

Special power of attorney
for legal person shareholders
for the Ordinary General Shareholders Meeting (OGSM) of
Banca Comerciala CARPATICA S.A
Of 02.04.2016/04.04.2016

I, the undersigned registered at the Trade Registry under no. legally represented by with identity card/passport series.....no., domiciled in holding a number of shares, representing % from the total number of voting rights in the OGSM, **I hereby appoint**¹..... domiciled in with identity card/passport series.....no., as my representative in the OGSM of Banca Comerciala CARPATICA S.A., which will take place on **02.04.2016**, 14.00 hours at Ibis Hotel, Faust II Room, address 2-4 Calea Dumbrăvii, 1st floor, Sibiu, Sibiu county, or on the date of the second OGSM convened on **04.04.2016**, 14.00 hours, if the first meeting wouldn't be held, to exercise the voting rights pertaining to my holdings registered in the shareholders registry as at the reference date **29.03.2016**, as follows:

OGSM Agenda

Item 1 on OGSM's agenda is added, in accordance with article 117 of the Companies Law 31/1990, at initiative of the Bank's Manager, in accordance with EGSM Resolution no. 5 of 18.06.2015, and items 2, 3 and 4 on OGSM's agenda are added in accordance with article 119 paragraphs 1 and 2 of the Companies Laws 31/1990, at request of the shareholder Ilie Carabulea, as proposed by the latter:

1. Election of Management Board members, as required by a single-tier management system.

Name of proposed member	For	Against	Abstain
Gabriëls Johan Patrick G			
Iliescu Elena Daniela			
Manda Horia Dragos			
Marzo Giaime			
Merfea Bogdan			
Patrahau Ionut			

¹ According to art. 16.11 from the Articles of Association of Banca Comerciala Carpatica S.A.: "The shareholders can be represented in the shareholders general meeting by their legal representative, by empowered persons, by power of attorney or by other shareholders. Members of the Management Board or of the Supervisory Board or the Bank's clerks cannot represent the shareholders under the sanction of annulment of the resolution, if without their vote, the majority would not have been met."

2. Presentation of the Supervisory Board's Report regarding the monitoring of the fulfillment by the Executive Board of OGSM Resolution no. 3/28 April 2015 on approving the Revenue and Expenditure Budget for 2015, and regarding manner how the supervisory body fulfilled its control attributions over the executive management carried out by the Executive Board of the Bank.

This agenda item is not subject to vote.

3. Based on the content of the Supervisory Board Report and that of the Preliminary Financial Statements of Banca Comerciala Carpatica S.A. for 2015, in accordance with IFRS, notified by the executive management of the Bank under no. 1414 of January 25th, 2016, approval of a resolution on ensuring Bank's management in the upcoming period, including revocation of any member of the Supervisory Board and/or Executive Board, respectively the appointment of new members for the Supervisory Board and/or Executive Board, as applicable.

Shareholders may propose candidates, according to applicable legal provisions.

For

Against

Abstain.....

4. Approval of the record date for identifying the shareholders upon whom the resolutions of the Ordinary General Shareholders Meeting have effect, in accordance with the provisions of article 238 of Capital Market Law no. 297/2004, as subsequently amended and supplemented. The Executive Board's proposal for a record date is **18.04.2016**.

For

Against

Abstain.....

I hereby attach:

- the copy of the valid ID of the legal representative;
- in the cases mentioned in the convening notice for the OGSM, an ascertaining certificate issued by the Trade Registry, or any other equivalent document, in original or copy in conformity with the original, issued by a competent authority from the state in which the shareholder is legally registered and which attests the quality of legal representative, shall be sent and must be no older than 3 months before the date when the convening notice for the OGSM was published;

The special power of attorney date

LAST AND FIRST NAME OF THE LEGAL REPRESENTATIVE

Signature

Legal person's stamp