

SPECIAL POWER OF ATTORNEY
Requested by the Board of Directors of CARBOCHIM SA
for the Ordinary General Assembly of the Shareholders of 26/27.04.2017

We / I, with the registered office in / with the permanent address in, with the tax code / personal identification number, registration number with the Trade Register Office, legally represented by, as, holder / holder of a number of shares, issued by CARBOCHIM SA, representing % of the share capital, which confers me the right to votes in the general meeting of the shareholders, hereby appoint holder of ID / passport series no. personal identification number, as my representative in the Ordinary General Meeting of Shareholders that will take place on 26/27.04.2016, 10 a.m., at the registered office of the company, in Cluj-Napoca, no. 3, 1 Mai Square to exercise the right to vote for my holdings registered in the Register of Shareholders on the reference date set for 14.04.2017, as follows:

AGENDA

For the Ordinary General Meeting of Shareholders

1. Presentation and approval of the annual financial statements signed on 31.12.2016 (prepared in accordance with the International Financial Reporting Standards as adopted by the European Union and with Order No. 2844/2016 of the Minister of Public Finance for the approval of accounting regulations in accordance with the International Financial Reporting Standards, based on the reports presented by the Board of Directors and the financial auditor.

For Against. Abstention

2. Discharge of administration of the directors of the financial year 2016.

For Against. Abstention

3. Approval of the distribution of the net profit of the financial year 2016, in the amount of 967.964,83 RON, as follows:

- legal reserves: 61.724,29 RON
- undistributed profit (reported result): 906.240,54 RON

For Against. Abstention

2017. 4. Presentation and approval of the income and expenditure budget for year

For Against. Abstention

5. Presentation and approval of the investment program for year 2017.

For Against. Abstention

6. Appointment of the financial auditor and setting the financial auditor's contract duration, following the running out of the audit contract and appointment of the general manager to negotiate and sign the respective contract.

For Against. Abstention

7. Approval of **May 16th, 2017** as the date of identification of the shareholders who will be affected by the Decision of the Ordinary General Meeting of Shareholders, in compliance with article 238 of Law 297/2004 on the capital market and the approval of the date of **May 15th, 2017** as the ex-date.

For Against. Abstention

8. 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

Date

Surname and given name /name of the shareholder legal entity

.....
(Surname and given 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 the stamp
(shareholder legal entity)***

The special or general power of attorney, in copy, including the mention "true copy of the original", under the signature of 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 SA will be sent or filed with the company, at the registered office of the company in Cluj-Napoca, no. 3, 1 Mai Square, Cluj-Napoca, in order to be registered upon its reception at the registered office, the latest on 26.04.2016 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 Trade Register Office (tax code) of the shareholder legal entity, Confirmation of the Company's Details issued by the Office 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; on entering the room, the authorized person will present his / her original identity document.*