



VRANCART S.A.

625100 Adjud-Vrancea, România, Str. Ecaterina Teodoroiu 17
 RO 1454846, J39/239/1991
 Capital social subscris și vărsat 103.168.354,70 RON
 RO54 RNCB 0268 0087 9340 0001 - BCR Adjud
 RO95 RZBR 0000 0600 0094 5306 - Raiffeisen Bank Adjud
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FORM FOR VOTE BY CORRESPONDENCE
for the Ordinary General Meeting of the Shareholders of VRANCART S.A. ADJUD
convened for April 26th/27th, 2017

I, the undersigned, (*name and surname of the natural person shareholder or of the legal representative of the legal entity shareholder*), legal representative of (*to be filled in only for legal entity shareholders*) identified as a shareholder in the Shareholders' Registry as at the reference date, which is **April 13th, 2017**, having the Identity card/Tax Identification Number with domicile/headquarters in, holder of shares, representing% of the total 1.031.683.547 shares issued by the Trade Company **VRANCART S.A. ADJUD**, which give me the right to votes¹ within the Ordinary General Meeting of the Shareholders, representing% of the total voting rights, having taken note of the agenda of 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 headquarters or on **April 27th, 2017** 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 exert my right to vote by correspondence, 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 – KPMG AUDIT S.R.L. Bucharest was proposed. | <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 Abs. – Abstention

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

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

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

