

SPECIAL POWER OF ATTORNEY
Requested by the Board of Directors of CARBOCHIM SA
for the Extraordinary General Assembly of the Shareholders of 28th / 29th,
April 2020

I / We, the undersigned / underwritten
....., with registered office in
/ with address in, with Tax
Registration Number / Personal Identification Number
....., registration number with the Trade
Register Office , duly represented by
..... acting in the capacity as,
holder of a number of shares issued CARBOCHIM SA.,
representing% of the share capital, which gives me the right to
..... votes within the General Meeting of Shareholders, hereby appoint
....., holder of Identity
Card / Identity Document / Passport series no. Personal
Identification Number, as my representative in
the Extraordinary General Meeting of Shareholders that will take place on April
28th/ 29th, 2020 at 11:00 a.m. at the Company's registered office, in Cluj-Napoca,
P-ta 1 Mai nr. 3 to exercise the right to vote for my holdings recorded in the Stock
Ledger on the reference date set for April 10th, 2020, as follows:

Agenda for the Extraordinary General Meeting of Shareholders

1. To approve the 2020 commercial strategy.

For Against Abstention

2. To approve the extension of the credit lines amounting to a total of RON 8,150,000 or undertaking new ones within the maximum ceiling of RON 10,000,000 and securing them with mortgages on the Company assets.

For Against Abstention

To mandate the Board of Directors in order to set the substantiated conditions for the extensions of credit lines or the undertaking of new ones within the approved ceiling.

For Against Abstention

3. To approve an investment loan amounting to a maximum of RON 3,500,000 or the equivalent value in Euro, in order to make the investments provisioned in the 2020 investment plan.

For Against Abstention

To mandate the Board of Directors in order to determine the concrete conditions in which the investment loan within the approved ceiling shall be undertaken.

For Against Abstention

4. To approve **May 26th, 2020** as the identification date of the shareholders who might be affected by the effects of the resolution of the Extraordinary General Meeting of Shareholders according to Art. 86 paragraph 1 of Law 24/2017 on issuers of financial instruments and market operations and to approve **May 25th, 2020** as ex-date.

For Against Abstention

5. To empower a certain person to draw up and sign all the adopted resolutions and to carry out the required formalities to mention/record the resolutions with the Trade Register and to publish them in the Official Gazette of Romania.

For Against Abstention

Date _____

Surname and first name / Name of the shareholder legal entity

.....
(Last and first name / Name of the shareholder written in capital letters)
Signature of the individual shareholder /signature of legal representative of the shareholder legal entity

.....
**Place for stamp
(shareholder legal entity)**

The special or general power of attorney, in copy, including the annotation certified true copy under the representative's signature shall be filled in with capital letters in 3 original counterparts, one for the principal (shareholder), one for the authorized agent and one for CARBOCHIM SA. The copy for CARBOCHIM SA shall be sent of submitted with the Company's registered office in Cluj-Napoca, P-ta 1 Mai nr. 3, Cluj-Napoca, so that it is recorded upon receipt at the headquarters until April 27th, 2020 at 04:00 p.m. at the latest.

The elected 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; upon entering the room, the authorized agent will show his / her identity document in original.
- **legal entities:** special or general power of attorney, copy of the Certificate of Incorporation issued by the Trade Register Office (CUI) of the shareholder legal entity, Confirmation of the Company Details issued by the Trade Register Office certifying the capacity as legal representative of the person signing the power of attorney, copy of the Identity Document of the legal representative of the shareholder legal entity; upon entering the room, the authorized agent will show his / her identity document in original.