



### ***SPECIAL POWER-OF-ATTORNEY***

Name/Denomination of shareholder ....., identified in the Ledger of Shareholders with IC/IB/CUI ..... having his/her/its domiciliation/registered office in ..... holder of ..... shares issued by the Trade Company **IMPACT DEVELOPER & CONTRACTOR S.A** , **that in accordance with art. 14 para. 1 of the Articles of Association of the company**, grants me the right to ..... votes in the General Meeting of Shareholders, I hereby appoint ..... from ..... st....., bl. .... ap. .... owner of I.B./I.C. series ..... no. .... as a representative of mine in the Extraordinary General Meeting of Shareholders of S.C. **IMPACT DEVELOPER & CONTRACTOR** that will take place on the date of **16.04.2011, 12 o'clock**, in the Festivity Hall of Construdava Building, situated in Voluntari, Pipera-Tunari Street 4C, or on the date of **17.04.2011** , at the same time and in the same place, in case the first one could not be held, to exercise my voting right afferent to my holdings registered with the Ledger of Shareholders from SC Depozitarul Central SA, at the end of the day of **06/04/2011**, as follows:

<b>EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS</b>	<b>VOTE:</b>		
	<b>For</b>	<b>Against</b>	<b>Abstention</b>
<b>1.</b> Delegation of powers to the Board of Directors, in order to authorize the company's share capital increases for the year April 2011 - April 2012, with up to 100% of current social capital.			
<b>2.</b> Empowering the President of the Board of Directors to appoint other individuals to conclude disposition documents having as object lands owned by the company, building erected by Impact Developer & Contractor SA and other real rights in relation to the lands and buildings to be alienated (up to a transaction value of 1 million Euro)			
<b>3.</b> Empowering the Board of Directors to refinance or reschedule the credits of the existing company, according to the financial statements, at March 13 <sup>th</sup> , 2011, including the conclusion of necessary documents for the constitution of the necessary guarantees for refinancing or rescheduling.			
<b>4.</b> Empowering the Board to attract new and additional credits for new projects and to provide necessary guarantees for such credits, up to 3 million Euro or the			

equivalent in Ron.			
5. Updating the articles of association further to the election of new directors and the empowerment of Mr. Dan Ioan Popp to sign the articles of association.			
6. Approval of the registration date proposed by the Board of Directors, i.e. <b>May 3rd, 2011</b> .			
7. Approval of the empowerment of the President of the Board, Mr. Dan Ioan Popp, representative of SC HAVILATRADING SRL, for the implementation of the decision taken, and assigning to another individual the delegation to accomplish the formalities of registration and / or opposability to the Trade Registry or other competent authorities.			

The undersigned, I hereby give discretionary voting power to the above named representative upon the problems that were not identified and included in the agenda until the present document.

Art. 14 para. 1 of the Company's Articles of Incorporation of the company provides that for each package of 10 shares or fraction of package of 10 shares, every shareholder has the right to one vote.

*Date .....*

.....  
*(name, first name of the shareholder, with capital letters)*

.....  
*(signature of the shareholder)*