

VES S.A.

Sighișoara, str. Mihai Viteazu, nr. 102, jud. Mureș

J26/2/1991 ; RO 1223604

Two-tier system company

SPECIAL POWER OF ATTORNEY

for representation in the **Extraordinary General Meeting of VES S.A. Shareholders** of 22 / 23.04.2021, 12.00 a.m., in Cluj-Napoca, str. Câmpului, nr. 33, et. 2, jud. Cluj.

The Underwritten / Undersigned _____, based / residing in _____, str. _____, nr. _____, ap. _____, registered with the Trade Register Office under no. _____, VAT code no. _____, / holder of BI/CI series _____, no. _____, personal identification number no. _____, duly represented by Mr/Ms _____ as _____ / on my own behalf, shareholder of **VES S.A.** 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 _____, nr. _____, ap. _____, 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 22/23.04.2021, 12:00 a.m., held in Cluj-Napoca, str. Câmpului, nr. 33 et. 2, jud. Cluj, as follows:

1. To find the impossibility of implementing the EGMS Decision no. 1 of 04.08.2020 regarding the decrease of the share capital by 12.000.000 lei at the terms provided in Art. 4 of the decision, as a result of the intervention of unforeseen situations and, respectively, not imputable to the company.

To vote:

For Against Abstention

2. To approve a plan regarding the actions to be taken by the company regarding the resumption of the procedure for reducing the share capital.

To vote:

For Against Abstention

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3. To approve the date of 12.05.2021 as registration date, respectively for identifying the shareholders covered by the OGMS decision, in compliance with the provision of the Law 24/2017 regarding issuers of financial instruments and market operators, and of 11.05.2021 as ex date, as defined by the ASF Regulation no. 5/2018.

To vote:

For

Against

Abstention

4. To mandate the Chairman of the Board with fulfilling all the formalities required to register and release the EGMS decisions.

To vote:

For

Against

Abstention

Date

Shareholder`s Signature
