

**Correspondence ballot
for individual shareholders
for the Extraordinary General Shareholder Meeting (EGSM) of
Banca Comerciala CARPATICA S.A
of 09.10.2015/10.10.2015**

I, the undersigned, identified with identity card/passport series no.
..... domiciled in.....
..... holding a number of shares representing ... %
from the total number of shares issued by Banca Comerciala CARPATICA S.A., which entitles me to a
number of voting rights, representing ... % of the total voting rights in the EGSM of Banca
Comerciala CARPATICA S.A., knowing the agenda of the EGSM of Banca Comerciala CARPATICA
S.A., which will take place on **09.10.2015**, hours 10.00 at "Sala Hera" within Ramada Hotel, Emil Cioran
Street, No. 2, Sibiu, Sibiu county, or on the date of the second EGSM convened on **10.10.2015**, hours
10.00, if the first meeting wouldn't be held, in compliance with art. 18 of the CNVM Regulation 6/2009,
through this ballot I understand to express my vote pertaining to my holdings registered in the
shareholders registry at the reference date **30.09.2015**, as follows:

EGSM AGENDA

1. Approval of the change of the record date and the ex-date related to the share capital increase operation approved by the extraordinary general shareholders meeting of the Bank by resolution no. 2 of 18 June 2015 as follows:
 - (i) 27 October 2015 as the new *Record Date* in connection to the share capital increase approved by the extraordinary general shareholders meeting of the Bank, by resolution no. 2 of 18 June 2015, for identifying the shareholders upon which the resolution regarding the share capital increase will have effect, respectively of the shareholders who are entitled to receive preference rights;
 - (ii) 26 October 2015 as new *Ex date* related to the share capital increase approved by the extraordinary general shareholders meeting of the Bank by resolution no. 2 of 18 June 2015.

For

Against

Abstain

2. Approval of the amendment of the terms and conditions of the Bank's share capital increase approved by the extraordinary general shareholders meeting of the Bank by resolution no. 2 of 18 June 2015 so that the newly issued shares remained unsubscribed within the period for exercising the preference rights to be offered for subscription by the Management Board of the Bank within a private placement ("**Private Placement**") as follows:
 - a. to J.C. Flowers & Co., a global private equity firm and/or to the investment funds advised by J.C. Flowers & Co. or to any other entities controlled, directly or indirectly, by the respective entities ("**JC Flowers**") within a time period as determined by the Management Board; or

- b. to one or more other investors in case JC Flowers does not express its written intention to subscribe within a 20-business day period as of the time limit indicated by the Management Board (such time limit cannot be set earlier than the end of the period for exercising the preference rights).

The Private Placement shall be carried out in accordance with art. 183 par. 3 letter a) of Law no. 297/2004 on capital markets, as amended. The newly issued shares that remained unsubscribed at the end of the period for exercising the preference right will be offered within the Private Placement at a price of RON 0.1001 per share.

For

Against

Abstain

3. Approval of the amendment of resolution no. 2 of 18 June 2015 adopted by the extraordinary general shareholders meeting of the Bank by (i) revocation of item 2.5 of this resolution, regarding the trading of the preference rights on the spot regulated market operated by the Bucharest Stock Exchange, such preference rights being allocated to the shareholders registered in the shareholders register of the Bank on the record date related to the share capital increase, and (ii) revocation of any other provisions of the above resolution referring to the trading of the preference rights, without replacing them with other provisions.

For

Against

Abstain

4. Empowering the Management Board to acknowledge, by decision, the actual results of the share capital increase considering the shares subscribed within the period for exercising the preference right and on shares sold within the Private Placement, after the closing of the Private Placement, and approval of the amendment of the Articles of Association of the Bank as such.

For

Against

Abstain

5. Empowering the Management Board, depending on the resolutions adopted by shareholders on items 1-4, to update accordingly the resolution no 2 of 18 June 2015 adopted by the extraordinary general shareholders meeting of the Bank and to publish it on the website of the Bank and to submit a current report as required by law.

For

Against

Abstain

6. Empowering the Management Board, acting through any of its members, to undertake all the legal formalities necessary for fulfilling all the publication requirements for the resolutions approved by the EGSM on 09.10.2015 or 10.10.2015, as well as approval of the power of these members to appoint other persons in order to fulfil the formalities mentioned above.

For

Against

Abstain

7. Approval of 27 October 2015 as Record Date for identifying the shareholders upon which the resolutions of the EGSM will take effect in accordance with art. 238 of Law no. 297/2004 on capital markets.

For

Against

Abstain

I annex hereof the copy of my valid identity document.

Date

LAST AND FIRST NAME

Signature