

SPECIAL EMPOWERMENT

The subscribed _____, with the headquarters at _____ str. _____ no _____, legally represented by _____, as _____, owning a number of _____ shares issued by S.C. ROMCARBON S.A, representing _____% from the social capital, which offers my the right to _____ votes from the total number of votes in the General Shareholders Meeting, I empower throughout the present _____ as my representative in the **Extraordinary General Shareholders Meeting** of S.C. ROMCARBON Company which will take place on **01.08.2018, 12.30 p.m.** at ROMCARBON headquarters, Transilvaniei Street, no. 132, or for the date established for the second meeting – **02.08.2018, 12.30 p.m.**, if the first will not fulfill the legal conditions regarding the quorum, to use the voting right for all my shares identified in the Shareholders Registry at **20.07.2018**, as it follows:

Extraordinary Shareholders Meeting Agenda	For	Against	Abstain
<p>1.Approval, under condition of obtaining prior consent of financing banks in this regard, for Romcarbon S.A. as lender, to grant Livingjumbo Industry SA, as borrower, of a shareholder loan in amount of 1.000.000 Euro, destined for sustaining Livingjumbo Industry SA activity and reimbursment of the credit in value of 1.000.000 Euro contracted with Unicredit Bank S.A. in the following main conditions:</p> <ul style="list-style-type: none"> - maturity: 12 months, with the possibility to prolong by additional equal periods; - interest rate: 4% /year; - guarantees: blue ceck ; - currency: Euro. <p>1.1.The empowerment of the General Manager and Financial Manager to represent the company, negotiate the loan contract clauses and sign it and all/any addendums thereto, as well as any/all necessary documents in this regard.</p>			
2.Approval for Romcarbon S.A. Investment Plan for the			

<p>year 2018, in value of 951,834 Euro, as detailed in point I. of the material no. 6425/26.06.2018, as well as approval for the modification of of the Investment Plan approved for the year 2017, in the sense of replacing some of the investment objectives approved according to this investment plan with other investment objectives, as detailed in point II. of the material no.6425/26.06.2018.</p> <p>2.1.The empowerment of the General Manager and Financial Manager to represent the company, negotiate the acquisition contract clauses and sign them and all/any addendums thereto, any/all necessary financing contracts and addendums tehereto, as well as all/any documents in this regard.</p>			
<p>3.Approval for Romcarbon S.A. to contract a loan in amount of 700.000 Euro to complete the financing structure for implementing the 2018 Investment Plan, as well as approval for consequently increasing Romcarbon SA banking exposure by the amount 700.000 Euro and for supplementing the guarantee structure already established, with those guarantees that will be established by the company in order to guarantee this new credit.</p> <p>3.1.The empowerment of the General Manager and Financial Manager to represent the company in order to contract the credit, to negotiate the contractual clauses, to identify the required movable guarantees and/or immovable guarantees and to sign all/any credit agreements, all/any movable and/or immovable mortgage contracts , all/any addendums thereto, as well as any other documents required for this purpose.</p>			
<p>4. Approval of 04.10.2018 as “registration date”, according to art. 86 par.1 of Law no.24/2017 on issuers and capital market operations and art.2 par.2 let.f of the A.S.F. Regulation nr.5/2018.</p>			
<p>5.Approval of 03.10.2018 as “ex-date”, according to</p>			

art.2 par.2 let.I of the A.S.F. Regulation nr.5/2018.			
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Throughout the present, _____ fully empowers the above mentioned representative, regarding all the problems identified and included on the Agenda until the date of the present empowerment's sign.

Date _____

(the signature of the shareholder- physical person or representative of the judicial person)

(name, surname of the shareholder, with capital letters)

The present was concluded in 3 exemplary, one for shareholder, one for the empowered person and one for S.C. ROMCARBON S.A. The exemplary for ROMCARBON S.A. will be sent by post office or will be sent to the company's headquarters from Buzau, str Transilvaniei no. 132, or e-mail address office@romcarbon.com (if electronic means are used, special mandate be extended forward by electronic signature)with the mention "POWER OF ATTORNEY FOR EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS of 01/02.07.2018". at the latest 30.07.2018, 17.00 p.m.