

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 me 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 **01.08.2018, 12.00 p.m.** at ROMCARBON headquarters, Transilvaniei Street, no. 132, or for the date established for the second meeting – **02.08.2018, 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 **20.07.2018**, as it follows:

Ordinary Shareholders Meeting Agenda	For	Against	Abstain
1. Approval to distribute as dividends the amount of 2.007.327,93 lei , representing part of the net profit recorded in the fiscal year 2017, in total amount of 3.070.409,69 lei, remained undistributed (according to the Ordinary General Meeting of Shareholders Decision no.2 of 26.04.2018, pt.6 let.c)			
2. Approval, as a result of approving point 1 to distribute the gross dividend/share of 0.0076 lei/share, corresponding to financial exercise 2017, 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.			
3. 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.			
4. Approval of 03.10.2018 as “ ex-date ”, according to art.2 par.2 let.l of the A.S.F. Regulation nr.5/2018.			
5. Approval of 24.10.2018 as the “ payment day ”, according to art.2 par.2 let. h and art.178 par.1 of the A.S.F. Regulation nr.5/2018.			

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 01/02.08.2018" at the latest 30.07.2018, 17.00 p.m.