

SPECIAL POWER OF ATTORNEY

for representationⁱ in the Electromagnetica SA Ordinary General Meeting of Shareholders (AGOA) of 28/29 April 2021

The undersigned _____, holder of the identification document _____ (identity card or equivalent document), series _____, number _____, issued by _____, on _____, domiciled in _____ and having the personal identification number (CNP) _____,

or

The undersigned _____, having its registered office in _____, registered with the Trade Register attached to the _____ County Court (or a similar entity in case of non-resident legal persons) under no. _____, having the sole registration number (or an equivalent registration number in case of non-resident legal persons) _____, duly represented by Mr./Ms. _____, holder of the identification document _____ (identity card), series _____, number _____, issued by _____, on _____, domiciled in _____ and having the personal identification number (CNP) _____,

in my capacity as shareholder of Electromagnetica SA, a company having its registered office in Bucharest, Calea Rahovei nr. 266 -268, sector 5, registered with the Trade Register Office attached to the Bucharest Tribunal under no. J40/19/1991, Tax ID RO 414118, subscribed and paid-up share capital of 67,603,870.4 lei,

holding at the reference date, **15.04.2021**, _____ shares of Electromagnetica SA, representing _____% of the total number of shares, therefore holding _____ votes in the AGOA of **28/29.04.2021**, representing _____% of the total number of votes,

I hereby grant power of attorney to

Mr./Ms.ⁱⁱ _____, holder of the identification document _____ (identity card or equivalent document), series _____, number _____, issued by _____, on _____, domiciled in _____ and having the personal identification number (CNP) _____,

or

_____ (name of the legal person representative), having its registered office in _____, registered with the Trade Register attached to the _____ County Court (or a similar entity in case of non-resident legal persons) under no. _____, having the sole registration number (or an equivalent registration number in case of non-resident legal persons) _____, duly represented byⁱⁱⁱ _____, holder of the identification document _____ (identity card), series _____, number _____, issued by _____, on _____, domiciled in _____ and having the personal identification number (CNP) _____,

to represent me in the Ordinary General Meeting of Shareholders of Electromagnetica SA, to be held on 28/29 April 2021 at 10:00 o'clock at the Company's registered office in Calea Rahovei nr 266 -268, sector 5, Bucharest, to exercise the voting right related to my shares held at the reference date, 15.04.2020, his/her votes being binding on me, as follows:

1. For the 1st point on the agenda (*Approval of the separate annual financial statements for the year ended 31.12.2020 according to the Accounting Regulations in line with the International Financial Reporting Standards, accompanied by the report of the Board of Directors and the report of the financial auditor, consisting of: statement of financial position, statement of comprehensive income, statement of changes in equity, statement of cash flows, notes to the separate financial statements.*)

For Against Abstention

2. For the 2nd point on the agenda (*Approval of the consolidated annual financial statements for the year ended 31.12.2020 according to the Accounting Regulations in line with the International Financial Reporting Standards, accompanied by the report of the Board of Directors and the report of the financial auditor, consisting of: consolidated statement of financial position, consolidated statement of comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows, notes to the consolidated financial statements.*)

For Against Abstention

3. For the 3rd point on the agenda (*Approval of the net profit distribution*)

For Against Abstention

4. For the 4th point on the agenda (*Appointment of the financial auditor and determination of the minimum term of the financial audit contract, authorising the Board of Directors to negotiate, execute and sign the contract in the name and for the Company*)

For Against Abstention

5. For the 5th point on the agenda (*Discharge of directors for the financial year of the year 2020.*)

For Against Abstention

6. For the 6th point on the agenda (*Approval of the Revenue And Expenditure Budget for 2021 and of the Activity Programme for the financial year 2021, authorising the Board of Directors to realign the revenue and expenditure items in case of occurrence of random and unforeseeable events.*)

For Against Abstention

7. For the 7th point on the agenda (*Approval of the "Remuneration Policy applicable to Directors and Managing Directors"*)

For Against Abstention

8. For the 8th point on the agenda (*Approval of the remuneration due to the Board of Directors members for the financial year 2021,*)

For Against Abstention

9. For the 9th point on the agenda (*Approval of the remuneration due to the members of the Audit Committee for the financial year 2021,*)

For Against Abstention

10. For the 10th point on the agenda (*Approval of the date of 20.05.2021 as registration date for the identification of shareholders affected by the AGOA resolutions, and of the date of 19.05.2021 as ex-date (date by which shares are traded without the rights deriving from the AGOA resolutions)*)

For Against Abstention

11. For the 12th point of the agenda (*Granting power of attorney to Mr. Eugen Scheusan – Chairman of the Board of Directors, with the right to delegate the performance of this mandate: i) to execute and/or sign, on behalf of the Company and/or the Company shareholders, the resolutions of this AGOA and any and all resolutions, documents, applications, forms and requests adopted/drawn up for the purposes of or for the enforcement of the resolutions of this AGOA in relation*)

to any natural or legal person, whether private or public, in order to ii) carry out all the legal formalities for the registration, enforceability, enforcement and publication of the adopted resolutions.)

