

Shareholder's Personal Identification Number/ Tax Identification Number

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County code

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Rep. Code

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ID

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SPECIAL POWER OF ATTORNEY

I, the undersigned,, holder of shares issued by VRANCART S.A. Adjud, representing% of the total shares issued, which grant me the right tovotes in the General Meeting of the Shareholders, representing% of the total rights to vote, hereby assign

(name, surname and Personal Identification Number of the representative who is granted the special power of attorney)

or, in his absence, I assign

(name, surname and Personal Identification Number of the representative who is granted the special power of attorney)

as my representative within the **Ordinary General Meeting of the Shareholders** of VRANCART S.A. Adjud, which will take place on **April 26th 2017**, at **11.00 a.m.**, at the company's headquarters in Adjud, 17 Ecaterina Teodoroiu Street, Vrancea County, or on the date of the second convocation, **April 27th, 2017**, at **11.00 a.m.**, at the same address (in the event that the first meeting cannot take place) to exert the right to vote corresponding to my shares registered in the Shareholders' registry as at **April 13th, 2017** (the reference date), as follows:

Agenda

	F	A	Abs.
1. The approval of the financial statements for the financial year 2016, based on the reports submitted by the Board of Administrators and by the financial auditor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. The report of the Chairman of the Board of Administrators on the coordination of the board's activity in 2016.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. The approval to give discharge to the Board of Administrators for the financial year 2016.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. The approval to distribute dividends in the gross amount of 0,0136 lei/share (respectively the distribution of dividends in the total gross amount of 14.030.896,24 lei) from the profit of the financial year ended on December 31 st , 2016.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. The approval to bear the expenses related to the payment of dividends from the financial resources of VRANCART (bank charges, postage fees and other expenses of the same nature).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. The approval of the Revenues and Expenditures budget for the financial year 2017 and of the investment plan for the period 2017 – 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Selecting and appointing the financial auditor and setting the minimum duration of the agreement with the financial auditor, following the expiry of the audit agreement.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. The approval of the remuneration of the members of the Board of Administrators for the financial year between January 1 st , 2017 – December 31 st , 2017, in the amount of 12.000 lei per month.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. The approval of the overall limits of all the additional remunerations of the members of the Board of Administrators for the financial year between January 1 st , 2017 – December 31 st , 2017, in the amount of 600.000 lei.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. The approval of the overall limit of the monthly remuneration provided by the mandate agreement of the general manager for the financial year between January 1 st , 2017 – December 31 st , 2017, in the amount of 575.000 lei.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. The approval of the date October 11th, 2017 as the ex-date as defined by the provisions of the CNVM Regulation no. 6/2009.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. The approval of the date October 12th, 2017 as the registration date, the date that defines the shareholders that the decisions adopted within the Ordinary General Meeting of the Shareholders held on April 26th/27th, 2017 shall be reflected upon.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. The approval of the date October 26th, 2017 as the payment date as defined by the provisions of the CNVM Regulation no. 6/2009.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. The empowering of the chairman of the meeting and of the meeting secretary to sign the decisions of the Ordinary General Meeting of the Shareholders held on April 26th/27th, 2017 .	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Caption: F-In Favour A- Against A - Abstention

.....
(name, surname of the shareholder)

Shareholder's signature

Date

.....
(name of the legal entity shareholder)

Name, surname and signature of the legal representative of the legal entity shareholder

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