



## 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 **October 11, 2014, at 09:00 o'clock**, in the Conference Hall of Construdava Building, located in Voluntari, Pipera-Tunari Street 4C, on Ground Floor or on the date of **October 12, 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 **October 1<sup>st</sup>, 2014**, as follows:

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	VOTE:		
	For	Against	Abstention
1. The empower of the Board of Administration to approve, considering the Company business purpose, during the entire financial years 2014 and 2015, to conclude documents of procurement, alienation, exchange or guarantee creations of assets included in the category of fixed assets, even if their value exceeds individually or commonly during a financial year, 20% of the total number of non-current assets, with except for the receivables.			
2. The amendment of the articles of incorporation of IMPACT DEVELOPER & CONTRACTOR SA, as follows:  Art. 10 item 4 of the Articles of Incorporation is amended as follows: <i>"The decisions are taken with 3 (three) votes "pro" out of 5 (five) possible. In order to admit the decisions, the presence of the President of the Board of Administration or of their attorney is mandatory. If after the vote, will be a tie results, the President vote shall be final. At each meeting, a minute is concluded signed by the President and all members of the Board of Administration present to the respective meeting;"</i>			

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	VOTE:		
	For	Against	Abstention
<p>Art. 13<sup>2</sup> (d) of the Articles of Incorporation is amended as follows: "the creation or dissolution of secondary offices: branches, agencies, rep-offices as well as units with no legal entity";</p> <p>Art. 13<sup>2</sup> item 3 is amended as follows:: "The Board of Administration can exercise their duties mentioned to <i>art. 13<sup>2</sup> (b), (c) except for the main business purpose, (d) and (f)</i>";</p> <p>Art. 15 item 1 of the Articles of Incorporation is removed.</p>			
3. The empower of Mrs. Mihaela Iuliana Urda to sign the updated articles of incorporation.			
4. The approval of the date 27.10.2014 as registration date used to identification of the Company shareholders upon which the effects of the decisions passed within the Assembly summoned through the present Call ("Registration Date");			
5. The empower, with the possibility of substitution, of Mrs. Iuliana Mihaela Urdă to sign on behalf of the shareholders, the Assembly resolution, as well as any other relative documents and to perform any and all formalities provided by law in order to obtain the registration and effects ensure of the Assembly resolution opposability for the third parties.			

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 .....**

.....

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

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**( Signature of shareholder )**