

**Vote by Correspondence Form,
according to art. 18, 2nd paragraph
from CNVM Regulation 6/2009**

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 express, throughout the present form, according to art. 18, 2nd paragraph from CNVM Regulation 6/2009, my **VOTE** (corresponding to my shareholdings registered at the reference date **17.04.2018**) regarding the points included on the Agenda of the Ordinary General Shareholders Assembly convoked for **26.04.2018 12.00 p.m.** in Buzau, Transilvaniei Street, no. 132, or at the second GSA convoked for **27.04.2018, 12.00 p.m.**, if the first will not fulfill the presence quorum, as follows:

Ordinary Shareholders Meeting Agenda	For	Against	Abstain
1.Presentation, discussion and approval of the annual report of the Board of Directors for the fiscal year 2017.			
2.Presentation and approval of the individual financial statements for the financial year 2017 in accordance with International Financial Reporting Standards (IFRS) based on: Directors' Report and External Financial Auditor's Report for the financial year 2017.			
3.Presentation of the report of the external financial auditor - Deloitte Audit SRL, member of Deloitte Touche Tohmatsu - on the consolidated financial statements for the financial year 2017.			
4.Presentation and approval of the consolidated financial statements, for the financial year 2017 in accordance with International Financial Reporting Standards (IFRS) based on: Directors' Report and External Financial Auditor's Report for the financial year 2017.			
5.Presentation of the report of the external financial auditor - Deloitte Audit SRL, member of Deloitte Touche Tohmatsu - changing situations on the consolidated financial statements prepared in accordance with International Financial Reporting Standards (IFRS) for the fiscal year 2017.			

<p>6.Approval of the distribution of the net profit recorded in the fiscal year 2017 in the amount of 4.798.065,69 lei on the following destinations:</p> <p>a) Legal reserves amounting to 239.903 lei;</p> <p>b) Other reserves amounting to 1.487.753 lei, representing fiscal facility regarding the profit tax exemption for the profit reinvested in 2017;</p> <p>c) Retained earnings amounting to 3.070.409,69 lei.</p>			
<p>7.Presentation and approval of the Annual Report for 2017, prepared in accordance with CNVM Regulation No.1/2006 on issuers and operations with securities and the Corporate Governance Code of the Bucharest Stock Exchange.</p>			
<p>8.Approval to discharge the members of the Board of Directors for the work in fiscal year 2017.</p>			
<p>9.Approval to contract services for the statutory audit of the company for the financial year 2018.</p>			
<p>10.Approval of the income and expenses budget for the financial year 2018.</p>			
<p>11. Approval, in consideration of the provisions of Government's Emergency Ordinance no.79/2017, for the modification of Law no.227/2015, the Fiscal Code, that starting with January 1-st, 2018, ROMCARBON SA Members of the Board of Directors, be granted the same net fee in payment at 31.12.2017, to which it will be added all legal tax and fees. The fee difference since January 2018 up to the day will be paid retroactively. The total of the net fee remain the same as before and the taxes paid by the company will be according to the law.</p>			
<p>12.Approval of 23.05.2018 as "registration date", according to art. 86 of Law 24/2017 regarding issuers and art.2 let.e of the C.N.V.M. Regulation no.6/2009.</p>			
<p>13.Approval of 22.05.2018 as "ex-date", according to art.2 let.f of the C.N.V.M. Regulation no.6/2009.</p>			
<p>14.To note the termination of Mr. Hung, Ching-Ling, Member and Chairman of the Board of Directors of ROMCARBON SA, due to the impossibility of being exercised.</p>			
<p>15. Election of a new member of the Board of Directors of ROMCARBON SA, considering the termination of the term of office of Mr. Hung, Ching-Ling, for a term equal to the</p>			

remaining period until the expiry of his predecessor's term, ie until 04.02.2020 and granting a monthly net fee equal in value to the monthly net fee received by his/her predecessor.			
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Date _____

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

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

*By completing and signing this voting form I take the obligation to transmit one original exemplary by post office or to the e-mail address office@romcarbon.com (if electronic means are used, the form will bear extended electronic signature), to S.C. ROMCARBON SA headquarters, from Buzau, str Transilvaniei no. 132, labeled "VOTE BY MAIL FOR ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26/27.04.2018, accompanied by a copy of the valid identification (ID / ID card in case of natural persons or certificate of registration and copy of the ID's legal representative for legal persons) in a timely manner so that it can be recorded in the registry of the company at the latest on **24.04.2018**, 17:00.*