

Special power of attorney

The undersigned _____ [name and surname of the shareholder, physical person], identified with _____ [identity document], series _____, number _____, issued by _____, on _____, with residence in _____, and Personal number _____,

or

The commercial company _____ [name of the shareholder, juridical person], with social headquarter in _____, registered at the Trade Register with no. _____, unique registration code, _____ legally represented by _____, [name and surname of the legal representative],

Owner at the present date of a number of _____ shares, which awards me _____ votes, I hereby nominate _____ from _____, owner of the identity card series _____ no. _____ issued by Police from _____ on _____ as my legal representative at the Ordinary General Assembly of the shareholders of S.C. CONTED S.A. that will take place on 15.03.2014, 10:00 hours, in Dorohoi, 8th 1 Decembrie St., Botoșani county, or at the date of the second assembly 16.03.2014, in the case the first one will not take place, to exercise the right of vote afferent to my holdings registered at the Shareholders Register– Central Depository S.A., as follows:

TEXT OF THE PROPOSALS SUPPOSED TO VOTE	YES	NO	ABSTENTION
1	2	3	4
1. Approval of the Board of Directors' President Report about the coordination of the Board of Directors in 2013.			
2. Approval of the annual individual financial situations for the exercise concluded on 31.12.2013, according to the accountancy rules conform with the International standards of Financial reporting made from: <ul style="list-style-type: none"> - situation of the financial position; - situation of the global result; - situation of the modifications of the own capitals; - situation of treasury fluxes; - notes at financial situations; 			
3. Approval of the Board of Directors report concerning the financial exercise for 2013.			
4. Approval of the financial auditory report for 2013.			
5. Approval of the net profit repartition and fixing the dividend for 2013. The proposal of the Board of Directors for the repartition of net profit in value of 2.703.129,56 lei is that this one be distributed for dividends. The gross dividend on share for 2013 is of 11,277 lei.			

6. Approval of the report concerning the cover of the reported accountancy loss provided from the passage at IFRS, in consequence of the appliance for the first time of IAS 29 „Reporting at the hyper inflationist economies”.			
7. Managers discharge for the financial exercise of 2013.			
8. Renegotiation of the remuneration for the members of the Board of Directors for the year 2014.			
9. Approval of the incomes and expenses budget for the year 2014.			
10. Proposal concerning the approval of lift restrictions for a number of 476 shares detained by S.C. Conted S.A. Dorohoi, registered at the Central Depository Bucharest as remaining at the company’s disposition, in the purpose of capitalization by selling on the stock regulated market Bucharest, for the proportional repartition of the amounts obtained from selling, to each shareholder, in function of the percentages subscribed by each one. In case of approval, the empowerment of the Company’s Board of Directors for asking the lift restrictions from the Central Depository S.A. Bucharest.			
11. Approval by the Ordinary General Assembly of the proposal of Board of Directors that the registration date for the shareholders on which there will be applied the decision of the General Assembly be 31.03.2014.			

Date _____

(signature of the holder of securities and stamp, if it’s the case)

(NAME AND SURNAME WITH CAPITAL LETTERS)

Drawn up in 3 copies:

- **1 copy for the trustee**
- **1 copy for the mandant**
- **1 copy for S.C.CONTED S.A.**

NOTE: Mark with X in the box appropriate to the vote option and they are registered the date, the signature and the name with capital letters.