

SPECIAL POWER OF ATTORNEY

for representation in the Extraordinary General Meeting of VES S.A. Sighișoara Shareholders of 29.06.2017 or 30.06.2017, 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. _____, PIN no. _____, **SHAREHOLDER** of S.C. VES
S.A. Sighișoara 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 _____, street _____, no. _____, apartm.
_____, holder of BI/CI series _____, no. _____, PIN no.
_____, as my representative in the Extraordinary 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 Extraordinary General Meeting of
Shareholders of 29.06.2017, 12:00 p.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 30.06.2017, held at the same time and in the same place, as follows:

1. Approval of the amendment of the Articles of Incorporation of SC.VES.SA Sighișoara, respectively the modification of Article 16 paragraph (25) of the Articles of Incorporation, in accordance with the approval from the OGMS concerning the election of a new member in the Supervisory Board on the vacant position.

For Against Abstentions

2. Approval of the date of 20.07.2017 as registration date, i.e. for identifying the shareholders who shall comply with EGMS decision, in accordance with the stipulations of Article 238 of Law 297/2004 on the capital market, and of 19.07.2017 as ex date, as defined in the stipulations of CNVM Regulation no. 6/2009.

For Against Abstentions

3. To mandate Mr. Felmer Hans Christian, for the execution of all the formalities required to register and publication of the EGMS decisions and signing the updated Articles of Incorporation.

For

Against

Abstentions

DATE

Shareholder's signature
