

**Voting Bulletin**  
for for voting by correspondence in the  
**Extraordinary General Meeting of Shareholders of**  
**SOCIETATEA DE CONSTRUCTII NAPOCA SA** as of  
**18/19.08.2016**

I, the undersigned<sup>ii</sup> \_\_\_\_\_ [name and surname of the shareholder – natural person], identified with \_\_\_\_\_ [identity card], series \_\_\_\_\_, number \_\_\_\_\_, issued by \_\_\_\_\_, on \_\_\_\_\_, valid until \_\_\_\_\_, having the domicile in \_\_\_\_\_, personal identification number \_\_\_\_\_, or

I, the undersigned<sup>iii</sup> \_\_\_\_\_ [name of the shareholder – legal person], having the registered office located at \_\_\_\_\_, registered with the Trade Registry/ \_\_\_\_\_ [equivalent body - for non-resident legal person] under no. \_\_\_\_\_ sole registration code/ \_\_\_\_\_ [equivalent identification no. - for non-resident legal person], legally represented<sup>iv</sup> by \_\_\_\_\_,

shareholder at the **Reference Date of 08.08.2016** of **SOCIETATEA DE CONSTRUCTII NAPOCA SA.**, incorporated and functioning under the laws of Romania registered with the Cluj Trade Registry Office under no. J12/15/1991, sole registration code 199117, having the headquarters at Cluj Napoca, Piata I Mai, no. 1-2, Cluj County, Romania, having the subscribed and paid share capital of RON 6.231.454 divided in 6.231.454, nominative shares, having a face value of RON 1 each

holding a number of \_\_\_\_\_ shares issued by \_\_\_\_\_ of the total number of the Company,

acknowledging the agenda of the **Extraordinary General Meeting of the Shareholders (“EGMS”)** of **Societatea de Constructii Napoca SA**, convened for **18 August 2016 starting at 09:00 AM**, respectively for **19 August 2016, starting at 09:00 AM**, if the EGMS may not be validly held at the first convening date, and based on the documentation made available by the Company

or \_\_\_\_\_ [name of the proxy holder - legal person], having the registered office located at \_\_\_\_\_, registered with the Trade Registry/ \_\_\_\_\_ [equivalent body - for non-resident legal person] under no. \_\_\_\_\_ sole registration code/ \_\_\_\_\_ [equivalent identification no. - for non-resident legal person] \_\_\_\_\_ represented by<sup>v</sup> \_\_\_\_\_ having the domicile in \_\_\_\_\_, identified with \_\_\_\_\_ [identity card], series \_\_\_\_\_, number \_\_\_\_\_, issued by \_\_\_\_\_, on \_\_\_\_\_, valid until \_\_\_\_\_, personal identification number \_\_\_\_\_,

to represent me in the **Extraordinary General Meeting of Shareholders (“EGMS”)** of **Societatea de Constructii Napoca SA**, convened for **18.09.2016, starting at 09:00 AM**, at company headquarters located in **Piata I Mai, no. 1-2, Cluj Napoca, Romania** or, should the EGMS of not be held at the first convening date, for the second convening of the EGMS set for **19.07.2016, starting at 09:00 AM**, at company headquarters

to exercise the voting rights associated to the shares held by the undersigned as follows:

1. To approve the conclusion of a finance lease contract (of lease-back type) contracted with BT Leasing Transilvania IFN SA, amounting to a maximum of lei 10,000,000, for a maximum period of 7 years with a grace period of maximum 6 months, on the acquisition of possession and enjoyment of the real estate consisting of: a plot of land of 10,436 square meters and construction of an area of 7,712 sqm., located in Cluj Napoca, at no.1-2, 1 Mai Square, Cluj County.

For	Against	Abstention

2. To authorize Mr. Canta Danut-Dorel, the General Manager of the Societatea de Constructii Napoca S.A, to sign all necessary documents for approval, signing a finance lease contract and any documents necessary to complete the transaction, including authentic papers.

For	Against	Abstention

3. To approve the date of **September 9<sup>th</sup> 2016** as “**the registration date**”, according to art. 238 of Law 297 on the capital market and art. 2 of Regulation no. 6/2009 of the CNVM, as amended.

For	Against	Abstention

4. To approve the date of **September 8<sup>rd</sup> 2016** as “**ex-date**”, according to art. 2 (e) of the Regulation no. 6/2009 of the CNVM, as amended.

For	Against	Abstention

5. To authorize a person to complete the legal formalities for the registration of the decision taken.

For	Against	Abstention

1. To approve the conclusion of a finance lease contract (of lease-back type) contracted with BT Leasing Transilvania IFN SA, amounting to a maximum of lei 10,000,000, for a maximum period of 7 years with a grace period of maximum 6 months, on the acquisition of possession and enjoyment of the real estate consisting of: a plot of land of 10,436 square meters and construction of an area of 10,373 sqm., located in Cluj Napoca, at no. 1-2, 1 Mai Square, Cluj County.

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2. To authorize Mr. Canta Danut-Dorel, the General Manager of the Societatea de Constructii Napoca S.A, to sign all necessary documents for approval, signing a finance lease contract and any documents necessary to complete the transaction, including authentic papers.

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3. To approve the date of **September 9<sup>th</sup> 2016** as “**the registration date**”, according to art. 238 of Law 297 on the capital market and art. 2 of Regulation no. 6/2009 of the CNVM, as amended.

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5. To authorize a person to complete the legal formalities for the registration of the decision taken.

For	Against	Abstention

I hereby attach a copy of my valid identification document (i.e. identity card/passport for natural persons and for legal persons, identity card/passport of the legal representative).

Date \_\_\_\_\_

vii \_\_\_\_\_

[signature]

viii \_\_\_\_\_

[Surname and name of the natural-person shareholder or of the representative of the legal-person shareholder, in capital letters]

<sup>i</sup> a shareholder may be represented in the EGMS only by one proxy holder, holding a special power of attorney granted specifically for the EGMS held on 14/15.07 2016

<sup>ii</sup> to be filled in only by shareholders - natural persons

<sup>iii</sup> to be filled in only by shareholders - legal persons

<sup>iv</sup> to be entered the legal representative of the legal person mentioned in the documents attesting the legal representative capacity

<sup>v</sup> to be entered the name of the appointed representative (i.e. proxy holder)

<sup>vi</sup> to be entered the details of the proxy holder to represent the legal person who may be a different person than the legal representative

<sup>vii</sup> in case of natural persons, to be signed; in case of legal persons, to be signed by the legal representative(s) and stamped (if a stamp exist)

<sup>viii</sup> in case of legal persons, the position of the legal representative shall be mentioned

\_\_\_\_\_