**Voting form**

**individual shareholders**

**for the Ordinary General Meeting of Shareholders (OGMS**) **HOLDINGROCK1 S.A.**

**from 27/28.04.2022**

 **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 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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As a shareholder of **HOLDINGROCK1 S.A**., headquartered in România, Bucharest,  Gara Herăstrău Street no. 4, building A, 3rd floor, Sector 2, registered at the Trade Register Office attached to the Bucharest Tribunal under no. J40/16918/2021, CUI 44987869 (**the Company**),

Holder of a number of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ shares issued by the Company, representing\_\_\_\_% of the total shares issued by the Company and \_\_\_\_\_\_\_\_% of the total voting rights,

having knowledge of the agenda of the meeting of the OGMS of the Company from **27.04.2022, at 17:00 (Romanian time) –** the first convocation and, respectively **28.04.2022, at 17:00 (Romanian time)** – the second convocation, and of documentation and informative materials related to the respective agenda, in accordance with ASF Regulation no. 5/2018, by this vote I mean to express my vote for the Company's OGMS, as follows:

**For agenda item no. 1, respectively: Approval of the revenue and expenditure budget of the Company for the financial year 2022.**

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| **FOR** | **AGAINST** | **ABSTENTION** |
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**For agenda item no. 2, respectively: Approval of the individual financial statements of the Company prepared in accordance with MFP Order no. 1802/2014, related to the financial year 2021 and composed of: the balance sheet, the profit and loss account, the statement of changes in equity, the statement of cash flows, accounting policies and explanatory notes, based on the Administrator's Report and the External Financial Auditor's Report on year 2021.**

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| **FOR** | **AGAINST** | **ABSTENTION** |
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**For agenda item no. 3, respectively: Approval of the consolidated financial statements of the Company prepared in accordance with MFP Order no. 1802/2014, related to the financial year 2021, composed of: the balance sheet, the profit and loss account, the statement of changes in equity, the statement of cash flows, accounting policies and explanatory notes, based on the Administrator's Report and the External Financial Auditor's Report on year 2021.**

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| **FOR** | **AGAINST** | **ABSTENTION** |
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**For agenda item no. 4, respectively: Approval of the discharge of the members of the Board of Directors of Holdingrock1 for the financial year 2021.**

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| **FOR** | **AGAINST** | **ABSTENTION** |
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**For agenda item no. 5, respectively: Election of two new members of the Board of Directors, starting with the date of appointment, respectively the date of adoption of the Decision of the Ordinary General Meeting of Shareholders of 27 / 28.04.2022, the expiration date being 17.09.2025 and the corresponding update of the Articles of Incorporation of the Company**.

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| **FOR** | **AGAINST** | **ABSTENTION** |
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**\* *The voting option related to this item on the agenda will be indicated in Annex 1 attached to this voting form by correspondence - Expression of the Secret Vote.***

**For agenda item no. 6, respectively: Approval of the management contract model for the Members of the Board of Directors.**

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| **FOR** | **AGAINST** | **ABSTENTION** |
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**For agenda item no. 7, respectively: Approval of the power of attorney of the General Manager, Liviu-Ionel Stoleru, as well as of the Board of Directors to sign the mandate contracts to be concluded with the new members. The mandate agreement concluded with each of the members of the Board of Directors will be signed in the name and on behalf of the Company by any other member of the Board of Directors or by the General Manager of the Company.**

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| **FOR** | **AGAINST** | **ABSTENTION** |
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**For agenda item no. 8, respectively: Approval, for the above operations, of the registration date (proposal: 27.05.2022), of the ex-date (proposal: 26.05.2022).**

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| **FOR** | **AGAINST** | **ABSTENTION** |
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**For agenda item no. 9, respectively: Approval of the power of the General Manager, Liviu-Ionel Stoleru, to sign on behalf of the shareholders the OGMS decision, as well as all documents to be adopted by the OGMS and fulfilling all legal formalities for the execution and registration of decisions and decisions adopted, with the possibility of sub- agents to third parties. Within the mandate granted, Liviu-Ionel Stoleru, as well as any of his sub-representatives will be able, without being limited to them, to fulfill all the necessary formalities for signing in the name and on behalf of the shareholders all the documents necessary for the implementation of the decision. OGMS, including the Articles of Incorporation of the Company, as well as to carry out any steps and formalities necessary for the implementation and registration of decisions adopted by shareholders.**

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| **FOR** | **AGAINST** | **ABSTENTION** |
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*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*.

I enclose to this ballot paper a copy of the identity document of the undersigned and, if applicable, a copy of the identity document of the legal representative (in case of natural persons without exercise capacity or with limited exercise capacity) (BI or CI for Romanian citizens , or passport, residence permit for foreign citizens) allowing the identification of the undersigned in the register of shareholders **HOLDINGROCK1 S.A**. on the reference date (**14.04.2022**) issued by the Central Depository, together with the proof of the quality of legal representative.

Voting Form date: [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_]

Name and surname: [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_]

*\*It will be filled in with the name and surname of the natural person shareholder, in clear, with 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 5 on the agenda of OGSM**

**For agenda item no. 5, respectively: Election of two new members of the Board of Directors, starting with the date of appointment, respectively the date of adoption of the Decision of the Ordinary General Meeting of Shareholders of 27 / 28.04.2022, the expiration date being 17.09.2025 and the corresponding update of the Articles of Incorporation of the Company.**

Election of **Mr. Mihai Bîrliba** as a member of the Board of Directors, starting with the date of appointment, respectively the date of adoption of the Decision of the Ordinary General Shareholders Meeting of 27/28.04.2022, the expiration date of the mandate being 17.09.2025.

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| **FOR** | **AGAINST** | **ABSTENTION** |
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Election of **QUAF TRADING SRL** by permanent representative **Liviu-Ionel Stoleru**, as a member of the Board of Directors, starting with the date of appointment, respectively the date of adoption of the Decision of the Ordinary General Shareholders’ Meeting of 27/28.04.2022, the expiration date of the mandate being 17.09.2025.

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

***[NOTE 2]: this list will be updated according to the proposals made by the shareholders, regardless of their participation, in accordance with the provisions of section 3 - “Right to nominate candidates for the position of member of the Board of Directors” of the convocation for the Extraordinary and Ordinary General Meeting of the Shareholders of HOLDINGROCK1 SA dated 27 / 28.04.2022. Thus, the final list of nominations for the position of member of the Board of Directors will be published after 11.04.2022.***

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

Name and surname: [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_]

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