**Special power of attorney**

**For individual shareholders**

**for the Ordinary General Meeting of Shareholders (OGMS**)

**FORT S.A.**

**from 21.03.2025/24.03.2025**

**The undersigned, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_,**

*\* To be filled in with the name and surname of the natural person shareholder*

identified with B.I./C.I./passport series \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, no.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ issued by\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, on \_\_\_\_\_\_\_\_\_\_\_, CNP \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, domiciled in \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

As a shareholder of **FORT S.A**., a Romanian legal entity, with its headquarters in Bucharest, Sector 5, 44 Serg. Ion Nutu Street, ONE COTROCENI PARK, building A and building B, 4th Floor, registered with the Trade Register under no. J40/9427/2015, sole registration code 34836770(**the Company**),

I hereby mandate: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_,

*\* To be filled in with the name and surname of the authorized natural person to whom this power of attorney is granted*

Identified with B.I./C.I./passport series \_\_\_\_\_\_\_\_\_\_\_\_\_\_, no. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, issued by \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ on \_\_\_\_\_\_\_\_\_\_\_, CNP \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, domiciled in \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

***OR***

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

*\* To be filled in with the name of the shareholder legal entity*

with registered office located in \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, registered at the Trade Register / similar entity for non-resident legal entities under no. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, unique registration code / equivalent registration number for non-resident legal entities\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_,

legally represented by \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

*\* To be filled in with the name and surname of the legal representative of the legal person shareholder, as they appear in the documents proving the quality of representative*

as my representative in the **OGMS** of the Company that will take place on **21 March 2025**, at **11:00 AM (Romanian time) – the first convocation** and, respectively **24 March 2025**, at **11:00 AM (Romanian time)** – the second convocation, to exercise the voting right related to my holdings registered in the shareholders' register on the reference date, as follows:

**For agenda item no. 1, respectively:** Acknowledgment of the resignation of the mandates of the members of the Company’s Board of Directors, namely (i) **Ivylon Management S.R.L**., represented by Mihai Alexandru-Constantin Logofatu (President of the Board of Directors), and (ii) **Mr. Lucian Claudiu Anghel** (Vice President of the Board of Directors), effective as of the date of adoption of the OGMS resolution on **21 March 2025/24 March 2025**, and **the approval** of their discharge of management activities carried out during the financial year ending on 31 December 2024.

|  |  |  |
| --- | --- | --- |
| FOR | AGAINST | ABSTENTION |
|  |  |  |

**For agenda item no. 2, respectively: Election** of two new members to the Company’s Board of Directors starting from their appointment date, namely the adoption date of the OGMS resolution on 21 March 2025/24 March 2025, for a period of 4 (four) years, with the mandate expiring on **21 March 2029**.

*\* The voting option related to this item on the agenda will be indicated in Addendum 1 attached to this Special power of attorney - Expression of the Secret Vote.*

**For agenda item no. 3, respectively: Approval** of the mandate contract template for the Board member elected according to point 2 of the agenda.

|  |  |  |
| --- | --- | --- |
| FOR | AGAINST | ABSTENTION |
|  |  |  |

**For agenda item no. 4, respectively: Approval** of the power of attorney granted to the General Manager, to sign the mandate contracts to be concluded with the new members. The mandate contracts will be signed in the name and on behalf of the Company by the General Manager of the Company.

|  |  |  |
| --- | --- | --- |
| FOR | AGAINST | ABSTENTION |
|  |  |  |

**For agenda item no. 5, respectively: Approval** of the establishment and granting of a fixed monthly gross remuneration of RON 5,000 for each newly elected Board of Directors member, starting from the adoption date of the OGMS resolution on **21 March 2025/24 March 2025**.

|  |  |  |
| --- | --- | --- |
| FOR | AGAINST | ABSTENTION |
|  |  |  |

**For agenda item no. 6, respectively: Approval** of the extension of the mandate of the auditor KPMG Audit SRL, located at 89A Soseaua Bucuresti-Ploiesti, Bucharest, 013685, registered with the Bucharest Trade Register under no. J40/4439/2000, having tax identification number 12997279, authorized by the Chamber of Financial Auditors of Romania under authorization no. 9/2001, ASF approval no. 48/11.02.2016, for 4 (four) calendar years starting from 31 March 2025 until 31 March 2029.

