



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
 T: 0237 64 08 00, F: 0237 64 17 20
office@vrancart.com, www.vrancart.ro



FORM FOR VOTE BY CORRESPONDENCE
for the Ordinary General Meeting of the Shareholders of VRANCART S.A. ADJUD
convoked for April 24th (25th) 2019

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 **the 12th of April 2019**, with ID/Sole Registration Code 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 grant me the right to votes¹ at the Ordinary General Meeting of the Shareholders representing% of the total vote 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 24th, 2019, at 11.00 a.m.** or on **April 25th, 2019** at the same time and in the same place, in the event that the first meeting cannot take place, and of the documentation that was put at my disposal by the company, I hereby exert my right to vote by correspondence, as follows:

Agenda

	F	A	Abs.
1. The approval of the financial statements for the financial year 2018, 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 activity of the board of administrators in 2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. The approval to give discharge to the Board of Administrators for the financial year 2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. The approval to distribute dividends with a gross amount of 0,0095 RON/share (namely dividends with a gross amount of 9.800.993,70 RON) from the company's profit for the financial year ended on December 31 st , 2018.	<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 kind).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. The approval of the Revenues and expenditures budget for the financial year 2019 and the investment plan for the period 2019 – 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Selecting an administrator to fill the vacancy, for a mandate equal to the period of time remaining until the expiry of mandates of the directors currently in position (April 27 th , 2022).			
LAKIS NABIL	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. 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.			
PRICEWATERHOUSECOOPERS AUDIT SRL	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
K.P.M.G. AUDIT SRL	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
BDO AUDIT SRL	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
BAKER TILLY KLITOU AND PARTNERS SRL	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
MOORE STEPHENS KSC SRL	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
MAZARS ROMANIA SRL	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. The approval of the remuneration of the members of the Board of Administrators for the financial year January 1 st , 2019 – December 31 st , 2019, in the amount of 12.000 lei net/month.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. The approval of the general limits of all the additional remunerations of the members of the Board of Administrators for the financial year January 1 st , 2019 – December 31 st , 2019, in the net amount of 600.000 lei.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

11. The approval of the general limit of the monthly remuneration provided in the mandate agreement of the general manager for the financial year January 1st, 2019 – December 31st, 2019, in the net amount of 575.000 lei/year.
12. The approval of the date **October 7th, 2019** as the ex-date as defined by the provisions of the Financial Supervisory Authority Regulation no. 5/2018.
13. The approval of the date **October 8th, 2019** 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 24th/25th, 2019** shall be reflected upon.
14. The approval of the date **October 22nd, 2019** as the payment date as defined by the provisions of the Financial Supervisory Authority Regulation no. 5/2018.
15. 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 to be held on **April 24th/ 25th, 2019**.

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

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



Date