**MAIL-VOTING FORM**

**for the Extraordinary General Assembly of Shareholders of S.C. ELECTROPUTERE S.A.**

**convoked on Feb. 20, 2014**

The undersigned , residing in , identified with ID/PASSPORT series  no., issued by on date , with Personal Identification Number , bearer of a no. of  registered shares, issued by S.C. ELECTROPUTERE S.A., registered at the Trade Register Office near the Tribunal Dolj, with no. J/16/12/1991, Sole Registration Code RO 6312800, („Company”), representing % of the total number of 337,602,913 shares of the Company which confers me a no. of  voting rights in the General Assembly of Shareholders, representing % of the total number of 337,602,913 of voting rights, issued by S.C. ELECTROPUTERE S.A.

as per art.18 par. 2 of the Regulations of the National Commission of Securities no. 6/2009, I understand to exercise my mail-voting rights for the items included in the Agenda of the Extraordinary General Assembly of Shareholders which will take place on **Feb. 20, 2014**, at the Company’s headquarters, from Craiova, 80 Calea Bucuresti Street, Dolj County (the meeting-room), or on the date of the second *Notice to attend*, if the first one does not take place, as follow:

**EXTRAORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS:**

1. Approve the amendments of art. 17.1.2 from the Article of Association as follow:

„The membership of the Board of Directors is:

- **[…..], […..]** citizen, born on **[…..]**, in **[…..]**, with the residence in **[…..]**, identified with I.D./PASS Series/no. **[…..]** issued on **[…..]**;

**-Abdur-Razzak LADHA, Canadian citizen, born on July 7, 1949, in** Karachi, Pakistan**, resident in** 13 Gooseman Crescent, Markham, Ontario, Canada, L6B0S3**, identified with PASS. Series/No.** BA283836 **issued on** Scarborough authorities on Aug. 25, 2011**”.**

- **Fathi Taher**, Jordanian citizen, born on the 2st of December, 1947 in Kamleh (Jordan), identified with passport Series J no. 094562 issued by the competent authorities from Amman (Jordan) on the 10th of July, 2006;

- **Alexandru Bunea,** Romaniancitizen, born on the 2nd of February, 1948, in Produlesti Village – Dimbovita County, resident in Bucharest, Sector 4,1 Tatulesti Street, Block 103, Stairs B, Door 16, identified with I.C. (identity card) Series EP no. 002007, issued by the I.N.E.P., on the 22nd of March, 2005, PIN 1480202400012;

- **Hans-Joachim Schmidt**, German citizen born on 29th of October, 1945, in Niederscheld, with the residence in Oberursel (Talinus) Goldgrubenstr 18, Germany identified with I.D. no. 4103689160 issued by the authorities form Germany on July 28, 2003;

  

1. Approve the Company’s Article of Association, updated with the above mentioned amendments. After that, its updated version shall be write down and submitted to the Trade Register Office, as per Law no. 31/1990, republished, amended and added. The new Article of Association shall come into force on the date of its submission to the Trade Register Office, authenticated, and shall replace the Article of Association updated Nov. 8, 2013, which will cease to produce effects on the same date.

  

1. Decide **March 11, 2014**, as **Date of Registration** for theshareholders who will be affected by the decisions of the Extraordinary General Assembly of Shareholders**;**

  

1. Authorize the representative of the main shareholder, chairman and secretary of the EGAS (Extraordinary General Assembly of Shareholders) meeting to sign the decision of the Extraordinary General Assembly of Shareholders and invest Mr. Ionascu Stefan, employee of the Company, with the power to sign all the other documents and fulfil the necessary formalities for registering and publishing the resolution of the Extraordinary General Assembly of Shareholders, including the signing of the updated version of the Article of Association before the Notary Public and submit it to the Trade Register Office.

  

The shareholder takes full responsibility for the correct filling in and safe delivery the present voting form. For each item of the agenda, the shareholder shall select (tick “X”) one option of the three mentioned above: “Yeas”, “Against” or “Abstention”.

If the mail-voting form is illegible, carries conflicting or confusing options about all and/or any of the items included in the agenda or contains conditional votes, the form shall be taken into account to meet the quorum conditions but not to decide the majority for each item of the agenda of the General Assembly.

If the mail-voting form does not comply with the conditions stipulated in the Regulation on exercising the mail-voting rights by the shareholders of S.C. ELECTROPUTERE S.A. and/or is not received by the Company under the conditions and within the time specified in the above mentioned regulation and in the notice to attend (which, in case of changes, prevails over the regulation), it is null and void and will not be taken into account for deciding the quorum conditions and the majority.

For the shareholders – natural persons with restricted or no voting right, the mail-voting form will be filled in and signed by the legal representative. The latter must prove his capacity and provide a signature certified under the conditions of the above mentioned regulation and/or in the notice to attend (which, in case of changes, prevails over the regulation).

**Date:** 

**Full name of the shareholder – natural person (legible, in capital letters):**



*(signature and noticeable seal)*

***Note:*** This form, filled in and signed by the shareholder – natural person, together with a copy of his/her (valid) I.D. and the signature specimen certified/authenticated by a notary public, in compliance with the stipulations of the Regulation on the exercise of the mail-voting rights by the shareholders of S.C. ELECTROPUTERE S.A. (the regulation is made available at the headquarters of the Company and on [www.electroputere.ro](http://www.electroputere.ro), following the link Compania/Actionariat (Company/Ownership)) and/or in the Notice to attend, ***should*** ***be received by the Company*** under the conditions and in compliance with the time and procedures mentioned in the Notice to attend and/or the above mentioned regulation.