

SPECIAL POWER OF ATTORNEY

for representation in the Ordinary General Meeting of Shareholders VES S.A. Sighișoara of 27 or 28.04.2016, 13.00 p.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. _____, CNP no. _____, **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 mandate _____, residing in _____, street _____, no. _____, apartm. _____, holder of BI/CI series _____, no. _____, PIN no. _____, 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 27.04.2016, 13:00, 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 28.04.2016, held at the same time and in the same place, as follows:

1. Approval of Annual Report of Directorate of SC.VES.SA Sighisoara for year 2015.

For Against Abstentions

2. The approval of the Balance Sheet, Profit and Loss Account and annexes for fiscal year 2015 and allocation of net profit for the year 2015 for the coverage of the last years losses.

For Against Abstentions

3. Approval of Financial Audit Report for 2015 Balance Sheet certification.

For Against Abstentions

4. Approval of discharge from administration of Directorate for fiscal year 2015 based on presented reports.

For Against Abstentions

5. Approval of Revenues and Expenses budget for 2016.

For Against Abstentions

6. Approval of the date of 18.05.2016 as registration date, i.e. for identifying the shareholders covered by the OGMS decision, in compliance with Article 238 of Law 297/2004 on the capital market, and of 17.05.2016 as ex date, as defined by the Romanian National Securities Commission Regulation no. 6/2009.

For Against Abstentions

7. Approval of the madate of Felmer Hans Christian, with fulfilling all the formalities required to register and release the OGMS decisions.

For Against Abstentions

DATE

Shareholder's signature
