

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 **Ordinary General Shareholders Meeting** of S.C. ROMCARBON Company which will take place on **01.08.2017, 12.00 p.m.** at ROMCARBON headquarters, Transilvaniei Street, no. 132, or for the date established for the second meeting – **02.08.2017, 12.00 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 **21.07.2017**, as it follows:

Ordinary Shareholders Meeting Agenda	For	Against	Abstain
1.Approval to distribute as dividends the net profit recorded in the fiscal year 2016, remained undistributed (according to the General Meeting of Shareholders Decision of 27.04.2017, pt.6 let.c) in the amount of 1.399.683,48 lei			
2. Approval to distribute as dividends part of the net profit recorded in the financial year 2014, remained undistributed (according to the General Meeting of Shareholders Decision of 29.04.2015, pt.6 let.d) in amount of 607,644.45 lei.			
3. Approval, as a result of approving points 1 and 2 to distribute as dividends the total amount of 2.007.327,93 lei, the gross dividend/share being of 0.0076 lei/share for the total number of 264 122 096 shares, distribution of the dividends following to be made according to the provisions of the law and under the condition of obtaining consent from the company's creditor banks.			
4.Approval of 04.10.2017 as " registration date ", according to art. 238 of Law 297/2004 regarding the capital market and art.2 let.e of the C.N.V.M. Regulation no.6/2009.			

5.Approval of 03.10.2017 as “ ex-date ”, according to art.2 let.f of the C.N.V.M. Regulation no.6/2009.			
6.Approval of 24.10.2017 as the “ payment day ”, according to art.2 let.g of the C.N.V.M. Regulation no.6/2009.			

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 ORDINARY GENERAL MEETING OF SHAREHOLDERS of 01/02.08.2017" at the latest 28.07.2017, 17.00 p.m.