

SPECIAL POWER OF ATTORNEY

for representation in the Ordinary General Meeting of VES S.A. Sighișoara Shareholders of 29 or 30.06.2017, 12.00 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. 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 _____, 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 29.06.2017, 12:00 pm, 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 on 30.06.2017, held at the same time and in the same place, as follows:

1. Election of a new member of the Company's Supervisory Board for the vacant position as effect of Mr Fetita Alin Sorin resignation and validation of the new member in the Supervisory Board for a duration of 3 years, 5 months and 6 days, respectively until 06.12.2020.

SC. RIMERO SRL, by permanent representative MOGA BOGDAN CRISTIAN

For

Against

Abstentions

2. Approval of the annual remuneration pertaining to the members of the Supervisory Board at 80.000 Euro net, cumulative for all members.

For Against Abstentions

3. 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

4. To mandate Mr. Felmer Hans Christian, with fulfilling all the formalities required to register and release the EGMS decisions.

For Against Abstentions

DATE

Surname, first name and signature of the shareholder
