

SPECIAL POWER OF ATTORNEY

for representation in the Extraordinary General Meeting of VES S.A. Sighișoara Shareholders of 31.08.2015 or 01. 09. 2015, 12.00 a.m. in Cluj-Napoca, Parc Industrial Tetarom I, str. Taietura Turcului, nr. 47/15N, Cladire de birouri, Corp A, Et.2, jud. Cluj.

The undersigned _____, residing in _____, str. _____, nr. _____, ap. _____, holder of BI/CI series _____, no. _____, personal identification number _____, **SHAREHOLDER** of S.C. VES S.A. Sighisoara with _____ shares, representing _____% of the total number of VES S.A. shares, entitling me to _____ votes in the General Meeting of Shareholders (GMS), representing _____% of the total number of shares,,

I hereby entrust _____, residing in _____, str. _____, nr. _____, ap. _____, holder of BI/CI series _____, no. _____, personal identification number _____, as my representative in the Ordinary General Meeting of Shareholders, to exercise the right to vote corresponding to my holdings registered with the Register of Shareholders, regarding the entire agenda of the Ordinary General Meeting of Shareholders of 31.08.2015, 12.00 a.m., held in Cluj-Napoca, Parc Industrial Tetarom I, str. Taietura Turcului, nr. 47/15N, Cladire de birouri, Corp A, Et.2, jud. Cluj, and of the second convening of 01.09.2015, held at the same time and in the same place, as follows:

1. Choosing a new member in the Company's Supervising Board, taking into account the vacancy following the resignation submitted by Mr. Weiler Dan, for the remaining period until the expiration of the mandate of the resigning member.

For ainst entions

Candidate list with options: For Against Abstentions

FETITA ALIN-SORIN

For inst Abentions

2. Establishing the allowance of the new member of the Company's Supervisory Board.

For

Against

Abstentions

3. Approval of the date of 16.09.2015 as registration date, i.e. for identifying the shareholders covered by the GMS decision, in compliance with Article 238 of Law 297/2004 on the capital market, and of 15.09.2015 as ex date, as defined by the CNVM Regulation no. 6/2009.

For

Against

Abstentions

4. The entrustment of Mr Fetiță Alin Sorin, residing in Cluj-Napoca, Cal. Dorobanților nr.74 ap.114, holder of the ID card series KX, number 709917, issued by SPCLEP Cluj-Napoca, on 25.11.2009, with fulfilling all the formalities required to record and release the GMS decisions.

For

Against

Abstentions

DATE

Shareholder's signature
