

UNIREA SHOPPING CENTER S.A.

Bucharest, District 3, 1 Piața Unirii, 5th floor, Postal code 030119
Registered with the Trade Register under number J 40/7875/1991
Tax Number 328521 - Tax Attribute RO
Telephone +40 21 3030 307 - Fax +40 21 3030 23
Email Office@unireashop.ro Web www.unireashop.ro

**SPECIAL POWER OF ATTORNEY
for legal person shareholders**

for the Ordinary General Meeting of Shareholders (OGMS) of
UNIREA SHOPPING CENTER S.A.
of November 26th/27th 2020

We, the undersigned [____],
(To be completed with the registered name of the legal person shareholder)
having the headquarters in [____], registered with the Trade Register/similar entity
for non-resident legal persons under number [____], holder of the Tax
Number/equivalent registration number for non-resident legal persons [____],
duly represented by [____]
(To be completed with the last name and first name of the legal representative of the legal
person shareholder, as they appear in the documents proving the capacity of representative)
holder of a number of [____] shares representing [____]
_____% of a total number of [____] shares issued by UNIREA
SHOPPING CENTER S.A., registered with the Bucharest Trade Register under number
J40/7875/1991, holder of the Tax Number 328521, having the headquarters in Bucharest, 1
Piața Unirii, District 3 (**Company**), which gives us a number of [____]
voting rights, representing [____]% of the paid-up share capital and [____]
_____% of the total voting rights in the OGMS,
do hereby give power of attorney to:

[____]
(To be completed with the last name and first name of the natural person attorney-at-law to
whom this power of attorney is granted) identified by the Identity Card/Passport series [____]
_____] number [____], issued by [____] on (date) [____]
____], holder of the personal number [____], having the domicile in [____]
_____]

OR

[____]
(To be completed with the registered name of the legal person attorney-at-law to whom this
power of attorney is granted)
having the headquarters in [____], registered with the Trade Register/similar entity
for non-resident legal persons under number [____], holder of the Tax
Number/equivalent registration number for non-resident legal persons [____],
duly represented by [____]
(To be completed with the last name and first name of the legal representative)
Identified by the Identity Card/Passport series [____] number [____]
____], issued by [____] on (date) [____], holder of the personal
number [____], having the domicile in [____], in order to act
as our representative at the OGMS of the Company that will take place on November
26th/27th 2020, at 12.00 a.m., at the headquarters of **UNIREA SHOPPING CENTER S.A.** in
Bucharest, District 3, 1 Piața Unirii, Magazin Unirea, 5th floor, to exercise the voting right
corresponding to our holdings registered in the register of shareholders as at the reference
date, as follows:

1. Approval of the annual report of the Board of Directors of the Company.

in favour

against

abstention

2. Approval of the report prepared by the Company's auditors for 2019.

in favour

against

abstention

3. Approval of the Company's audited financial statements for the year ended December 31st 2019.

in favour

against

abstention

4. Discharge of the members of the Board of Directors for the period between January 1st 2019 and December 31st 2019.

in favour

against

abstention

5. Approval of the Company's revenue and expenditure budget for the financial year 2020.

in favour

against

abstention

6. Approval of the distribution in whole of the net profit yielded for the financial year 2019 to partially cover the accounting loss accumulated in the previous tax years, accounting loss recorded at the end of the financial year on December 31st 2019.

in favour

against

abstention

9. Approval of the reduction of the directors' remuneration as follows:

- for the Chairman of the Board of Directors, the remuneration will be reduced from EUR 10,000 to EUR 6,000;

- for the other members of the Board of Directors, the remuneration will be reduced from EUR 2,000 to EUR 1,200.

in favour

against

abstention

10. Approval of the date of December 16th 2020 as the Registration Date for the identification of the shareholders impacted by the decision of the Ordinary General Meeting of Shareholders, according to article 2, letter f) of the FSA Regulation number 5/2018 and article 86 of Law number 24/2017, and the setting of the date of December 15th 2020 as Ex-date, according to article 2, letter l) of the FSA Regulation number 5/2018.

in favour

against

abstention

11. Approval of the authorisation of any member of the Board of Directors of the Company to complete all the formalities for carrying out the decisions of the Ordinary General Meeting of Shareholders.

in favour

against

abstention

Date of granting of the special power of attorney: [_____]

(In the event that the shareholder successively sends 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(s) of attorney)

Registered name of the legal person shareholder: [_____]

Last name and first name of the legal representative: [_____]

(To be completed with the registered name of the legal person shareholder and with the last name and first name of the legal representative, in clear capital letters)

Signature: [_____]

(To be completed with the signature of the legal representative of the legal person shareholder and stamped, if applicable)

IMPORTANT:

This special power of attorney is drawn up in 3 (three) original counterparts, having the same legal force, one for the Principal, one for the Attorney-at-law, and the third to be submitted to UNIREA SHOPPING CENTER SA until the date and time mentioned in the convening notice.