**SPECIAL POWER OF ATTORNEY**

**(legal entities)**

The undersigned1 , a company organized and operating under the Laws of ,, with the registered office in , registered at the Trade Register Office , under no., legally represented by Mr/Mrs , acting as shareholder of 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 **1.037.602.913** dematerialized registered shares/voting rights issued by 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 ,

**or2**

, citizen,

(full name of the substitute 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 ELECTROPUTERE S.A. to be held on August 31st, 2020, at 11:00 hours, at the Company registered office, from Craiova, 80 Calea Bucuresti Street, Dolj County (the meeting-room), or, at the date of the second meeting (September 1st, 2020, at 11:00 hours), 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 (August 19, 2020) as follows:

**For ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS:**

1. Approval to abolish (close down) MER Division (Rotating Electrical Machines Division).

  

1. Following the expiry of the current contract, the appointment of the financial auditor of the Company and to establish the minimum duration of the financial audit services contract.

  

1. To acknowledge the resignation of Mr. Hesham Ahmed Mohamed Elsayed Heikal from the member of the Board of Directors position.

  

1. To appoint a new member of the Board of Directors, as a result of the resignation of Mr. Hesham Ahmed Mohamed Elsayed Heikal from the member of the Board of Director position.

  

1. To acknowledge the resignation of Mr. Syed Nadeem Uddin Ahmed from the member of the Board of Directors position.

  

1. To appoint a new member of the Board of Directors, as a result of the resignation of Mr. Syed Nadeem Uddin Ahmed from the member of the Board of Director position.

  

1. Filling the structure of the Board of Directors, by appointing a new member of the Board of Directors, its mandate duration being limited to the duration of the mandate of the current Board of Directors.

*There is one vacant position of member in the Board. The Board has no proposals for appointment new member. There are no other proposals for candidates for this vacant position*

  

1. Settle **September 24th, 2020** as **Date of Registration** for the shareholders who will be affected by the decisions of the Ordinary General Assembly of Shareholders:

  

1. Setting the date of **September 23rd, 2020** as **“ex-date”**, namely the date prior to the registration date on which the financial instruments which make object of the company’s resolutions are traded without the rights derived from the resolution, in accordance with the provisions of art. 2, paragraph 2, letter l) from the ASF Regulation no 5/2018 on issuers of financial instruments and market operations.

  

1. The empowerment of the natural person who will accomplish the publicity and registering formalities of the Assembly’s decisions: Mr. Samer AL SHALABI - CEO of the Company

  

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:** 

**As3**: 

*(signature of legal representative and seal of the shareholder4)*

1 There will be attached copies of the legal representative identity card along with the documents attesting the capacity of the legal representative of the shareholder: an excerpt issued by the Trade Registry, original or certified copy, or any other document issued by a competent authority from the country where the shareholder is registered, original or certified copy, issued the latest 3 months before the date when the Assembly convening notice is published, **if the shareholders has not informed Depozitarul Central SA in relation to his legal representative or if this information is not included in the Company’s shareholders list at the Reference Date**;

2 Substitute representative, if the representative appointed by the Power of attorney is unable to fulfill its mandate. If, thru the Power of attorney is appointed more substitutes, please indicate the order in which they will exercise their mandate.

3 Please specify the position held by the legal representative.

4 The Power of Attorney must be signed by the legal representative and the stamp has to be applied, if such stamp exists;

If the Special power of attorney is given to a custodian credit institution, which rendering custody services in the name of the shareholder, please attach the original statement on the financial institution legal representative liability, (signed and stamped), attesting that:

i) the financial institution provides custody services for the respective shareholder;

ii) the instructions from the Special power of attorney are identical with the instruction from SWIFT massage received by the financial institution to vote in the name of the respective;

iii) the Special power of attorney is signed by the shareholder.