

**RULES OF AGRIA GROUP HOLDING AD ON VOTING BY PROXY AT THE ORDINARY GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON 28 JUNE 2022**

The General Meeting includes all shareholders holding shares in the Company. They shall participate in the General Meeting in person or by proxy. The right to vote in the General Meeting shall be exercised by the persons entered into the registers of Central Depository AD as shareholders of the Company 14 (fourteen) days before the date of the General Meeting.

Every shareholder shall have the right to authorize in writing a person to represent them at the General Meeting. The written power of attorney for representation of a shareholder in the General Meeting must be for a particular general meeting, must be an express power of attorney certified by a notary, and must have the content under Article 116 (1) of POSA. Reauthorization with the rights granted to the proxy in accordance with the received power of attorney shall be void. A power of attorney granted in breach of the provision of Article 116 (1) of POSA shall also be void.

To exercise their voting right at the General Meeting, shareholders who are natural persons shall prove their identity by an identification document, and if the natural person is acting via a proxy – by an identification document of the proxy and an express power of attorney certified by a notary for the particular GM, meeting the requirements of Article 116 (1) of POSA. Shareholders who are legal persons shall certify their identity by a Certificate of current legal status and an identification document of the legal representative of the company, and if the legal entity is not represented by the legal representative – by a Certificate of current legal status of the legal entity, an identification document of the proxy, and an express power of attorney certified by a notary for the particular GM meeting the requirements of Article 116 (1) of POSA. Should the shareholder be represented by proxy legal person, a Certificate of current legal status of the proxy company, an identification document of the representative of the proxy company, and an express power of attorney certified by a notary for the particular GM meeting the requirements of Article 116 (1) of POSA must be presented.

The Certificate of current legal status, as well as the power of attorney for representation at the General Meeting of Shareholders issued in a foreign language must be accompanied by a legalized translation into Bulgarian in accordance with the requirements of the existing legislation. In case of inconsistency between the texts, the Bulgarian translation shall prevail.

The Board of Directors of Agria Group Holding AD shall present a sample of a written power of attorney on a hard copy and in an electronic form together with the materials for the General Meeting. The sample power of attorney shall also be available on the website of the Company: [www.agriabg.com](http://www.agriabg.com). Upon request, a sample written power of attorney may also be presented after the convocation of the Ordinary General Meeting of Shareholders.

Each shareholder who has issued a power of attorney for participation in a GM must inform the Company about the authorization by the end of the business day before the Meeting.

Voting by correspondence or electronic means shall not be applicable to the Ordinary General Meeting of Shareholders in Agria Group Holding AD, convened for 28 June 2022.

Board of Directors: .....

Emil Raykov

Daniela Taneva

Stanimir Buzhev

Anna Belchinska

Deyan Ovcharov

