

# 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](http://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 \_\_\_\_\_ as legal representative of the **Company** \_\_\_\_\_, registration number in the Trade Register J\_\_\_\_/\_\_\_\_/\_\_\_\_, Tax identification number \_\_\_\_\_, Tax attribute \_\_\_\_\_, with its registered office located in \_\_\_\_\_, a company owner 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 *15<sup>th</sup> January 2016 at 12:00 or on 18<sup>th</sup> 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

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Proposal 2: Gadalean Silviu Sorin

For  Against  Abstention

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 5<sup>th</sup> 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 4<sup>th</sup> 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 CNVM<sup>1</sup> no. 6/2009).

For  Against  Abstention

9. Approval of the delegation of a person to sign the decision of 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

We 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.

<sup>1</sup> National Securities Commission

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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, amended by Regulation CNVM no. 31/2006 and Regulation CNVM no. 6/2009.

The present special power of attorney is executed and dated by the legal representative of the principal shareholder to all registered headings.

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 MARAMUREȘ 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 of the legal representative of the shareholder – legal person, written by the hand of the person granting the authority, in clear, using capital letters)

Drafted at (place): \_\_\_/\_\_\_/\_\_\_\_\_

Signature and stamp:

- 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 **10<sup>th</sup> January 2016**, at 12:00, at the company’s registered office.