

SPECIAL POWER OF ATTORNEY
Requested by the Board of Directors of CARBOCHIM SA
for the Extraordinary General Assembly of the Shareholders of 28/29.04.2015

We/I, the undersigned, with the
registered office / permanent address in
....., with the unique identification code /
personal identification number, registration number with
the Office of the Trade Register, legally represented by
....., as,

Holder/holder of a number of shares issued by CARBOCHIM SA,
representing. % of the share capital, which gives me the right to votes
in the General Assembly of the Shareholders, hereby appoint
....., holder of ID/pasaport
series..... no..... personal identification number....., as my
representative in the Ordinary General Assembly of the Shareholders that will take place
on 28/29.04.2015, 10 a.m., at the registered office of the company, in Cluj-Napoca, no. 3,
P-ta 1 Mai to exercise the right to vote for my holdings registered in the Register of
Shareholders on the reference date set for 15.04.2015, as follows:

Agenda for the Extraordinary General Assembly of the Shareholders

1. Approval of the commercial strategy for the year 2015.

For Against. Abstention

2. Approval of the extension of the credit lines of 3.400.000 RON and 370.000
EUR and securing them with mortgages on the company's assets.

For Against. Abstention

- 3.** Approval of **19.10.2015** as the date of identification of the shareholders who
will be affected by the Decision of the Extraordinary General Assembly of the
shareholders, under article 238 of Law 297/2004 on the capital market and the approval of
the date of 16.10.2015 as ex-date

For Against. Abstention

4. Authorization of an individual to draw up and sign all the decisions taken and
to carry out the necessary formalities to mention/record the decisions with the Trade
Register and to publish them in the Official Gazette of Romania.

For Against. Abstention

The special or general power of attorney, in copy, including the mention "true copy of the original", signed by the representative, shall be completed in capital letters and in 3 original counterparts, one for the principal (shareholder), one for the authorized person and one for CARBOCHIM SA. The copy for CARBOCHIM will be sent or filed with the company, at the registered office of the company in Cluj-Napoca, no. 3, P-ta 1 Mai, Cluj-Napoca, in order to be registered upon its reception at the registered office, the latest on 27.04.2015 until 10 a.m.

The desired option shall be marked by X in the places reserved for votes. If one item on the Agenda is marked by two or three X or all three voting options are marked, that vote shall be deemed null and void. If one item on the Agenda is not marked by X for any voting options, the vote shall be deemed blank vote for that item.

Documents that accompany the special power of attorney:

- **individuals:** special or general power of attorney, copy of the identity document of the shareholder who gives the power of attorney; on entering the room, the authorized person will present his / her original identity document.
- **legal entities:** special or general power of attorney, copy of the Certificate of Registration issued by the Office of the Trade Register (unique registration code) of the shareholder legal entity, confirmation of the company's details issued by the Office of the Trade Register certifying the quality of the legal representative of the person signing the power of attorney, copy of the identity document of the legal representative of the shareholder legal entity; on entering the room, the authorized person will present his / her original identity document.