

**SPECIAL POWER OF ATTORNEY  
ORDINARY GENERAL MEETING  
OF SHAREHOLDERS**

The undersigned/subscribed.....with the residence/headquarters in..... holder of a number of .....shares of SC ALTUR SA Slatina, Olt, registered at Trade Register Office under the no. J28/131/1991, Unique Registration Code RO1520249, representing .....% of the total number of 824,388,338 shares of SC ALTUR SA which confers me a number of..... voting rights in the Extraordinary General Meeting of Shareholders representing .....% of the total shares issued by SC ALTUR SA Slatina, **hereby**

**appoint**..... domiciled in..... CNP, holder of ID card / passport / passport series..... No. .... issued by ....., ID. .... as my representative in the Ordinary General Meeting of Shareholders of SC ALTUR SA, which will take place on **29.04.2013**, at 12<sup>00</sup>, at the company's headquarters in Slatina, Pitesti Street, no.114, Olt County, or on the date of the - the second meeting, in case the first one could not take place, to exercise the voting rights correspondent to the shares held by me and recorded in the Register of Shareholders of SC CENTRAL DEPOSITORY SA Bucharest on the reference date of **16.04.2013**, as it follows:

1. Presentation and approval of the financial statements for 2012, based on the Annual Report of the Administration Board and on the Financial Auditor Report and profit distribution, with the Board's proposal to cover losses recorded in previous years.

For.....Against.....Abstentions.....

2. Presentation and approval of the Income and Expenditure and Investment and Modernization Plan for 2013.

For.....Against.....Abstentions.....

3. Approval of extending the service contract with external financial auditor, following the expiry of its validity, for auditing the financial – accounting situation of 2013

For.....Against.....Abstentions.....

4. Validation of financial investments made on the capital market in fiscal year 2012. Company Administration Board 'approval and commissioning to make financial investments in companies traded and not traded on the stock market in the financial year 2013, within legal responsibilities.

For.....Against.....Abstentions.....

5. Administration discharge to the managers for their activities performed during the financial year 2012.

For.....Against.....Abstentions.....

6. Establishing the indemnity for the members of the Administration Board.

For.....Against.....Abstentions.....

7. Approval of the date of **22.05.2013** as the date of registration in accordance with the art. 238, par. 1 of Law no. 297/2004.

For.....Against.....Abstentions.....

8. Presentation and justification of the contract concluded by SC ALTUR SA with Management Board Slatina and payments made in 2012 for providing of consulting or management services.

For.....Against.....Abstentions.....

9. Presentation of all contracts signed by the company with entities controlled by the group under the control of Mr. Catalin Constantin Chelu:

- Contracting Parties
- The contract
- Value of contract
- The status of the development
- Influence on financial results

For.....Against.....Abstentions.....

10. Canceling the contract concluded by SC ALTUR SA with SC Management Board SA Slatina and any contract that does not bring benefits to the company.

For.....Against.....Abstentions.....

11. Report of the Administration Board on investments in the capital market in 2012 with the identification of transactions with shares held by the group or in action concerted with the group which includes shareholders who hold control of shares issued by SC Altur SA.

For.....Against.....Abstentions.....

12. Presentation of the loan contract and justification of loan operation in the amount of 2,080,000 lei that SC Altur SA has granted to SC Vilcart SA on 15.06.2011 and not refunded during 2012, the current status of the contract, the obtained results compared the costs allocated.

For.....Against.....Abstentions.....

13. Justification of opportunity and economic efficiency of the acquisition of an apartment at SCCC Blue Telecom Company controlled by Mr. Catalin Constantin Chelu.

For.....Against.....Abstentions.....

14. Additional financial auditor's report to analyze the investments made in the capital market during 2012. Nomination of persons responsible for making investments on the capital market: people (the governing bodies of the company) who approved operations and people who have signed purchase orders and payment orders with identification of shares transactions in the group which include the shareholders holding a majority of the shares package or in concerted action with the group.

For.....Against.....Abstentions.....

15. Approval for starting the action for damages in accordance with art. 155 of Law no. R 31/1990, amended and supplemented, against directors and executives involved in their producing, in order to recover damages created to the company by concluding contracts for the provision of services, consulting, and management presented and analyzed in section No. . 1 and against the persons responsible for any damage arising from investments made by SC ALTUR SA on the capital market or in shares to closed companies.

For.....Against.....Abstentions.....

16. Informing the Board of Administration on the status of implementing of EGM S decision dated 11.09.2012 regarding:

- submission of documentation regarding mandatory public takeover offer of the shares of the issuer SC ARGUS SA Constanta;
- contracting a loan up to a limit of 5 million euro and its pledging by shares held by the issuer SC ARGUS SA (UARG) with shares from the mandatory public takeover offer with its own assets and / or taken from other companies.

For.....Against.....Abstentions.....

17. Revocation of Administration Board members

For.....Against.....Abstentions.....

18. Election of the Administration Board by cumulative vote.

For.....Against.....Abstentions.....

This power of attorney was completed in 3 (three) original exemplars, of which one exemplar of power of attorney will be submitted until **26.04.2013** inclusively, at 10<sup>00</sup> at the headquarters of SC ALTUR SA Slatina, the Secretariat of the Board of Directors and General Meeting of the Shareholders, the representative will be present with the second exemplar at the General Meeting of shareholders, and the third exemplar will remain at the represented shareholder.

Award date of power of attorney: .....

Name and surname : .....

Signature / Stamp: .....

Voting procedure:

Special power of attorney is properly completed when for each item on the agenda it is expressed only one option ("For" or "Against" or "Abstain").

Vote validation is done for each item on the agenda separately.

Votes cast shall be annulled for procedural flaws in the following situations:

- illegible
- contain contradictory or confusing options
- these are expressed conditionally

Canceled votes for procedural flaws are counted to determine a quorum but are not taken into consideration when the agenda item to which it relates is put to the vote.

Special Power of Attorney forms are completed and signed by the shareholder (natural or legal) and copy 2 (ORIGINAL) shall be submitted to SC ALTUR SA headquarters 48 hours prior to the meeting accompanied by the following documents:

For individuals:

- Copy of ID / IC or passport, if necessary with CNP entered legibly, principal
- Copy of ID / IC or passport, if necessary with CNP entered legibly agent

For legal persons:

- Copy of certificate of registration
- Copy of ID / IC or legal representative passport
- Proof of their legal representativeness ( proving certificate issued by the ORC)
- Copy of ID / IC or passport, as applicable to CNP readable for enrolled agent (attorney)

Introduction of foreign language documents submitted (except of identity) will be accompanied by authorized translations in Romanian and authentic foreign documents will be over legalized (apostilled)

Special powers of attorney that do not comply with the present vote procedure , will be annulled.