

MAGAZIN UNIVERSAL MARAMUREŞ S.A.

Translation from Romanian to English

Baia Mare, 10 Unirii Blvd., Maramureş county

Fax: 0362 -401227, Tel: 0262 – 225371,0262-225285

Tax number: RO 6076555; Trade Reg. no. J24/1628/1994

Subscribed and paid-in share capital: 15,390,869.20 lei

RO05BRDE250SV10209902500

BRD Baia Mare

www.maramuresul.ro

email:secretariat@maramuresul.ro

SPECIAL POWER OF ATTORNEY

I, the undersigned, _____ Romanian citizen, residing in _____, _____ str., no. _____, bl. _____, entrance _____, apt. _____, _____ county, holder of the ID/Passport Series _____, no. _____, issued on _____, by _____, PIN _____ as the legal representative of _____ **Company**, Trade Register registration number J___/___/___, Sole Registration Code _____, Fiscal attribute _____, headquartered in _____, company holding a number of _____ shares representing ___% of the share capital of **MAGAZIN UNIVERSAL MARAMUREŞ S.A** Baia Mare, Trade Register registration number J24/1628/1994, Sole Registration Code 6076555, Fiscal attribute – RO, headquartered in Baia Mare, 10 Unirii Blvd., Maramureş county, having a share capital of RON 15,390,869.20 lei fully paid-in, consisting of 153,908,692 dematerialized registered shares, which gives me the right to _____ votes out of the total of 153,908,692 voting rights in the General Meeting of Shareholders, empower Mrs./Mr. _____, Romanian citizen, residing in _____, _____ str., no. _____, bl. _____, entrance _____, apt. _____, _____ county, holder of the ID Series _____, no. _____, issued on _____, by _____, PIN _____, to represent _____ company at the *Extraordinary General Meeting* of **MAGAZIN UNIVERSAL MARAMUREŞ S.A.**, dated **27.04.2022, 14:30 or 28.04.2022, 14:30** at the company's headquarters, and to exercise the voting right for the holdings of the undersigned on the items on the agenda, as follows:

1. Presentation and submission for approval of the Management Report of the Board of Directors on the financial statements for the financial year 2021.

For Against Abstain

2. Submission of the Financial Auditor's Report on the financial statements for the financial year 2021.

For Against Abstain

3. Presentation and submission for approval of the financial statements for the financial year 2021.

For Against Abstain

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4. Distribution of the net profit related to the financial year 2021. It is proposed that the net profit in the amount of RON 4.292.650 be distributed as follows: RON 216.575 for the creation of the legal reserve and the amount of RON 4.076.075 as retained earnings.

For Against Abstain

5. Approval of the annual financial report on 31.12.2021 prepared in accordance with the provisions of art. 63 of Law no. 24/2017 and Annex no. 15 to the ASF Regulation no. 5/2018.

For Against Abstain

6. Discharge of the Board of Directors for the financial year 2021.

For Against Abstain

7. Election of a member of the Board of Directors given the expiration of the term of office of the director Curtean Anamaria on 27.04.2022.

Proposal 1: _____

For Against Abstain

Proposal 2: _____

For Against Abstain

8. Approval of the term of office granted to the newly elected director. It is proposed that the term of office be 4 (years) from the date of the election by the Ordinary General Meeting of Shareholders.

For Against Abstain

9. Approval of the empowerment of Mrs. Ciupeiu Maria - Mioara and Mrs. Mureşan Ileana, directors of the company, for any of them to sign, on behalf of the company, the management contract to be concluded by the company with the newly elected director.

For Against Abstain

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10. Approval of the maintenance of the remuneration of the directors at the level of the previous year and of the increase of the additional remuneration related to the position of Chairman of the Board of Directors, remunerations that will be valid until the next annual ordinary general meeting. The proposal of the Board of Directors is that the increase of the additional remuneration for the administrator who holds the position of Chairman of the Board of Directors should be from the amount of 550 (five hundred and fifty) lei / month to the amount of 1,000 (a thousand) lei net / month.

