

POWER OF ATTORNEY

Of representation before the Ordinary General Assembly of Shareholders of VES Joint Stock Company - Sighișoara on April 28th or 29th of 2015, 12:00 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 Ordinary 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 Ordinary General Assembly of Shareholders on April 28th 2015, 12:00 hours, in Cluj-Napoca, Tetarom I Industrial Park, 47/15N Taietura Turcului Street, Office Building, Body A, 2nd Floor, Cluj County, or on April or 29th 2015, same hour and location, to a second call, as follows:

1. The approval of the Annual Report of the Board of Directors of VES Joint Stock Company - Sighișoara for 2014.

In favor Opposed Abstentions

2. Approval of the Balance Sheet, Profit and Loss Account, and the annexes related to ending the financial year 2014, and the distribution of profit for coverage of the previous years' loss.

In favor Opposed Abstentions

3. Approval of the Financial Audit Report for certification of the Balance Sheet for 2014.

In favor Opposed Abstentions

4. Approval of the financial management discharge of the Board of Directors for 2014, based on the reports presented.

In favor Opposed Abstentions

5. Approval of the Income and Expenditure Budget for 2015.

In favor Opposed Abstentions

6. Revoking the Auditor "Casa de Audit Corvinia" Limited Liability Company, legally represented by Mr. Sendroni Aurel, subsequently to the termination of the Audit Contract concluded between the parties.

In favor Opposed Abstentions

7. Approval of 05.19.2015 as the date of registration, consequently of identification of the shareholders incident to the effects of the AGAO (Ordinary General Meeting of Shareholders) decision in compliance to the provisions of Article 238 of Law no. 297/2004 on the (capital) market, and of the date of 05.18.2015 as an ex date, as defined by the provisions of CNVM Regulation no. 6/2009.

In favor Opposed Abstentions

8. 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 AGAO decisions.

In favor Opposed Abstentions

DATE

Signature of the shareholder
