

**SPECIAL POWER-OF-ATTORNEY<sup>1</sup>**  
**for representation in the Extraordinary General Meeting of Shareholders of**  
**SC NATURA QUATTUOR ENERGIA HOLDINGS S.A.**  
**on 3 / 4 September 2013**

I, the undersigned \_\_\_\_\_ [name of the shareholder – natural person], identified with \_\_\_\_\_ [identity card], series \_\_\_\_\_, number \_\_\_\_\_, issued by \_\_\_\_\_, on \_\_\_\_\_, having the domicile in \_\_\_\_\_, personal identification number \_\_\_\_\_,

or

I, the undersigned<sup>2</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>3</sup> by \_\_\_\_\_,

shareholder at the Reference Date i.e. 27 August 2013 of SC NATURA QUATTUOR ENERGIA HOLDINGS S.A., listed on Rasdaq market, incorporated and functioning under the laws of Romania registered with the Bucharest Trade Registry Office under no. J40/3315/2009, sole registration code, having the headquarters at Prevederii str., no. 14-18/23, office no. 4, district 3, Bucharest, Romania, having the subscribed and paid share capital of 2,917,691 RON, (the “Company”),

owner of \_\_\_\_\_ shares, representing \_\_\_\_\_ % of the total number of shares issued by the Company,

hereby empower<sup>4</sup>

\_\_\_\_\_ having the domicile in \_\_\_\_\_, identified with \_\_\_\_\_ [identity card], series \_\_\_\_\_, number \_\_\_\_\_, issued by \_\_\_\_\_, on \_\_\_\_\_, personal identification number \_\_\_\_\_,

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 \_\_\_\_\_, having the domicile in \_\_\_\_\_,

<sup>1</sup> a shareholder may be represented in the OGMS only by one Proxy Holder holding a special power of attorney granted only for the OGMS held on 3/4 September 2013

<sup>2</sup> to be filled in only by legal persons

<sup>3</sup> to be entered the legal representative of the legal person mentioned in the documents attesting the legal representative capacity

<sup>4</sup> to be entered with the name of the appointed representative

identified with \_\_\_\_\_ [identity card], series \_\_\_\_\_, number \_\_\_\_\_, issued by \_\_\_\_\_, on \_\_\_\_\_, personal identification number \_\_\_\_\_,

for the Extraordinary General Meeting of the Shareholders of SC NATURA QUATTUOR ENERGIA HOLIDINGS S.A. convened for 3 September 2013, 16.30 AM, in Bucharest, Gheorghe Manu str., no. 2-4, district 1, at Junona room of Minerva Hotel, or, should the Extraordinary General Meeting of the Shareholders not be held at the first convening date of 3 September 2013, for the second convening of the Extraordinary General Meeting of the Shareholders set for 4 September 2013, starting at 16.30 AM, in Bucharest, Gheorghe Manu str., no. 2-4, district 1, at Junona room of Minerva Hotel,

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

1. For item 1 on the Agenda, [i.e. "Admission of shares issued by the Company to trading on regulated market managed by the Bucharest Stock Exchange, category III Equities sector."]:

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

2. For item 2 on the Agenda, [i.e. "The Board of Directors is empowered to take all necessary measures in order to carry out the decision referred to in paragraph 1, including but not limited to authorized financial intermediary selection, preparation and submission of the prospectus for admission to trading on the FSA for approval and carry out all necessary formalities in relation to relevant capital market entities."]:

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

2.1. For item 2.1. on the Agenda, [i.e. "Delegation to the Board of Directors of the Company to increase the powers of the Company's share capital by a maximum amount of RON 1,458,845.75 through one or more issues of new shares, up to a maximum of RON 4,376,537,25 for a period of 1 year from the date of adoption of this decision"]:

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

2.2. For item 2.2. on the Agenda, [i.e. "Changing the secondary object of the company, ie secondary object of activity of the Company comprises of the following activities: CAEN Code 6810 - Sale and purchase of own real estate, CAEN Code 6820 - Renting and operating of own or leased real estate; CAEN Code 7022 - Activities Business and management consultancy, and change accordingly to Article 5 paragraph 2 of the Articles of Incorporation as follows: Article 5, paragraph 2 (if approved paragraph 23 below, is renumbered in Article 3.1 and) will read as follows: " Company may perform any or all of these secondary activities:

CAEN Code 6810 - Sale and purchase of own real estate;

CAEN Code 6820 - Renting and operating of own or leased real estate;

CAEN Code 7022 - Activities of business and management consultancy."]:

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

2.3. For item 2.3. on the Agenda, [i.e. "The Board of Directors is empowered to take all necessary measures in order to carry out the decision referred to in paragraph 1, including but not limited to authorized financial intermediary selection, preparation and submission of the prospectus for admission to trading on the FSA for approval and carry out all necessary formalities in relation to relevant capital market entities."]:

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

3. For item 3 on the Agenda, [i.e. “Empowering Mr. Argyrios Volis prepare and sign in the name and on behalf of the company and file any documents and give any statements required to register / submit to the Trade Register of the EGM Resolutions and meet any other formalities, including to pay any taxes to request and receive certificates or any other documents issued by the Trade Register. Mr. Volis is empowered to meet the mandate mentioned above by others.”]:

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

4. For item 4 on the Agenda, [i.e. “The setting of the record that serves to identify shareholders who will be affected by the decisions adopted by the EGM. The proposed date is September 20, 2013.”]:

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

I hereby attach a copy of my valid identification document vii/ a copy of the registration certificateviii

Date \_\_\_\_\_

\_\_\_\_\_ [signature]

\_\_\_\_\_  
(Surname and name of the natural-person shareholder or of the representative of the legal-person shareholder, in capital letters)