

**SPECIAL POWER OF ATTORNEY**

for representation in the Ordinary General Meeting of Shareholders of VES SA Sighișoara dated 04-23-24.2020, 11.00 a.m. in Cluj-Napoca, str. Fagului nr.83, et.3, jud. Cluj.

The undersigned \_\_\_\_\_, residing in \_\_\_\_\_, str. \_\_\_\_\_, nr. \_\_\_\_\_, ap. \_\_\_\_\_, holder of the Identity Card series \_\_\_\_\_, no. \_\_\_\_\_, Personal identification Number \_\_\_\_\_, **SHAREHOLDER** at 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. \_\_\_\_\_, ap. \_\_\_\_\_, holder of Identity Card series \_\_\_\_\_, no. \_\_\_\_\_, Personal Identification Number \_\_\_\_\_, as my representative in the Ordinary General Meeting of the Shareholders, to exercise the right to vote related to my holdings registered in the Register of Shareholders, on all the items on the agenda of the Ordinary General Meeting of Shareholders of 04-23-2020 at 11.00 a.m., in Cluj-Napoca, str. Fagului nr.83, et.3, jud. Cluj, respectively the date of 04-24-2020, at the same time and the same place, at a second notice, as follows:

1. Approval of the Annual Report of the Managing Board of SC.VES S.A. Sighișoara for the year 2019.

For                       Against                       Abstentions

2. Approval of the Balance Sheet, the Profit and Loss Account and the annexes related to the closing of the financial year 2019.

For                       Against                       Abstentions

3. Approval of Financial Audit Report for 2019 Balance Sheet certification.

For                       Against                       Abstentions

4. Approval of discharge from administration of the Managing Board for fiscal year 2019 based on presented reports.

For                       Against                       Abstentions

5. Approval of Income and Expenses budget for 2020.

For                       Against                       Abstentions

6. Approval of the date of 05-15-2020 as the date of registration, respectively of identification of the shareholders on whom the effects of the OGMS decision reflect, in accordance with the provisions of Law 24/2017 regarding the issuers of financial instruments and market operators, and of 05-14-2020 as ex date, as defined by the provisions of the ASF Regulation no.5/2018.

For

Against

Abstentions

7. Mandating the President of the Managing Board to carry out all the necessary formalities in order to register and publish the OGMS decisions.

For

Against

Abstentions

Date

Shareholder's signature

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