For Against Abstention

If, on 28 April 2021, the quorum set forth under the law is not met, my vote is expressed for the second meeting, convened on 29.04.2020, in the same place, at the same time, with the same reference date and with the same agenda, for the same representative.

The undersigned, I hereby grant the above mentioned representative discretionary power to vote on the matters that were not identified and included in the agenda by the date hereof.

This special power of attorney was drawn up in 3 counterparts, of which one for the shareholder, one for the representative and one for Electromagnetica S.A.

A power of attorney issued at a later date shall cancel and supersede a power of attorney issued at a prior date.

The deadline for the registration of special powers of attorney is 26.04.2021, 10:00 o'clock.

I attach hereto the identification documents of the represented shareholder^{iv} and of the representative^v.

Date^{vi}.....

.....
(surname and first name, in capital letters)

.....
(shareholder's signature)

COMPLIANCE WITH THE RIGHTS AND OBLIGATIONS UNDER GDPR

Personal data contained in this special power of attorney are processed in compliance with the legal provisions relating to the protection of individuals with regard to the processing of personal data and the free movement of such data, for the period prescribed under the law, in order to meet the obligations imposed under the capital market legislation (Law 24/2017, ASF Regulation 5/2018) and Law 31/1990.

Both the represented shareholder and the representative have the right of access, intervention, rectification and portability with regard to the data they provide to us, the right to limit the processing performed by us and even to request the deletion of the data, unless provided otherwise by law.

Therefore, for the represented shareholder, the intervention on the data you have provided to us may hinder the performance of the mandate entrusted to your representative in order to vote in the AGOA of ELECTROMAGNETICA SA of 28/29.04.2021. In this case, the Company is relieved from liability. Please inform us of any requests you may have, in any manner that allows us to identify the requester and to establish his/her entitlement. We shall respond without delay. If you have any complaints, you may submit them to the National Supervisory Authority for Personal Data Processing (ANSPDCP). At the same time, the representative's requests to modify the personal data or to withdraw the consent hinder the performance of the mandate and shall be communicated to the represented shareholder as soon as they are made.

This section constitutes an **information about the legal provisions relating to the processing of the personal data of natural persons** which are contained in the special power of attorney for representation purposes.

The undersigned, I hereby agree to the processing of personal data for the purpose of voting through a representative in the AGOA of ELECTROMAGNETICA SA of 28/29.04.2021

Represented shareholder

Representative

Date:

Date:

Surname and first name:

Surname and first name:

.....

Signatory:

Signatory:

ⁱ A shareholder may be represented under the special power of attorney in the AGOA by a single representative

ii To be filled in with the name of the designated representative – natural person

iii To be filled in with the name of the person authorised to represent the legal person representative in the AGOA, which can be different from its legal representative

iv The identity documents submitted by shareholders must enable their identification in the register of Electromagnetica shareholders held by Depozitarul Central SA. In the case of shareholders who are natural persons, a copy of the shareholder's identity document (identity card in case of Romanian nationals, passport in case of foreign nationals) shall be attached. In the case of shareholders who are legal persons, copies of the legal representative's identity documents (identity card in case of Romanian nationals, passport in case of foreign nationals) shall be attached, together with the confirmation of company details, in original or in certified true copy, issued by the Trade Register, or any other document in certified true copy, issued by a competent authority of the State in which the shareholder is legally registered, attesting the existence of the legal person and the name/capacity of the legal representative, at most 3 months old in relation to the date of the request to convene the AGOA. If the designated representative is a credit institution providing custody services, the shareholder's identification documents shall be replaced by a declaration on honour by the custodian stating that: a) the credit institution provides custody services to that shareholder; b) the instructions contained in the special power of attorney are identical to those contained in the SWIFT message received by the credit institution in order to vote in the name of that shareholder.

Except for the identification documents, the documents drawn up in a foreign language other than English shall be accompanied by a translation into Romanian or English made by a certified translator.

v If the representative is a natural person, a copy of the identity card for Romanian nationals or a copy of the passport for foreign nationals shall be attached; if the representative is a legal person, the mission order in original, signed and stamped by the legal representative, shall be attached, accompanied by copies of the following documents: identity card of the delegate, the confirmation of company details issued by the Trade Register or any other document, in original or in certified true copy, issued by a competent authority of the State in which the representative is legally registered, attesting the existence of the legal person and the name/capacity of the legal representative, at most 3 months old in relation to the date of the request to convene the AGOA.

Except for the identification documents, the documents drawn up in a foreign language other than English shall be accompanied by a translation into Romanian or English made by a certified translator.

vi Powers of attorney issued at a later date and registered before the deadline shall supersede the prior ones.