|  |  |  |
| --- | --- | --- |
| FOR | AGAINST | ABSTENTION |
|  |  |  |

**For agenda item no. 7, respectively: Approval** of the power of attorney granted to the General Manager, to sign on behalf of the shareholders the OGMS resolution, as well as all documents to be adopted by the OGMS, and to fulfill all legal formalities for the execution and registration of the adopted resolutions and decisions, with the possibility of sub-delegation to third parties. Within the mandate granted, the General Director, and any of his sub-delegates will be able, without limitation, to fulfill all necessary formalities for signing on behalf of the shareholders all documents required for the implementation of the OGMS resolution, including the Company’s Articles of Incorporation, and to undertake any actions and formalities necessary for the implementation and registration of the resolutions adopted by the shareholders**.**

|  |  |  |
| --- | --- | --- |
| FOR | AGAINST | ABSTENTION |
|  |  |  |

*Note:* *Indicate the vote cast by checking with an "X" one of the spaces for "FOR", "AGAINST" or "ABSTENTION". If more than one space is ticked with an "X" or no space is ticked, the respective vote is considered null / not considered exercised*.

**This special power of attorney:**

1. is valid only for the OGSM for which it was requested, and the representative has the obligation to vote in accordance with the instructions formulated by the shareholder who appointed him, under the sanction of annulment of the vote by the secretaries of the OGSM meeting;
2. the deadline for the registration of special proxies at the Company is 19.03.2025, at 11:00 (Romanian time);
3. it is drafted in 3 original copies, of which: one copy remains with the principal, one copy will be handed to the proxy and one copy will be communicated to the Company;
4. is signed and dated by the mandating shareholder; in the case of collective shareholders, it is signed by all collective shareholders;
5. will be completed by the mandating shareholder in all registered fields;
6. contains information in accordance with the Articles of Association of the Company, Law no. 31/1990, Law no. 24/2017.

I enclose to this special power of attorney a copy of the identity document allowing my identification in the shareholders register of FORT S.A., on the reference date (11.03.2025), kept by Depozitarul Central S.A. and a copy of the identity document of the authorized natural person (BI or CI for Romanian citizens, or passport, residence permit for foreign citizens).

***OR***

In the case of a legal person, we also attach his certificate, in original or a copy conforming to the original, issued by the Trade Register or any other document, in original or in copy conforming to the original, issued by a competent authority of the State of origin, indicating, inter alia, the identity of its legal representative, not more than 30 days before the reference date.

**Date of granting the special power of attorney**: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

*\* In the event that the shareholder will successively submit more than one special power of attorney, the Company will consider that the special power of attorney having a later date revokes the previous special power of attorney (s).*

**Name and surname**: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

*\* To be filled in with the name and surname of the shareholder, in capital letters*

***Signature*:** \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

*\* In the case of collective shareholders, it will be signed by all shareholders*

**Addendum 1 – EXPRESSION OF THE SECRET VOTE**

**Related to item 2 on the agenda of OGSM**

**For agenda item no. 2, respectively: Election** of two new members to the Company’s Board of Directors starting from their appointment date, namely the adoption date of the OGMS resolution on 21 March 2025/24 March 2025, for a period of 4 (four) years, with the mandate expiring on 21 March 2029.

**Election of** Aldemar Marketing S.R.L., through its permanent representative Delia-Alina Necula as a member of the Board of Directors, starting from the date of appointment, i.e., the date of adoption of the Resolution of the Ordinary General Meeting of Shareholders on 21.03.2025/24.03.2025, with the mandate expiring on 21 March 2029.

|  |  |  |
| --- | --- | --- |
| **FOR** | **AGAINST** | **ABSTENTION** |
|  |  |  |

**Election of** Buy and Build S.R.L., through its permanent representative Dragoș-Ovidiu Dărăbuț as a member of the Board of Directors, starting from the date of appointment, i.e., the date of adoption of the Resolution of the Ordinary General Meeting of Shareholders on 21.03.2025/24.03.2025, with the mandate expiring on 21 March 2029.

|  |  |  |
| --- | --- | --- |
| **FOR** | **AGAINST** | **ABSTENTION** |
|  |  |  |

***[NOTE 1]: this Addendum 1 shall not take effect unless it accompanies the above Special Pover of Attorney. (i) If the Special Pover of Attorney is sent by mail or courier services or is deposited at the Company's headquarters, this Addendum 1, relating to the expression of the secret vote, shall be printed separately and included in a sealed envelope stating "EXPRESSION OF SECRET VOTE", which will accompany the Special Pover of Attorney in the envelope in which it is deposited / transmitted; (ii) If the Special Pover of Attorney is sent by e-mail, this Addendum 1 relating to the expression of the secret vote shall be attached by e-mail in a separate document entitled: "EXPRESSION OF THE SECRET VOTE".***

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_

Name: [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_]

Name and surname of legal representative: [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_]

Signature: [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_]