

SIF BANAT-CRIȘANA S.A.

Arad, Calea Victoriei 35A, postal code 310158 | J021898/02 | CUI 2761040 | No.in FSA Register PJR09SIIR/020002/2006
Subscribed and paid-up share capital: RON 54,884,926.80

SPECIAL EMPOWERMENT FORM for legal persons
Ordinary General Meeting of Shareholders (OGM) 8/9.06.2015

The undersigned, , having Unique Registration Code CUI (or equivalent number in the shareholders' registry – for non-resident shareholders) , legally represented by holder of shares issued by Societatea de Investiții Financiare Banat-Crișana S.A. Arad, representing % of the total issued shares, which entitle us to votes in OGM, representing% of the total voting rights in OGM, hereby empower as the undersigned representative

.....
(identification data of the empowered representative – full name/legal name, personal identification code/unique registration code - CNP/CUI)

or
(identification data of the empowered representative – full name/legal name, personal identification code/unique registration code - CNP/CUI)
in OGM to be held on 8.06.2015, 11:00 hours (first call), or on 9.06.2015, 11:00 hours (second call), at company's headquarters in Arad, Calea Victoriei 35A, to exercise the voting rights pertaining to the undersigned's holdings as at 26.05.2015 (the reference date), as follows:

| Resolutions submitted for the approval of OGM: | For | Against | Abstain |
|--|------------|----------------|----------------|
| 1. Approval of the extension of mandate (appointment) of company KPMG Audit SRL as financial auditor of the company, with a minimum duration of the audit contract of 1 (one) year. | | | |
| 2. Approval of the empowerment of the Board of Directors for the negotiation and conclusion of the audit contract with the auditor KPMG Audit SRL. | | | |
| 3. Approval of June 24, 2015 as the registration date and June 23, 2015 as ex-date, in accordance with the provisions of Article 238 paragraph (1) of Capital Market Law no. 297/2004, CNVM Regulation no. 6/2009 and CNVM Regulation no. 1/2006. | | | |
| 4. The empowerment (with authority to be substituted) of Mr. Ștefan Dumitru, administrator of the company, to sign the necessary documents in order to carry out all procedures and formalities with the Financial Supervisory Authority, Trade Register and wherever necessary, for the purpose of implementing the resolutions of the general meeting of shareholders. | | | |

SIGNING DATE _____

SHAREHOLDER'S NAME _____
(to be filled in with the legal name of the legal person shareholder, in capital letters)

FULL NAME OF THE LEGAL REPRESENTATIVE _____
(to be filled in with the first name and last name of the legal representative of the legal person shareholder, in capital letters)

SIGNATURE AND STAMP _____
(handwritten signature of the legal representative of the legal person shareholder and the stamp of the legal person shareholder)

NOTE The deadline for the registration of the special empowerment form at SIF Banat-Crișana's headquarters is on June 6, 2015, 11:00 a.m. (Romanian time).

The special empowerment granted to a person who is not a shareholder must be authenticated.

DOCUMENTS TO ACCOMPANY THE SPECIAL EMPOWERMENT FORM

- a findings certificate (in Romanian: “certificat constatator”), in original or true copy, issued by the Trade Register or any other document, in original or true copy, issued by a competent authority of the state where the shareholder is duly incorporated, allowing for the identification thereof in the list of SIF Banat-Crișana’s shareholders as at the reference date issued by Depozitarul Central S.A;
- proof of legal representative capacity if the shareholders' register at the reference date, received from Depozitarul Central, has no data regarding the legal representative of the shareholder; the capacity as legal representative is proven by means of documents presented hereinbefore that shall be no older than 3 months as from the date of the OGM convening notice publication. If these documents are drafted in a foreign language other than English, they shall be accompanied by their translation into Romanian or English performed by a certified translator;
- a certified copy of an official document proving the capacity as representative of the corporate body that administrates the entity with no legal personality (*documents requested in case the shareholder is an entity without legal personality / unincorporated entity*);
- the notarial document representing the legalization by a notary public of the special empowerment form in case the empowered representative is not a shareholder;
- copy of the empowered representative’s identity document - the person to whom the special empowerment was granted (*signed as true copy*).

COMPLETING THE SPECIAL EMPOWERMENT FORM

The procedure for completing the special empowerment form is available on company’s website www.sif1.ro. The special empowerment form shall be completed and signed in **three original counterparts**: one for the shareholder, one for the empowered representative and one for the company.

SUBMITTING THE SPECIAL EMPOWERMENT FORM

- **in original, printed form** – lodged or sent by any courier service to the headquarters of SIF Banat-Crișana in Arad, Calea Victoriei 35A, Romania, the special empowerment form in original, completed and bearing the shareholder’s handwritten signature, the special empowerment form shall be inserted in an envelope writing on it clearly and with capital letters: “SPECIAL EMPOWERMENT FORM – NAME OF THE SHAREHOLDER, IDENTIFICATION CODE”. This envelope, together with the accompanying documents shall be sent to the company in an envelope clearly writing in capital letters “FOR OGM / PENTRU AGA”
- **by e-mail** - with extended electronic signature according to Law no. 455/2001 regarding the electronic signature at aga@sif1.ro, together with all accompanying documents.