



SPECIAL POWER-OF-ATTORNEY

Name/Denomination of shareholder, identified in the Ledger of Shareholders with IC/IB/CUI having his/her/its residence/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 Article of Incorporation 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 **April 25th, 2012, 11.30 o'clock**, in the Conference Hall of Construdava Building, located in Voluntari, Pipera-Tunari Street 4C, or on the date of **April 26th, 2012** , 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 **April 11th, 2012**, as follows:

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	VOTE:		
	For	Against	Abstention
1. Delegation of attributions to the Board of Directors, in order to authorize the increases of share capital of the company for the year April 2012 – April 2013, or the issue of convertible bonds for a value of maximum 45 million lei. In case of the decided increases of capital or the issue of convertible bonds, there shall be given a preference right to the existing shareholders under the conditions of art. 216 of Law no. 31/1990 and of art. 7 ¹ in the Articles of Association of the company.			
2. Empowerment of the Chairman of the Board of Directors to mandate other persons in order to conclude the disposition documents having as objects lands belonging to the company, buildings erected by Impact Developer & Contractor S.A. and other real rights in relation to the lands and buildings that are alienated (up to a transaction value of 1 mil. EURO).			
3. Empowerment of the Board of Directors to refinance or rescheduling out the existing credits of the company, according to the financial statements, as at 31-03-2012, including the conclusion of the necessary documents for the constitution of the guarantees necessary for the			

refinancing or rescheduling.			
4. Empowerment of the Board of Directors to draw additional credits for the new projects and to constitute the guarantees necessary for these credits, within the limit of 3 million Euros or equivalent in lei.			
5. The update of the article of incorporation following the election a new Board of Directors consists of five (5) members, by cumulative vote method and empowerment of the Chairman of the Board of Directors to sign the updated article of incorporation.			
6. Approval of the empowerment of the chairman of the Board of Directors, for the enforcement of the adopted decision, and also in order to delegate to another person the empowerment for the performance of the registration and/or opposability formalities with the Trade Register or other competent authorities.			
7. Approval of the registration date proposed by the Board of Directors, respectively 14.05.2012.			

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.

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.

Date

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

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(signature of the shareholder)