



S.C. VRANCART S.A.

625100 Adjud-Vrancea, România, Str. Ecaterina Teodorescu 17
RO 1454846, J39/239/1991
Capital social subscris și vărsat 79.551.859, 00 RON
RO54 RNCB 0268 0087 9340 0001 - BCR Adjud
RO95 RZBR 0000 0600 0094 5306 - Raiffeisen Bank Adjud
T: 0237 64 08 00, M: 0741 81 65 12, F: 0237 64 17 20
vrancart@vrancart.ro, www.vrancart.ro



FORM FOR VOTE BY CORRESPONDENCE

for the Extraordinary General Meeting of the Shareholders of VRANCART S.A. ADJUD convoked for April 28th (29th) 2014

The undersigned, (*name and surname of the personal shareholder or of the legal representative of the corporate shareholder*), legal representative of (*it shall be filled in only for the corporate shareholders*) identified as shareholder in the Shareholders' Registry at the reference date, which is **16.04.2014**, with ID/Sole Registration Code with domicile/headquarters in holder of shares representing% of the total 863.717.920 shares issued by the Company **VRANCART S.A ADJUD**, which grant me the right to votes¹ at the Extraordinary General Meeting of the Shareholders representing% of the total vote rights, having taken note of the agenda of the Extraordinary General Meeting of the Shareholders of VRANCART S.A Adjud which will take place on **April 28th, 2014, at 12.00 p.m.** at the company headquarters or on **April 29th, 2014** at the same time and in the same place, in the event that the first meeting cannot take place on the first convocation, and of the documentation that was put at my disposal by the company, by this form I hereby exert my right to vote by correspondence, as follows:

Agenda

- | | F | A | Abs. |
|--|--------------------------|--------------------------|--------------------------|
| 1. The approval to cover the "Result carried forward out of the application of IAS 29" (hyperinflation) in the amount of 199,227,374 lei, representing the book loss registered in the "Result carried forward", by reducing the "Adjustments on share capital" in the amount of 199,227,374 lei, representing the share capital increase as a result of the application of IAS 29 registered in "Share capital". | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. The approval to modify the Articles of Incorporation of VRANCART S.A. Adjud, as follows: | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| <p>A. Article 12 of the Articles of Incorporation,
 <i>"Art. 12. The company is administered under unitary system."</i>
 shall be modified and shall have the following phrasing:
 <i>"Art. 12. The company shall be administered under unitary system, by a Managing Board consisting of 5 members."</i></p> <p>B. Article 13 of the Articles of Incorporation,
 <i>"Art. 13. The company is administered by a Managing Board consisting of 5 members; their number is established within the Ordinary General Meeting electing the Managing Board. The mandate duration is of 4 years."</i>
 shall be modified and shall have the following phrasing:
 <i>"Art. 13. The number of the Managing Board members shall be established by the Ordinary General Meeting electing the Managing Board. The mandate duration is of 4 years."</i></p> <p>C. Article 14 of the Articles of Incorporation
 <i>"Art. 14. The Managing Board President is elected by the Managing Board. The Managing Board President shall be the General Manager as well."</i>
 shall be modified and shall have the following phrasing:
 <i>"The Managing Board President is elected by the Managing Board."</i></p> | | | |
| 3. The approval to increase the credit outstanding limit from 20.200.000 Euro to 23.000.000 Euro. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

4. The empowerment of Mr. Ciucioi Ionel-Marian – President of the Managing Board/ General Manager to sign the addenda to the Articles of Incorporation as well as the Articles of Incorporation rewritten with the adopted amendments.
5. The approval of the date **16th of May 2014** as the registration date, the date defining the shareholders upon which the decisions made within the Extraordinary General Shareholders' Meeting of 28-29.04.2014 shall be reflected.

Caption: F-For A - Against Abs. - Abstention

¹According to the Articles of Incorporation of VRANCART S.A, one share gives the right to one vote at the General Meeting of the Shareholders

.....
(name and surname of the shareholder)
 Shareholder's signature

Date

.....
(name of the corporate shareholder)
 Name, surname and signature of the legal representative
 of the corporate shareholder

