

S.C. MAGAZIN UNIVERSAL MARAMURES S.A.

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

SPECIAL PROXY

The undersigned _____ Romanian citizen, residence _____, str. _____, no. _____, bl. _____, sc. _____, ap. _____, County _____, I.C./I.B./Passport Series _____, no. _____, issued at _____, by _____, with PIN _____ as legal representative of the **Company** _____, order number in the Trade Register J___/___/___, with Unique Registration Code _____, Fiscal Attribute _____, headquarters in _____, company holding a number of _____ shares representing _____% of the capital of the company **MAGAZIN UNIVERSAL MARAMUREȘ S.A** Baia Mare, order number in the Trade Register J24/1628/1994, Unique Registration Code 6076555, Fiscal attribute – RO, headquarters in Baia Mare, 10 Unirii Bd., Maramureș County, with a capital of 1.564.505,5 lei paid completely, made of 15.645.055 normative dematerialized shares, which grants me the right for _____ votes from the total of 15.645.055 voting rights in the General Assembly of Shareholders, we empower Mrs/Mr _____, Romanian citizen, residence in _____, str. _____ no. _____, bl. _____, sc. _____, ap. _____, County _____, I.C./I.B. Series _____ no. _____ issued at _____, by _____, PIN _____, in order to represent our company at the *General Ordinary Assembly* of the company **MAGAZIN UNIVERSAL MARAMUREȘ S.A.**, from *27.04.2017, 13:00 hour or 28.04.2017, 13:00 hour* at the headquarters of the company and to exert the right for voting notwithstanding of what we hold on the items of the agenda, as follows:

1. Presentation and submitting for approval of the Annual Report of the Board of Directors regarding the financial situations corresponding to the fiscal year 2016;

For Against Abstain

2. Presentation of the Report of the financial audit of the company regarding the annual financial situations corresponding to the fiscal year 2016;

For Against Abstain

3. Presentation and submitting for approval of the financial situations corresponding to the fiscal year 2016 based on the report of the Board of Directors and the Report of the financial auditor;

For Against Abstain

4. Distribution of the net profit corresponding to the fiscal year 2016. It is proposed that the net profit in the amount of 1.082.547 lei, to be distributed as reported result;

For Against Abstain

5. Discharge of management of the members of the Board of Directors for fiscal year 2016;

For Against Abstain

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6. Presenting and submitting for approval of the income and expenditures budget corresponding to fiscal year 2017;

For Against Abstain

7. Choosing the external financial auditor of the company, the minimal duration of the external financial audit contract;

For Against Abstain

8. Choosing the internal auditor of the company for the fiscal year 2016, establishing the duration of the internal financial audit contract and the empowerment of the President of the Board of Directors for signing the audit contract with the chosen auditor. It is proposed that the duration of the internal financial audit contract will be of 3 years from the date of decision of the meeting;

For Against Abstain

9. Establishing the level of remuneration of the members of the Board of Directors for 2017;

For Against Abstain

10. Approval of the date of **17.05.2017** as **registration date** for identifying the shareholders on whom effects will be produced following the decision adopted in the General Ordinary Assembly of Shareholders;

For Against Abstain

11. Approval of the date of **16.05.2017** as **ex date**, respectively the date before the date of registration when the financial instruments that are submitted to the decisions of the corporate bodies are transacted without the rights deriving from the decision, according to the provisions of Art. 2 lett. f) of Regulation no. 6/2009 regarding the exertion of certain rights of the shareholders in the general assemblies of the companies, modified and completed by Regulation no. 13/2014 for the modification and completion of regulations issued by the National Committee for Securities (named from hereon the CNVM Regulation no. 6/2009);

For Against Abstain

12. The approval of the empowering of Mrs. Simon Anamaria, President of the Board of Directors of the company, to sign, on behalf and for the shareholders of the company, the G.O.A.S decision adopted and to fulfill any document or formality required by law for the registration of decisions. Mrs Simon Anamaria may delegate all/part of the powers awarded above to any person/s competent for fulfilling this mandate.

For Against Abstain

By this document, the undersigned grants discretionary voting power for the representative named above, on problems that have not been identified and included in the agenda to the date of this document.

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This proxy contains information according to Law No. 297/2004 regarding the capital market, the C.N.V.M. Regulation no.1/2006 and the C.N.V.M Regulation no. 6/2009, with modifications up to date.

This special proxy will be signed and dated by the principal shareholder. The special proxy will be filled in by the principal shareholder at all categories entered.

The special proxy is drawn up in 3 original copies, of which: one copy remains at the principal shareholder, one copy will be submitted to the representative and one copy will be submitted to the headquarters of the company MAGAZIN UNIVERSAL MARAMUREȘ S.A

If the assembly does not meet legally and statutory at the first summoning, this special proxy is valid for the second summoning also.

Place of drawing up: _____

(Name and surname of the legal representative of the shareholder legal person, handwritten by the mandante, clearly, with capital letters)

Date of drawing up: ___/___/_____

Signature:

- Check with “X” the box corresponding to the vote. The other boxes will be left blank;
- The special proxy will be deposited in original until latest **25.04.2017**, 13:00 hour, at the headquarters of the company.