



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 **April 25, 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 **April 26, 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 **April 14, 2014**, as follows:

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	VOTE:		
	For	Against	Abstention
<p>1. Modification of the articles of association of IMPACT DEVELOPER & CONTRACTOR SA, as follows:</p> <p>a. Modification of Art. 12² para. 2 as follows The General Meeting elects a commission composed of 3 secretaries, out of the present shareholders and a technical secretary out of the company employees in order to check the fulfillment of the formalities required by the law and by the Articles of Association for the performance of the works.</p> <p>b. Modification of Art.13² para. 4 as follows For the validity of the Extraordinary General Meeting deliberations there is necessary, on the first call, the presence of the shareholders holding 1/4 of the number of voting rights.</p> <p>c. In case on the first call there are not fulfilled the conditions provided for by art. 13², para. (4), for the following calls there is necessary, for the validity of deliberations, the presence of a number of shareholders representing 1/5 of the total number of voting rights. Modification of Art.14 para.3 as follows The powers of attorney shall be submitted in the original at the company headquarters 48 hours before the General Meeting of the Shareholders, under the sanction of losing the exercise of the voting right in that meeting.</p>			

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	VOTE:		
	For	Against	Abstention
<p>d. Modification of Art.18 para.1 as follows: From the net profit of the company, established on the basis of the annual financial statements approved by the General Meeting of the Shareholders, according to the legal provisions, the following percentages will be distributed to management and to the company's employees, in order to motivate them:</p> <ul style="list-style-type: none"> ➤ 2.5% for the Board of Directors, respectively 0.5% for each member; ➤ 2% for General Director of the company; ➤ 1.5% for the Employees, according to General Director decision. <p>The rest of the net profit is distributed annually according to the approval of the General Meeting of the Shareholders.</p> <p>e. Modification of Art.21¹ by the cancellation of para.3 that had the following content: The maximum value of the participation of Impact Developer & Contractor SA in the establishment of the new legal entities shall be of at most 33% from the subscribed and paid-up share capital of Impact Developer & Contractor SA, on the date of the association decision, for each company.</p>			
2. Empowerment of Mrs. Mihaela Iuliana Urda to sign the updated articles of association.			
<p>3. Dissolution and cancellation of the following work points of the company from the Trade Register, following the alienation of the real estates situated at these addresses:</p> <ul style="list-style-type: none"> a. Work point situated in Voluntari town, Drumul Bisericii no.50, Ilfov county; b. Work point situated in Ploiestiori village, Blejoi commune, plot 1 (PL07), Field 16, Prahova county. 			
4. Approval of the date of 13.05.2014 as a registration date that serves for the identification of the Company shareholders upon which the effects of the decisions passed within the Meeting convened by means of the present Convener are reflected (the " Registration Date ").			

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	VOTE:		
	For	Against	Abstention
5. Empowerment, with the possibility of substitution, of Mrs. Iuliana Mihaela Urdă to sign in the name of the shareholders the Meeting resolution, as well as any other documents in relation hereto and to fulfill any and all the formalities stipulated by the law in order to obtain the registration and to ensure the opposability of the Meeting resolution towards thirds.			

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)