

POWER OF ATTORNEY

Of representation before the Extraordinary General Assembly of Shareholders (AGAE) of VES Joint Stock Company - Sighișoara on September 25th or 26th of 2014, 13:00 hours, in Cluj-Napoca, Tetarom I Industrial Park, 47/15N Taietura Turcului Street, Office Building, Body A, 2nd Floor, Cluj County.

The undersigned _____,
professionally residing in _____, street _____, no. _____, apt
_____, registered with the Trade Registry under no. _____, Tax Identification Number
_____, legally represented by Mr./Ms. _____, as
_____, **SHAREHOLDER** of VES Joint Stock Company - Sighișoara, holder of a
number _____ of _____ shares, representing
_____ % of the total number of shares of VES Joint Stock Company,
which entitles me to _____ votes in the General Assembly of Shareholders,
representing _____ % of the total number of votes,

Hereby appoints _____, domiciled in the locality
of _____, street _____, no. _____, apt _____, identified by
Identity Card _____ series, no. _____, Personal Numerical Code _____, as its
representative before the Extraordinary General Assembly of Shareholders, to exercise the right to vote
as per its holdings registered in the Registry of Shareholders, in respect to all items in the Agenda of the
Extraordinary General Assembly of Shareholders (AGAE) on September 25th 2014, 13:00 hours, in
Cluj-Napoca, Tetarom I Industrial Park, 47/15N Taietura Turcului Street, Office Building, Body A, 2nd
Floor, Cluj County, or on September 26th 2014, same hour and location, to a second call, as follows:

1. Approving the amendment of the Articles of Incorporation of VES J.S.C. Sighișoara, namely amending Article 16 paragraph (25) of the Articles of Incorporation in accordance with the approval of the Ordinary General Assembly of Shareholders pertaining to the election of a new member in the Supervisory Board on the vacant position.

In favor Opposed Abstentions

2. Approving the date of October 15th 2014 as the date of registration and identification of the shareholders on which the decisions of the Extraordinary General Assembly of Shareholders have effect in accordance with the provisions of Article 238 of Law no. 297/2004 of the Capital Market.

In favor Opposed Abstentions

3. Appointing Mr. Fetita Alin Sorin, domiciled in Cluj-Napoca, 74 Calea Dorobantilor, apt. 114, identified by I.C. KX series, no. 709917, issued by Cluj-Napoca Public Community Service of Personal Records on November 25th 2009, PNC 1731218120700, to carry out all formalities required for registration and publication of AGAE decisions and signing the amended Articles of Incorporation.

In favor Opposed Abstentions

DATE

Name, surname, and signature of the shareholder
