

SPECIAL POWER OF ATTORNEY
requested by the Board of Directors of SC CARBOCHIM SA
for the Extraordinary General Meeting of the Shareholders of April 26 and April 27, 2013

We / I,, headquartered in /
residing in, VAT no. / PIN
....., Trade Registry no., duly represented by
....., acting in his/her capacity of, the holder of as
many as shares issued by SC CARBOCHIM SA, representing % of the share
capital, which entitle us/me to votes within the shareholders' general meeting, herewith
appoint, the owner of identity card / passport series,
no., PIN, as our/my representative in the Extraordinary
General Meeting of the Shareholders convened for April 26 and April 27, 2013, 10 a.m., at the
company's office, located in Cluj-Napoca, P-ta 1 Mai, nr. 3, in order to exert his/her voting
entitlement by virtue of my stockholding booked in the Shareholders' Register on the reference date
set up for April 15, 2013, in this respect:

Agenda of the Extraordinary General Meeting of the Shareholders

1. To approve the business strategy for 2013.

For Against Abstention

2. To approve the date of May 15, 2013 as the date when the shareholders affected by the resolution
of the Shareholders' Extraordinary General Meeting are identified, pursuant to Article 238 of Law
297/2004 on the capital market.

For Against Abstention

3. To authorize a person to draft and sign all the resolutions adopted and take all necessary steps as
to mention / record the resolutions with the Trade Registry and to publish the same in the Official
Journal of Romania.

For Against Abstention

Date.....

Surname & forename(s) / Name of the shareholder - legal entity

.....
(shareholder's surname & forename(s) / name in capital letters)

Signature of the shareholder – natural entity / Signature of the legal representative of the shareholder – legal entity

***Place for the seal
(shareholder – legal entity)***

.....
The power of attorney shall be filled in in capital letters and shall be drawn up in 3 original counterparts: one for the principal (the shareholder), one for the proxy and one for SC CARBOCHIM SA. The counterpart for SC CARBOCHIM SA shall be sent or submitted to the company's head office of Cluj-Napoca, P-ta 1 Mai, nr. 3, to be recorded before April 24, 2013, 10 a.m.

In the spaces provided for the votes, the chosen option will be marked with an X. If for an item on the agenda two or all three of the voting options are marked by X, the respective vote will be considered null. If for an item on the agenda no voting option is marked by an X, the vote on that particular item will be considered as not expressed.

The documents accompanying the special power of attorney:

- *for natural entities: the copy of the authorizing shareholder's identity document ; upon his/her entering the room, the proxy shall show his/her own identity paper in its original form.*
- *for legal entities: a copy of the Registration Certificate with the Trade Register (VAT no.) of the legal shareholder - entity, the original Certificate of Good Standing issued by the Trade Register, attesting the position as legal representative of the person signing the ballot paper, and a copy of the identity document of the legal representative of the shareholder – legal entity; upon his/her entering the room, the proxy shall show his/her own identity paper in its original form.*

A power of attorney granted by one of the shareholders, as to authorize a credit institution offering trustee services to participate and vote within the Extraordinary General Meeting of the Shareholders, shall be signed by such shareholder and accompanied by an affidavit signed by the authorized credit institution, mentioning the following: a) the credit institution performs trustee services for the shareholder; b) instructions in the power of attorney are exactly the same instructions as in the SWIFT message received by the credit institution to vote on behalf of the shareholder; c) the power of attorney is signed by the shareholder.