**SPECIAL POWER OF ATTORNEY**

**(legal entities)**

Subscriber , with the registered office in , registered at the Trade Register Office , under no., legally represented by Mr/Mrs , as shareholder of 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”), bearer of a no. of  dematerialized registered shares, which confers me the right to  voting rights in the general assembly of shareholders, representing % of the total number of 337,602,913 dematerialized registered shares/voting rights issued by S.C. ELECTROPUTERE S.A.,

hereby assign

, citizen,

(full name of the appointed representative) (citizenship)

residing in 

(appointed representative’s address)

identified with ID/PASSPORT series  no., issued by on date , with Personal Identification Number ,

as our representative in the Ordinary General Assembly of Shareholders of S.C. ELECTROPUTERE S.A, convoked on Feb. 20th, 2014, at 11 o’clock, at the Company registered office, from Craiova, 80 Calea Bucuresti Street, Dolj County (the meeting-room), or on Febr. 21st, 2014, at 11 o’clock, if the necessary quorum conditions are not met for the first Notice to attend; the representative is authorized to exercise the voting rights associated with our shares registered in the Shareholders’ Registry Book on the reference date (Feb. 7, 2014) as follow:

**ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS:**

1. The withdrawal of Mr. Manfred Klepacz from the membership of the Board of Directors and from his quality of chairman of the BoD.
2. To complete the structure of the Board of Directors, by appointing a new member; the duration of his mandate is limited to the mandate of the operative Board of Directors. The list providing the name, residence location and professional qualification of the person appointed as administrator shall be made available for the shareholders both at the Company registered office and on its website and can be consulted and filled in since Jan. 15, 2014.

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| --- | --- | --- | --- |
| Registered Candidature | Expressed Votes | | |
| Yeas | Against | Abstention |
| Ahmed Ibrahim AL BASSAM |  |  |  |

1. To settle **March 11,** **2014**, as date of registration for the shareholders who will be affected by the decisions of the Ordinary General Assembly of Shareholders;

  

1. To authorize the representative of the main shareholder, chairman and secretary of the OGAS (Ordinary General Assembly of Shareholders) meeting to sign the decision of the Ordinary 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 Ordinary General Assembly of Shareholders**.**

  

This Special Power of Attorney is granted on the date of . Any subsequent power of attorney granted for the same ordinary general assembly of shareholders revokes this special proxy.

**Shareholder:**



**Represented by:** 

**As**: 

*(signature and seal)*