

SPECIAL POWER OF ATTORNEY

Requested by the Board of Directors of CARBOCHIM SA

for the Extraordinary General Assembly of the Shareholders of 26/27.02.2018

We / I, with the registered office in / with the permanent address in, with the tax code / personal identification number, registration number with the Trade Register Office, legally represented by, as, holder / holder of a number of shares, issued by CARBOCHIM SA, representing % of the share capital, which confers me the right to votes within the general meeting of shareholders, hereby appoint holder of ID / passport series No. personal identification number, as my representative in the Ordinary General Meeting of Shareholders that will take place on 26/27.02.2018, 11 a.m., at the registered office of the company, in Cluj-Napoca, no. 3, 1 Mai Square to exercise the right to vote for my holdings registered in the Register of Shareholders on the reference date set for 12.02.2018, as follows:

AGENDA

FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

1.A. To confirm, ratify and undertake Addendum no. 10 regarding Special Loan Conditions of (CSC) to the Loan Contract no. CLUJ3/137/2009 of December 9th, 2009, as signed with Unicredit Bank S.A.

Mr. Popoviciu Viorel Dorin, in the capacity as General Manager and Mrs. Barabula Mihaela in the capacity as Economic Manager signed on December 8th, 2017 Addendum no. 10 regarding Special Loan Conditions of (CSC), as verified, ratified and undertaken through the herein resolution.

For..... Against..... Abstention.....

1.B. To confirm, ratify and undertake the Mortgage Contract to the Loan Contract no. CLUJ3/137/2009 of December 9th, 2009, entered with Unicredit Bank S.A.

Mr. Popoviciu Viorel Dorin, in the capacity as General Manager and Mrs. Barabula Mihaela in the capacity as Economic Manager signed on December 8th, 2017 the Mortgage Contract to the Loan Contract no. CLUJ3/137/2009 of December 9th, 2009 as verified, ratified and undertaken through the herein resolution.

For..... Against..... Abstention.....

2. To approve **March 15th, 2018** as the date to identify shareholders who might be affected by the Resolution of the Extraordinary General Meeting of Shareholders, according to article 86, paragraph 1 of Law 24/2017 regarding the financial instruments' issuers and market operations and to approve **March 14th, 2018** as ex – date.

For..... Against..... Abstention.....

3. To empower an individual to draw up and sign all the decisions taken and to carry out the necessary formalities to mention/record the decisions with the Trade Register and to publish them in the Official Gazette of Romania.

For..... Against..... Abstention.....

Date

Surname and given name /name of the shareholder legal entity

.....

(Surname and given name /name of the shareholder legal entity written in capital letters)

Signature of the individual shareholder /signature of legal representative of the shareholder legal entity

.....

Place for the stamp

(shareholder legal entity)

The special or general power of attorney, in copy, including the mention “true copy of the original” , under the signature of the representative, shall be filled – in capital letters and in 3 original counterparts, one for the principal (shareholder), one for the authorized person and one for CARBOCHIM SA. The copy for CARBOCHIM will be sent or filed with the company, at the registered office of the company in Cluj-Napoca, no. 3, 1 Mai Square, Cluj-Napoca, in order to be registered upon its reception at the registered office until February 23rd, 2018, 4 p.m. at the latest.

The elected option shall be marked by X in the places reserved for votes. If one item on the Agenda is marked by two or three X or all three voting options are marked, that vote shall be deemed null and void. If one item on the Agenda is not marked by X for any voting options, the vote shall be deemed blank vote for that item.

Documents that accompany the special power of attorney:

- **individuals:** *special or general power of attorney, copy of the identity document of the shareholder who gives the power of attorney; upon entering the room, the authorized person will present his / her original identity document.*
- **legal entities:** *special or general power of attorney, copy of the Certificate of Registration issued by the Trade Register Office (tax code) of the shareholder legal entity, Confirmation of the Company’s Details issued by the Trade Register Office certifying the capacity as legal representative of the person signing the power of attorney, copy of the Identity Document of the legal representative of the shareholder legal entity; upon entering the room, the authorized person will present his / her original identity document.*

