

S.C. MAGAZIN UNIVERSAL MARAMURES S.A.

Baia Mare, Bd. Unirii, nr. 10, jud. Maramures
County Fax: 0362 -401227, Tel: 0262 – 225371,0262-225285
Tax Code: RO 6076555; Trade Registry No.. J24/1628/1994
Subscribed and paid up share capital: 1.564.505,5 lei
RO05BRDE250SV10209902500, BRD Baia Mare
www.maramuresul.ro; email:secretariat@maramuresul.ro

SPECIAL POWER OF ATTORNEY

The undersigned _____ Romanian citizen, residing in _____ street, no. _____, apartment _____, _____ County, born on __, __, __ in _____ County, son/daughter of _____ and _____, holder of the Identity Card/Passport Series ____ no ____/____.____.____ valid until ____ . ____ . ____ delivered by _____, personal identification code _____ in capacity of legal representative of the **Company** _____ Trade Registry no. J__/__/__, Tax Code _____, Tax attribute _____, headquarters _____, company owning a number of _____ shares representing _____% of the share capital of the company **MAGAZIN UNIVERSAL MARAMUREŞ S.A** Baia Mare, Trade Registry No. J24/1628/1994, Tax Code 6076555, tax attribute RO, with headquarters in the town of Baia Mare, B-ul Unirii, no. 10, Maramureş County, with the share capital of 1.564.505,5 lei entirely paid up, composed of 15.645.055 uncertificated registered shares which confers us the right to _____ votes from the total of 15.645.055 vote rights within the General Meeting of the Shareholders, authorise Mrs/Mr _____, Romanian citizen, residing in _____ street, no. _____, apartment _____, _____ County, born on ____ . ____ . ____ in _____ County, son/daughter of _____ and _____, holder of the Identity Card Series _____, No. ____/____.____.____ valid until ____ . ____ . ____ delivered by the Police of _____, having the personal identification code _____, to represent the company _____, at the *Ordinary General Meeting of the Shareholders* of the company **MAGAZIN UNIVERSAL MARAMUREŞ S.A.**, from 27.04.2015

Translation from Romanian into English

12:00 or 28.04.2015 12:00 at the company's headquarters and to exercise the voting right afferent to my possession upon the items registered in the agenda of the meeting, as follows:

1. Approves the Board of Directors' Annual Report regarding the financial situations of the 2014 fiscal year

For Against Abstain

2. Approves the release from administration for the 2014 fiscal year

For Against Abstain

3. Acknowledges the presentation of the Financial Auditor's Report regarding the financial situation of the 2014 fiscal year.

For Against Abstain

4. Approves the annual financial situations of the 2014 fiscal year.

For Against Abstain

5. Approves the allocation of the net profit for the 2014 fiscal year in the amount of 1.074.176 lei, for the intended legal use, as follows: the amount of 6.736 lei for establishing the legal reserve and the remaining amount of 1.067.440 lei as retained earnings.

For Against Abstain

6. Approves the income and expenditure budget of the 2015 fiscal year.

For Against Abstain

7. Approves the compensation of the administrators and of the financial auditor of the company for the 2015 year.

For Against Abstain

8. Settles the date of **27.05.2015** as **the registration date** that shall serve at the identification of the shareholders upon whom shall be reflected the effects of the decisions adopted by the Ordinary General Meeting of the Shareholders.

For Against Abstain

9. Settles the date of **26.05.2015** as **ex date**, namely, the date previous to the registration date at which the financial instruments, scope of the decisions taken by the company's authority, are traded without the rights that derive from the decision, in conformity with the terms of article 2 letter f) from the Regulation Policy no. 6/2009 regarding the

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exercise of certain rights of the shareholders within the general meetings of companies modified and amended by the Regulation Policy no. 13/2014 for the modification and amendment of regulation policies issued by the National Securities Commission (hereinafter referred to as NSC no. 6/2009).

For Against Abstain

10. Approves the authorization of Mr. Barbur Radu-Vasile – General Manager and President of the Board of Directors, to sign in the name and on behalf of the company's shareholders, the decision adopted within the Ordinary General Meeting of the Shareholders.

For Against Abstain

11. Approves the authorization of Mrs. Şimon Anamaria, administrator of the company, identified with Identity Card, series MM, no. 637910/23.10.2012 to fulfill all the formalities related to the registration of the Shareholder's decision at the Trade Registry of Maramureş county.

For Against Abstain

By the hereby, we, the undersigned, give discretionary voting power to the above mentioned representative (agent), upon the problems that have not been identified and included in the agenda of the meeting until the present date.

The hereby Special Power of Attorney contains information according to the Law no.297/2004 regarding the capital market and the Regulation C.N.V.M no. 1/2006, modified by the Regulation C.N.V.M no. 31/2006 and the Regulation C.N.V.M no. 6/2009.

The hereby Special Power of Attorney shall be signed and dated by the legal representative of the Principal. The Special Power of Attorney shall be filled in by the legal representative of the Principal - shareholder at all mentioned gaps.

The Special Power of Attorney is draft up in 3 original copies, out of which: one copy shall remain to the Principal, one copy shall be delivered to the Agent and one copy shall be filed at the headquarters of the company MAGAZIN UNIVERSAL MARAMUREŞ S.A.

If the Shareholders shall not legally and statutory meet at the first call, the hereby Special Power of Attorney is also valid for the second call.

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Draft-up place: _____

(Name and surname of the legal representative of the shareholder legal person, hand written by the person who authorises, legible and capital letters)

Draft-up date: ___/___/_____

Signature and stamp:

- It shall be marked with “X” the proper vote box. The other boxes shall not be filled in with any sign.
- The Special Power of Attorney shall be submitted, in original, at the latest **22.04.2015**, 12:00, at the company’s headquarters.

The undersigned MAROȘAN CARMEN-FLORICA, certified translator and interpreter for ENGLISH and FRENCH, according to the Authorization no. 35273/2013 issued by Ministry of Justice from Romania, I certify the accuracy of the translation from Romanian into English, and that the presented text has been completely translated, without omissions and that by the hereby translation the meaning and the content of the document has not been distorted.