

MANDATE CONTRACT NO. _____ / _____

Having regard to the provisions of the:

- Companies Act no. 31/ 1990 republished, as subsequently amended and supplemented, hereinafter called Law no. 31/ 1990;
- Government Emergency Ordinance no. 109/2011 on the corporate governance of state-owned enterprises approved by Law no. 111/2016, as subsequently amended and supplemented;
- Government Decision no. 722/2016 for the approval of the Methodological Norms for the enforcement of certain provisions of Government Emergency Ordinance no. 109/2011 on the corporate governance of state-owned enterprises;
- Law no. 297/2004 on the capital market, as subsequently amended and supplemented;
- Government Emergency Ordinance no. 26/ 2013 on the strengthening of the financial discipline at the level of certain economic operators where the state or administrative territorial units are sole or controlling shareholders, or hold directly or indirectly the controlling, as subsequently amended and supplemented;
- Articles of Incorporation of the Company;
- provisions of art. 1913 et seq., as well as those of art. 2009 et seq., of Law no. 287/ 2009 on the Civil Code, as subsequently amended and supplemented;

and to the fact that:

By Decision of the Ordinary General Meeting of the Company's Shareholders no. _____ of _____, according to the provisions of Government Emergency Ordinance no. 109/2011 on the corporate governance of state-owned enterprises, as subsequently amended and supplemented, it was decided to renew the mandate as member of the Board of Directors of Mr./Mrs. _____, who expressly accepted to be appointed Administrator of the Company;

Pursuant to art. 142 of Companies Act no. 31/1990, republished, as subsequently amended and supplemented, the Board of Directors is responsible for taking all necessary and useful actions in order to carry out the business activity of the company, except for those reserved by law for the General Meeting of Shareholders;

The form of the mandate contract including the monthly gross fixed compensation for administrators as well, was approved by Decision of the Ordinary General Meeting of the Company's Shareholders no. _____ of _____, according to the provisions of Government Decision no. 722/2016 for the approval of the Methodological Norms for the enforcement of certain provisions of Government Emergency Ordinance no. 109/2011 on the corporate governance of state-owned enterprises and of the Companies Act no. 31/1990, as subsequently amended and supplemented;