For Against Abstain

11. Approval of the remuneration report for the financial year 2021.

For Against Abstain

12. Election of the company's financial auditor and determination of the term of office. The proposal of the Board of Directors is that the term of office should be 3 (years) from the date of election of the financial auditor by the OGMS.

Proposal: Cabinet de Consultanta Fiscala Busecan Florentina Emilia, autorizat CAFR: 3058/2009

For Against Abstain

13. Extension by 3 (three) years of the mandate of the internal auditor of the company - **CONTAFIN S.R.L**, under the same financial conditions.

For Against Abstain

14. Approval of the revenue and expenditure budget for 2022.

For Against Abstain

15. Empowerment of the Chairman of the Board of Directors of the company to sign, in the name and on behalf of the company's shareholders, the resolution passed by the OGMS and to perform any deed or formality required by law for the registration of the resolution with the T.R.O. attached to Maramureş Court and its publication in the Official Gazette of Romania, Section IV.

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The Chairman of the Board of Directors may delegate all / part of the powers conferred above to any person(s) competent to fulfil this mandate.

For Against Abstain

We, the subscribed, the undersigned, hereby give the above-mentioned representative discretionary authority to vote on issues that have not been identified and included on the agenda by the date of this document.

This special power of attorney contains information in accordance with Law no. 24/2017 on issuers of financial instruments and market operations and with the ASF Regulation no. 5/2018 on issuers of financial instruments and market operations, with current amendments.

This special power of attorney is signed and dated by the principal shareholder. The special power of attorney will be filled in by the principal shareholder in all registered fields.

The special power of attorney is drafted in 3 original copies, of which: one copy remains with the principal, one copy will be handed to the agent and one copy will be submitted at the headquarters of MAGAZIN UNIVERSAL MARAMUREŞ S.A.

If the meeting does not meet legally and statutory at the first convocation, this special power of attorney is also valid for the second convocation.

Place of preparation: _____

(Last name and first name, handwritten by the person giving the mandate, in print, in capital letters)

Date of preparation: ___/___/_____

Signature:

- The box corresponding to the vote will be ticked with an “X”. The other boxes will not be filled in with any symbols;
- The special power of attorney will be submitted, in original at the company’s headquarters or sent by any form of mail or courier with acknowledgment of receipt, 48 hours before the general meeting, no later than **25.04.2022**, at 14:30 (Romanian time). The special power of attorney can be sent, within the same term, by e-mail with an extended electronic signature incorporated according to Law no. 455/2001 regarding the electronic signature, to the address secretariat@maramuresul.ro, mentioning the subject: “For the Ordinary General Meeting of the Company’s Shareholders dated 27 / 28.04.2022”.

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Personal data processing

The personal data entered in this special power of attorney (last name and first name, citizenship, residence, identity card series and number, personal identification number, signature, number of shares held) are processed in compliance with the legal provisions on the protection of natural persons with regard to the processing of personal data and the free movement of such data, for the period provided by law, pursuant to Law no. 24/2017 on issuers of financial instruments and market operations, to the ASF Regulation no. 5/2018 on issuers of financial instruments and market operations, with current amendments, and to Law no. 31/1990 on companies.

You have the right of access, intervention, rectification and porting of the data you provide to us, to limit the processing performed by us and even to request the deletion of data.

We mention that the intervention on the data you have provided us may be likely to prevent the use of the mandate given to your proxy to exercise the vote at the Ordinary General Meeting of Shareholders of MAGAZIN UNIVERSAL MARAMUREŞ S.A. dated 27/28.04.2022.

In this case, the issuing company is exempt from liability. Please send us your requests, by any way that can ensure the identity of the applicant and his / her justification. We will reply without delay. If you are dissatisfied, you can contact ANSPDCP.

This section provides **information on the legal provisions regarding the processing of personal data of natural persons** listed in the special power of attorney.

I, the undersigned, agree that personal data be processed for the purpose of voting by proxy at the Ordinary General Meeting of Shareholders of MAGAZIN UNIVERSAL MARAMUREŞ S.A. dated 27/28.04.2022.

Last name and first name:

Date: Signature: