

SC ELECTROARGES SA
 Curtea de Arges, 12 Albești street, Argeș County
 Share capital: Lei 8085027,1, Tax Code: R156027
 Board of Directors

SPECIAL POWER OF ATTORNEY

Valid for A.G.O.A (Ordinary General Meeting of Shareholders) of 7.8.09.2016
Template in accordance with the requirements of Art.117(8) of Law no. 31/1990R,
Law 297/2004, Art.139 of CNVM (Romanian National Securities Commission) Regulation 1/2006
and Art.20 of SC ELECTROARGES SA's Articles and Memorandum of Association

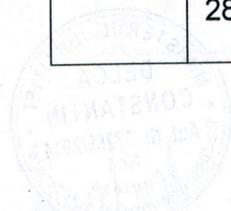
(I, the undersigned) _____ having the Tax Code/
 Personal number: _____, Trade Register Registration no. / ID card:
 _____, with residence address (registered office) in
 _____, holder of a number of _____ shares, according to
 SC ELECTROARGES SA's Shareholders Register on the date of reference 24.08.2016, hereby
 express my voting options on the AGOA's points of the agenda on 7,8.09.2016 and authorize:
 _____ to represent me and vote in the AGOA meetings of
 7,8.09.2016, which are held at the Company's registered office in Curtea de Arges, 12 Albești
 street. Shareholders' representation may be made in accordance with the provisions of art.125 of
 Law 31/1990R and art. 20 of the Company's Articles and Memorandum of Association.

Agenda point	Agenda points voted in AGOA	Vote FOR	Vote AGAINST	ABSTENTION
1.1.	ELECTION OF THE NEW BOARD OF DIRECTORS' MEMBERS BURCĂ SERGIU CRUCEANU PETRIȘOR ERCULESCU FLORICA FRANK NAGORSCHERL GAVRILĂ ION GHEORGHE CHIRILĂ MIHALCEA PETRU PRICOP FLORIN ȘTEFAN CONSTANTIN TUDOR DUMITRU VASILACHI VALENTIN-MARIUS VIDRARU S.A.	The vote being secret, the shareholder shall authorize the designated representative how to vote on the Ballot handed at the start of the AGOA session.		
<p>Note: In exercising the cumulative voting, the shareholders may give all the cumulative votes to a single candidate or to more candidates. Next to the name of each candidate, the shareholders shall specify the given number of votes. Under the penalty of cancelling the ballot, the number of votes given by a shareholder shall not be greater than the number of cumulative votes held by the shareholder. Candidates with the most cumulative votes in the AGOA meeting shall be appointed as members of ELECTROARGES SA's Board of Directors. In case that two or more candidates for the Board of Directors have the same number of cumulative votes, then as a member of the Board of Directors shall be appointed the candidate who has been voted by a greater number of shareholders.</p>				
2	APPROVES: <ul style="list-style-type: none"> Discharge of administration the Board of Directors' Chairman and the members of the Board of Directors, for the mandate period up to the date of this AGOA. 			





3	<p>APPROVES:</p> <ul style="list-style-type: none">Election of the Board of Directors' Chairman from among the members of the Board of Directors, in accordance with art.14.3 of SC ELECTROARGEŞ SA's Articles and Memorandum of Association and adapting art.21 of SC ELECTROARGEŞ SA's Articles and Memorandum of Association on the nominal structure of the new Board of Directors. <p>As a result of the election made at point 1, AGOA approves changing art.21, paragraph 1 of ELECTROARGEŞ SA's Articles and Memorandum of Association with the data concerning the structure of the new Board of Directors of SC ELECTROARGES SA as follows:</p> <p>Article 21, paragraph 1 of SC ELECTROARGEŞ SA's Articles and Memorandum of Association which contains the names and identification data for the members of the old Board of Directors shall be replaced with: "SC ELECTROARGES SA – Curtea de Argeş – is administrated, for a period of 4 years by the Board of Directors formed of 5 members, with the following structure"</p> <ol style="list-style-type: none">Administrator name 1, identification data required for registering with the Trade Register;Administrator name 2, identification data required for registering with the Trade Register;Administrator name 3, identification data required for registering with the Trade Register;Administrator name 4, identification data required for registering with the Trade Register;Administrator name 5, identification data required for registering with the Trade Register. <p><i>NOTE: Given that the election result is known only after completing point 1 of the Agenda, the formulation of this point is generic, the shareholder being asked to vote if he agrees with changing the Articles and Memorandum of Association following the election result.</i></p>	<p>The vote being secret, the shareholder shall authorize the designated representative how to vote on the Ballot handed at the start of the AGOA session.</p>		
4.1.	<p>APPROVES:</p> <ul style="list-style-type: none">The indemnity amount for the members of the Board of Directors at the net value of 3,000 lei.			
5	<p>APPROVES:</p> <ul style="list-style-type: none">Date of registration, in accordance with the provisions of art. 238 (1) of Law 297/2004 and art. 2 of the CNVM Regulation 6/2009 to be 28.09.2016 and ex-date 27.09.2016			



authorizing the representative how to vote in AGOA, the representative being handed at the start of the meeting session the Ballot of the shareholder who authorized him and may vote with his voting rights in accordance with the instructions received.

I have been informed on the Special Power of Attorney's completion Regulation and the voting manner and I hereby take full responsibility for the manner in which I have completed the Special Power of Attorney and for the person authorized to represent me.

**Special Power of Attorney's
submittal date and time:**

Natural/Legal Person Name:

**Natural Person or Legal
representative of the legal person,
print name, position held and signature**
