

**SPECIAL POWER OF ATTORNEY**  
**FOR THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS of SC "BERMAS" SA**

Issued on \_\_\_\_\_

The subscribed / The undersigned \_\_\_\_\_ (denomination / surname, first name )  
registered office/ residing in \_\_\_\_\_ tax identification number/personal identification  
number: \_\_\_\_\_, registered with the Trade Register under no./holder of the ID series, number  
\_\_\_\_\_ represented by \_\_\_\_\_, acting as \_\_\_\_\_,  
holder of a number of \_\_\_\_\_ shares on **04.11.2016** (reference date) issued by **SC "BERMAS" SA**, of a  
total of **21.553.049** shares, which confer the right to a number of \_\_\_\_\_ votes in the OGMS,  
as **principal**, hereby mandate Mr./Mrs. \_\_\_\_\_ (surname, first name according to the ID),  
\_\_\_\_\_ citizen, residing in \_\_\_\_\_, identified by ID series \_\_\_ no.  
\_\_\_\_\_, issued on \_\_\_\_\_ by the \_\_\_\_\_ Police, personal identification number  
\_\_\_\_\_ as proxy to represent me in the Ordinary General Meeting of the Shareholders of the  
trade company "**BERMAS" SA**, that will be held on **25.11.2016 at 11.00 o'clock** in Șcheia locality, str. Humorului  
nr. 61 Suceava county or on **28.11.2016** at the same hour, in the same place and with the same agenda in case the  
first one wouldn't be held and to exert the voting rights according to the subscribed/undersigned's holding of shares  
registered with the Shareholders' Register at the reference date as follows:

**1.** Election of a new Board of Directors of SC "BERMAS" SA by cumulative voting, with a number of  
minimum 5 (five) members according to art. 235 of the Law no. 297/2004.

I am aware that within the legal term provided by the CNVM Regulation no. 6/2009, art. 7 par. (3); the Law  
no. 31/1990 art. 117<sup>1</sup> and in conformity with the provisions of the notice to attend to the Ordinary General Meeting  
of Shareholders published on 14.10.2016, completed with the Current report published on 26.10.2016 and the  
Current report published on 01.11.2016, the following applications for the position of member in the new Board of  
Directors are recorded:

- ANISOI ELENA entered by right on the list of candidates for the new Board of Directors in  
accordance with the applicable legal provisions and who has opted to exert her right to candidate for  
election of a new board of directors elected by cumulative voting during the OGMS convened for the  
date of 25/28.11.2016;

Proposals of candidates made by SC VIVAT CONSTRUCT SRL:

- POHOAȚĂ ANDREI – registered under the number 4324 on 24.10.2016
- CORNEANU COSTEL – registered under the number 4321 on 24.10.2016.

I am aware of the legal provision according to which, in conformity with art.124 par. (4) of the CNVM  
Regulation no. 1/2006: "*the application of the cumulative voting provides the election of the entire Board of  
Directors composed of at least five members within the same General meeting of shareholders.*".

Considering that the circumstances of the facts are likely to affect the shareholders' rights to express  
themselves within the general meetings of shareholders concerning the item referring to the election of a new board  
of directors by the cumulative voting method of at least 5 (five) members, according to art.237 of the Law  
297/2004", I hereby request you to take note/determine that for the OGMS on 25/28.11.2016 the conditions for the  
election of a new Board of Directors of at least five members by the application of the cumulative voting are/are not  
met and to decide accordingly.

**2.** Approval of the date of **12.12.2016** as registration date respectively as  
identification date of shareholders affected by the resolutions of the Ordinary General  
Meeting of Shareholders according to the provisions of art. 238 of the Law 297/2004.

*Pentru Împotriva Abținere*

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**3.** Approval of the date of **11.11.2017** as ex-date according to the provisions  
of art. 129<sup>2</sup> of the CNVM Regulation no. 1/2006;

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**4.** Mandate of Mrs. Anisoii Elena, President of the Board of Directors and  
General Manager of the company to sign the resolution of the Ordinary General Meeting of  
Shareholders and to perform all legal formalities for its publication and registration.

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This power of attorney is not transmissible to any third party and it is valid until express cancellation and the  
proxy's documents, facts and signature are legally binding within the limit of this power of attorney.

**Principal**

Signature of the legal representative and seal  
of the subscribed company/principal's signature

\_\_\_\_\_  
(full name of the legal representative of the subscribed company/  
principal's surname and first name)

\_\_\_\_\_  
Date