



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,Street.....,bl.....,ap.... holder of ID 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 **March 06, 2014, at 10:00 o'clock**, in the Conference Hall of Construdava Building, located in Voluntari, Pipera-Tunari Street 4C, on Ground Floor or on the date of **March 07, 2014**, at the same time and in the same place, in case the first one could not be held,

to exercise my voting right related to my holdings registered with the Ledger of Shareholders from SC Depozitarul Central SA, at the end of the day of **February 21, 2014**, as follows:

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	VOTE:		
	For	Against	Abstention
1. Approval for the increase of the company share capital from 197,866,574 lei, to 277,866,574 lei, by the amount of 80,000,000 lei, representing a number of 80,000,000 New Shares with the nominal value of 1 leu, by contribution in cash, with an issue of new shares.			
2. Approval conditions of the share capital increase: The New Shares shall be offered for subscription, for the exercise of the right of preference first to the company shareholders registered with the register of the company shareholders on the registration date approved by EGMS, proportionally to the participation quota in the share capital held by them on the registration date. Thus, within the right of preference, every existing shareholder on the registration date approved by the Extraordinary General Meeting of the Shareholders may subscribe to each held share 0.404312857814984 New Shares. The share subscription price is of 1 leu / share, respectively the nominal value of the share. The right of subscription may be manifested for a period of one month from the date established in the notice and proportional offer prospect approved by the Financial			

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	VOTE:		
	For	Against	Abstention
<p>Supervision Authority, the date subsequent to the publishing of the Decision of the Extraordinary General Meeting of the Shareholders by which the increase of share capital was approved, in the Official Gazette of Romania, Part IV.</p> <p>The shares remaining unsubscribed by the shareholders by the exercise of the right of preference within the limit of the subscription term remain available in order to be subscribed during the second stage, under the following conditions and terms:</p> <p>If the proposed increase of capital is not entirely subscribed during the first stage by the company shareholders registered with the register of company shareholders on the registration date approved by EGMS, the shares remaining unsubscribed shall be offered to be subscribed by the shareholders and investors.</p> <p>After the check and validation of the subscriptions performed within the subscription term, the Board of Directors draws up a report according to the Regulation of CNVM 1/2006, art.113 with the specification of the validated subscriptions on the first stage (the exercise of the right of preference of the shareholders) and the number of available shares to be subscribed during the second stage by shareholders and investors. The subscription term for the second stage is of 5 working days, calculated from the working day following the publishing of the Board of Directors' report related to the first stage of subscriptions. The New Shares shall be offered to subscription during the second stage on the „first-come, first-served” principle.</p> <p>The subscriptions shall be made on the basis of the Subscription Statement.</p> <p>The subscribed shares shall be entirely paid-up on the subscription date in the company bank account dedicated to the share capital increase operation, under the conditions mentioned within the proportional prospect that shall be approved by the Financial Supervision Authority.</p> <p>The unsubscribed shares shall be cancelled by the Decision of the Board of Directors of the company and the share capital of the company shall be increased within the limit of the results of the performed and validated subscriptions, found by the Board of Directors of the company.</p> <p>The reasons that underlying of the share capital increase consist of the necessity to cover the financing needs of the current and future projects of the company.</p>			
<p>3. The empowerment of the Board of Directors in order to execute all the operations and/or procedures with regard to the implementation of the decisions passed within the Assembly, including</p>			

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	VOTE:		
	For	Against	Abstention
but without being limited to: (a) drawing up of the proportional prospect and its submission to the approval of the Financial Supervision Authority; (b) approval of the Subscription Statement, of the Procedure for filling-in, signing, submission and validation of the Subscription Statement; (c) validation of subscriptions; (d) approval of any documents and taking any measures considered as necessary for the finishing of the share capital increase operation; (e) accomplishment of all the publicity formalities and the registration of the decisions and of their effects; (f) conclusion of any contracts with the service providers afferent to the implementation of the decisions; (g) undertaking of any necessary commitment, issue of any necessary document for the implementation of the decisions and submission of any documents to any relevant authority.			
4. Approval of the modification and update of the provisions in the articles of incorporation of the company related to the share capital according to the result of the share capital increase operation and the empowerment of Mrs. Iuliana Mihaela Urda to sign the updated articles of incorporation.			
5. Approval of the registration date that serves to identify the company shareholders upon which there come the effects of the decisions passed within the Assembly proposed by the Board of Directors, respectively the date of 24.03.2014.			
6. The empowerment of Mrs. Iuliana Mihaela Urda in order to sign in the name of the shareholders the decisions of the Assembly, as well as to fulfill any and all the formalities stipulated by the law in order to obtain the approval of the competent authorities, for the registration and assurance of the opposability towards thirds. Mrs. Iuliana Mihaela Urda has the right to delegate the above mentioned mandate to other persons.			

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.

Hereby, the undersigned give discretionary voting power to the above named representative on issues which have not been identified and included in the agenda until the present.

Date

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

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(Signature of shareholder)