

**SPECIAL EMPOWERMENT**

**For representation în Extraordinary General Meeting of Shareholders of Boromir Prod SA**

The Undersigned Companies ..... located in....., registered with the Trade Register..... under no. .... and having tax ID no ....., holding ..... shares representing .....% of the share capital **Boromir Prod S.A. Buzau**, quality that gives us the right to ..... votes in the General Meeting of Shareholders, empowers ..... with permanent residence in town..... Street..... owner of C.I. series ..... no. ...., Police released ..... on ..... and with CNP ....., to represent our company at the Extraordinary General Meeting of Shareholders S.C. Boromir Prod S.A. Buzau, to be held on 16/08/2016 at 12.00, at the company, and if it is not statutory and the second meeting dated 17/08/2016, same time and same place, to exercise the voting rights of holdings Register on our shareholders at the reference date 08/08/2016 as follows:

| Nr.<br>Crt. | AGENDA EXTRAORDINARY GENERAL MEETING  | FOR | AGAINST | ABSTAIN |
|-------------|---|-----|---------|---------|
| 1.          | <p>Approval of the amendment of the Company's Articles of Incorporation Boromir Prod S.A. as follows:<br/>                     Chapter V - Management company - Board of Directors<br/>                     Art. 14 - Organization:<br/>                     initial text: "In relations with third parties, the company is represented by its Chairman of the Board on the basis and within the powers given by the general meeting of shareholders or in his absence, by one of the vice-presidents, appointed by the council. The company represents a sign acts committed against third parties ".<br/>                     Proposal to change "in relations with third parties, the company is represented by its Chairman of the Board on the basis and within the powers given by the Board, the President's absence, by one of the directors appointed by the Board. The company represents a sign acts committed against third parties ".<br/>                     Art. 15 The duties and responsibilities of the Board, pt. I)<br/>                     initial text: "Approval of the conclusion of leases and major proposal and decision making (mergers, significant acquisitions and dispositions)";<br/>                     Proposal to amend: "Approval of the conclusion of leases, leases, associations of any form, proposal and rationale for major decisions (mergers, combinations, acquisitions and increased sales)."</p> |     |         |         |
| 2.          | <p>Approving ratification of the Association Agreement between the Company Boromir Prod S..A . and Kalizea Society SAS , resulting in the establishment KALIZEA Society BOROMIR S.A. and all documents arising from the conclusion and implementation of that agreement .</p>   |     |         |         |
| 3.          | <p>Approval of participation in the capital increase of the Company KALIZEA BOROMIR S.A., with contribution in kind and cash , the equivalent in RON of the maximum amount of 2,000,000 Euro .</p>  |     |         |         |
| 4.          | <p>Approval empower the person to be designated for this purpose by the shareholders in order to sign all documents including but not limited to the Extraordinary General Meeting of Shareholders, and to perform on behalf of all the formalities necessary to comply with the judgment to be adopted in the Extraordinary General Meeting of Shareholders</p>  |     |         |         |
| 5.          | <p>Setting the date of registration of the shareholders who are affected by the decision of the Extraordinary General Meeting of Shareholders. The proposed registration date : 09/06/2016 ; ex date: 05/09/2016 .</p>  |     |         |         |

Is hereby granted discretion aforementioned representative vote on issues which have been identified and included on the agenda until the date hereof.

Vote cast by proxy, on behalf of our company to be considered vote, being our opponents.

Date ,

Signature ,