

CARBOCHIM S.A. ADMINISTRATORS AND DIRECTORS' COMPENSATION POLICY AND CRITERIA

In accordance with the provisions of art.92¹ of the Law no. 24/2017 which refer to the fact that the issuers submit to the shareholders' approval the compensation policy in the annual Ordinary General Meeting of the shareholders stipulated by art.111 of the Law no.31/1990.

Administrators' compensation policy and criteria

Settlement of the compensation becoming for the current exercise for the members of the Board of Directors.

The compensation of the members of the Board of Directors is composed of a monthly fixed indemnity.

The Ordinary General Meeting of the shareholders approves the monthly fixed indemnity for the members of the Board of Directors, indemnity which is valid for the full duration of the mandate.

Directors' compensation policy and criteria

The company Chief Executive Officer is appointed by the Board of Directors and his activity runs on the basis of a Contract of Mandate.

The Chief Executive Officer's compensation is composed of a monthly fixed amount.

The managing directors develop their activity in the company on the basis of labor contracts and the compensation for their activity is a monthly fixed amount set up by the Board of Directors.

The Ordinary General Meeting of the shareholders approves the monthly maximum limit of the directors' remuneration, in accordance with art.153¹⁸ of the Law no.31/1990 on trading companies.

Bonuses granting is possible with the approval of the Board of Directors and subject to framing within the maximum monthly limit set up by the Ordinary General Meeting of the shareholders.

The administrators and directors' liability insurance policy is paid by the company.

**PRESIDENT OF THE BOARD OF DIRECTORS
GENERAL MANAGER
VIOREL DORIN POPOVICIU, ENGINEER**