**SPECIAL POWER OF ATTORNEY**

**(natural persons)**

The undersigned1 , residing in , identified with ID/PASSPORT series  no., issued by on date , with Personal Identification Number , acting as shareholder of ELECTROPUTERE S.A., registered at the Trade Register Office near the Tribunal Dolj with no. J/16/12/1991, Sole Registration Code RO 6312800, („Company”), bearer of a no. of  dematerialized registered shares, which confers me the right to  voting rights in the general assembly of shareholders, representing % of the total number of **1.037.602.913** dematerialized registered shares/voting rights issued by ELECTROPUTERE S.A.,

**hereby assign:**

, citizen,

(full name of the appointed representative) (citizenship)

residing in 

(appointed representative’s address)

identified with ID/PASSPORT series  no., issued by on date , with Personal Identification Number ,

**or2**

, citizen,

(full name of the substitute representative) (citizenship)

residing in 

(appointed representative’s address)

identified with ID/PASSPORT series  no., issued by on date , with Personal Identification Number ,

as my representative in the Ordinary and Extraordinary General Assembly of Shareholders of ELECTROPUTERE S.A. to be held on April 26th, 2018, at 11:00 hours, respectively at 12:00 hours, at the Company registered office, from Craiova, 80 Calea Bucuresti Street, Dolj County (the meeting-room), or, at the date of the second meeting (April 27th, 2018, at 11:00 hours, respectively 12:00 hours), if the necessary quorum conditions are not met for the first Notice to attend; the representative is authorized to exercise the voting rights associated with my shares registered in the Shareholders’ Registry Book on the reference date (April 16, 2018) as follows:

**For ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS:**

1. The approval of the Report of the Board of Directors for the fiscal year 2017.

  

1. The approval of the Financial Auditor’s Report for the financial statements of Electroputere SA, for the fiscal year 2017.

  

1. The approval of the individually financial statements, drawing up in accordance with the International Financial Reporting Standards (IFRS) for the fiscal year 2017.

  

1. The discharge of administration of the Board of Directors for the fiscal year 2017.

  

1. The approval of the budget of revenues and expenditures for the fiscal year 2018.

  

1. Filling the structure of the Board of Directors, by appointing a new member of the Board of Directors, its mandate duration being limited to the duration of the mandate of the current Board of Directors;

*[Mr. Florin Dumitrescu is the only candidate for the position of new member in the Board of Directors]*

  

1. Following the expiry of the current contract, the appointment of the financial auditor of the Company and to establish the minimum duration of the financial audit services contract;

  

1. Following the expiry of the current contract, the appointment of the internal auditor of the Company and to establish the minimum duration of the internal audit services contract;

  

1. Approval of the remuneration of the CEO of the Company.

  

1. Settle **May 16th, 2018** as **Date of Registration** for the shareholders who will be affected by the decisions of the Ordinary General Assembly of Shareholders:

  

1. Setting the date of **May 15th, 2018** as **“ex-date”**, namely the date prior to the registration date on which the financial instruments which make object of the company’s resolutions are traded without the rights derived from the resolution, in accordance with the provisions of art. 2, letter f) from the Romanian National Securities Commission Regulation no 6/2009 regarding exercise of certain rights of shareholders in general meetings of companies as subsequently amended.

  

1. The empowerment of the natural person who will accomplish the publicity and registering formalities of the Assembly’s decisions: Mr. Osama AL HALABI - CEO –, Syrian citizen, holder of passport no 009848120, issued by Syrian authorities on 18.03.2015

  

**For EXTRAORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS:**

1. Supplementing the secondary activity of the Company.

  

1. Approval of the proposal received from the Mogosoaia Municipality regarding the donation of a quota of ownership on the Company land located in Mogosoaia.

  

1. Approval of donation to Oltenia Mitropoly – Revolution Heroes Parish (or to an entity designated by the Oltenia Mitropoly) of the plot of land with a surface of 3,000 sqm which has a church erected on it.

  

1. The empowerment of Mr Osama AL HALABI, CEO of the company, for carrying out any formalities, negotiations or transactions and signing any intermediary documents necessary for preparing the donations and to sign the donation contracts and to represent the company in front of a notary public to authenticate the transaction documents (when legislation in force provides such formality).

  

1. Settle **May 16th, 2018** as **Date of Registration** for the shareholders who will be affected by the decisions of the Extraordinary General Assembly of Shareholders.

  

1. Setting the date of **May 15th, 2018** as **“ex-date”**, namely the date prior to the registration date on which the financial instruments which make object of the company’s resolutions are traded without the rights derived from the resolution, in accordance with the provisions of art. 2, letter f) from the Romanian National Securities Commission Regulation no 6/2009 regarding exercise of certain rights of shareholders in general meetings of companies as subsequently amended.

  

1. The empowerment of the natural person who will accomplish the publicity and registering formalities of the Assembly’s decisions: Mr. Osama AL HALABI - CEO –, Syrian citizen, holder of passport no 009848120, issued by Syrian authorities on 18.03.2015

  

This Special Power of Attorney is granted on the date of . Any subsequent power of attorney granted for the same ordinary general assembly of shareholders revokes this special proxy.

**Full name of shareholder – natural person (legible, in capital letters):**



*(signature)*

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1 For natural persons, a copy of the identity card/passport there will be attached;