shareholders on the topics of the agenda of the ordinary general meeting of shareholders, consisting of Laurenţiu Riviş, Daniela Vasi and Adrian Marcel Lascu, having the identification data available at the company's headquarters.		0		
3.	Approval of the separate financial statements for 2023 financial year, based on the discussions and the reports presented by the Board of Directors and the financial auditor, including Lion Capital's remuneration report for 2023, as per the provisions of art. 107, par (6) of Law no. 24/2017, republished, annex to the annual report of the Board of Directors.		0		
4.	Approval of the distribution of the net profit of the financial year 2023, in one of the following two alternate options*:	FOR	AGAINST	ABSTAIN	
	<b>4.1. Option I – proposed by the Board of Directors:</b> Approval of the allocation of the net profit of the financial year 2023, in the amount of RON 417,255,132, to Other reserves, as own funding sources.				
	<b>4.2. Option II – proposed by the shareholder Blue Capital S.R.L.:</b> Approval of the allocation of the net profit for the financial year 2023, in the amount of RON 417,255,132, as follows: RON 208,627,566 for Dividends, representing a gross dividend of RON 0.41 per share payable to shareholders as of the payment date of June 10, 2024, and RON 208,627,566 to Other reserves, as own funding sources.				
5.	Approval of the consolidated financial statements for the year ended on December 31, 2023, based on the discussions and the reports presented by the Board of Directors and the financial auditor.				
6.	Approval of the discharge of liability of the members of the Board of Directors for the activity carried out during the financial year 2023.				
7.	Approval of the Income and Expenses Budget and Activity Program for the year 2024.				
8.	Approval of the remuneration due to the members of the Board of Directors for the financial year 2024, at the level set by the resolution of OGM of April 26, 2016.				
9.	Approval of the general limits of all additional remunerations for the Board of Directors and the general limits of directors' remuneration for the financial year 2024 at the level set by Resolution no. 7 of the OGM of April 27, 2020.				
10.	Approval of the date of May 21, 2024, as the registration date (May 20, 2024, as the ex date) in accordance with the provisions of Art. 87 par. 1 of Law no. 24/2017 and ASF Regulation no. 5/2018.				
*at item 4 on the agenda, only one of the two proposed options may be chosen, under penalty of the vote being invalidated as contradictory					
SIGNING DATE SHAREHOLDER'S FULL NAME (shareholder's first name and last name, in capital letters)					
SIGNATURE					
(shareholder's handwritten signature)					

# DOCUMENTS TO ACCOMPANY THE SPECIAL EMPOWERMENT FORM

- certified copy of the shareholder's identity document, enabling shareholder's identification in the list of Lion Capital shareholders issued by Depozitarul Central SA as at the reference date; the copies shall be signed as true copy by the shareholder on each page of the copies submitted;
- certified copy of the representative's ID document (ID card / passport);

# **COMPLETING THE SPECIAL EMPOWERMENT FORM**

The procedure for completing the special empowerment form is available on company's website www.lion-capital.ro. The special empowerment form shall be completed and signed in **three original counterparts**: one for the shareholder, one for the empowered representative and one for the company.

# SUBMITTING THE SPECIAL EMPOWERMENT FORM

- □ in original, printed form submitted or sent by any courier service to the headquarters of Lion Capital in Arad, 35A Calea Victoriei, Romania, so its registration at the Company is made by 27.04.2024, 10:00 a.m., for the identification of the shareholders' identity, subject to losing the voting right in case of default, the special empowerment form with the voting instructions shall be inserted in an envelope writing on it clearly and with capital letters: "SPECIAL EMPOWERMENT FORM SHAREHOLDER'S FULL NAME". This envelope, together with the accompanying documents shall be sent to the company in an envelope clearly writing in capital letters "FOR GMS / PENTRU AGA"
- by email with extended electronic signature incorporated in accordance with Law no. 455 / 2001 on the electronic signature, at the address aga@lion-capital.ro until 27.04.2024 at 10:00 a.m.; for the purpose of verifying the identity of shareholders, subject to losing the voting right in case of default.

**Note:** Pursuant to the provisions of Law 455 / 2001, the extended electronic signature means an electronic signature which meets all the following conditions: (i) it is uniquely linked to the signatory; (ii) it allows the identification of the signatory; (iii) it is created using means that the signatory can maintain under his/her sole control; (iv) it is linked to the data in electronic form to which it relates in such a manner that any subsequent change of that document is detectable.