

S.C. MAGAZIN UNIVERSAL MARAMURES S.A.

Baia Mare, 10 Bd. Unirii, Maramures county

Fax: 0362 -401227, Phone no.: 0262 – 225371,0262-225285

Tax identification number: RO 6076555; Trade Register 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 _____ a Romanian citizen, domiciled in _____, _____ street, no. _____, apart. _____, county _____, born on (date) _____ in _____, county of _____, son/daughter of _____ and _____, holder of the identity card/identity certificate/passport Series ____no. ____/____.____ valid up to ____ issued by _____, with the personal identification number _____, a holder of a number of _____ shares representing ____% of the share capital of company **MAGAZIN UNIVERSAL MARAMUREȘ S.A** Baia Mare, registration number in the Trade Register J24/1628/1994, Tax Identification Number 6076555, Tax attribute– RO, with its registered office located in Baia Mare, 10 Bdul Unirii, Maramureș county, possessing a share capital of 1,564,505.5 lei wholly paid up, made up of 15,645,055 dematerialized registered shares, that provide us the right to _____ votes of the total of 15,645,055 voting rights within the General Meeting of Shareholders, I hereby authorize Mrs./Mr. _____, a Romanian citizen, domiciled in _____, _____ street no. _____, Apart.____, County of _____, born on (date) _____ in _____, county of _____, son/daughter of _____ and _____, holder of the identity card/identity certificate series ____no.____/____.____ valid up to ____ issued by Police of _____, personal identification number _____, for the purpose of representing the company _____ at the *Ordinary General Meeting* of the company **MAGAZIN UNIVERSAL MARAMUREȘ S.A.**, held on *15th January 2016 at 12:00 or on 18th January 2016 at 12:00* at the company's registered office, and exercising the voting right pertaining to my holdings concerning the items recorded on the agenda, as follows:

1. Election of a new manager for the existing vacancy as the term office held by the manager Rusu-Grumăzescu Daniela was terminated based on the parties' agreement.

Proposal 1: Muresan Gheorghe

For Against Abstention

Proposal 2: Gadalean Silviu Sorin

For Against Abstention

Proposal 3: Velker Ileana

For Against Abstention

Proposal 4: Ciupeiu Maria Miorita

For Against Abstention

2. Approval of the discharge of the manager Rusu-Grumăzescu Daniela for the activity carried out from the date of his appointment and up to the date when the management contract ceases.

For Against Abstention

3. Election of a new manager for the existing vacancy as the term office held by the manager Barbur Radu Vasile was terminated based on the parties' agreement.

Proposal 1: Muresan Gheorghe

For Against Abstention

Proposal 2: Gadalean Silviu Sorin

For Against Abstention

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Proposal 3: Velker Ileana

For Against Abstention

Proposal 4: Ciupeiu Maria Miorita

For Against Abstention

4. Approval of the discharge of the manager Barbur Radu Vasile for the activity carried out from the date of his appointment and up to the date when the management contract ceases.

For Against Abstention

5. Establishing the duration of the newly elected manager's term of office.

For Against Abstention

6. Approval of the empowerment of the Chairman of the Board of Directors to negotiate and to sign on behalf of the shareholders the management contract that shall be concluded by the company with the new elected manager.

For Against Abstention

7. Approval of the date of 5th February 2016 as **registration date** serving for the identification of the shareholders who will be affected by the effects of the decisions adopted by the Ordinary General Meeting of Shareholders

For Against Abstention

8. Approval of the date of 4th February 2016 as **ex date**, respectively the prior date to the registration date when the financial instruments, that are object of the decisions adopted by the company bodies, are traded without the rights that derive from the decision, in compliance with the provisions of article 2 letter f) of the Regulation no. 6/2009 regarding the exercise of certain rights of the shareholders within the general meetings of the trading companies, with the up-to-date amendments (hereinafter named Regulation CNVM¹ no. 6/2009).

For Against Abstention

9. Approval of the delegation of a person to sign the decision of the OGMS and for the purpose of fulfilling all formalities regarding the OGMS registration to the Trade Register Office of Baia Mare and its publication in the Romanian Official Gazette, part IV.

For Against Abstention

I, the undersigned, hereby grant discretionary voting power to the above-mentioned representative concerning the issues that were not identified and included on the agenda up to the date of the present document.

The present special power of attorney contains information in compliance with Law no. 297/2004 regarding the capital market and with the Regulation CNVM no. 1/2006, with the updated amendments.

¹ National Securities Commission

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The present special power of attorney is executed and dated by the principal shareholder. The special power of attorney shall be filled in by the principal shareholder at all headings recorded.

The special power of attorney is drawn up in 3 original copies, out of which: one copy shall be preserved by the principal, a copy shall be handed to the agent and one copy shall be preserved at the registered office of the company MAGAZIN UNIVERSAL MARAMUREŞ S.A.

In case the meeting does not gather legally and statutorily at the first convening, the present special power of attorney shall also be valid for the second convening.

Drafted at (place): _____

(Surname and first name written by the hand of the person granting the authority, in clear, using capital letters)

Drafted at (place): ___/___/_____

Signature:

- It shall be marked with “X” the appropriate box for the vote. The other boxes shall not be marked with any kind of symbol;
- The special power of attorney shall be lodged, in original no later than **10th January 2016**, at 12:00, at the company’s registered office.