

Special power of attorney
for legal person shareholders
for the Extraordinary General Shareholders Meeting (EGSM) of
Banca Comerciala CARPATICA S.A
Of 27.04.2016/28.04.2016

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 EGSM, **I hereby appoint**¹..... domiciled in, with identity card/passport series.....no., as my representative in the EGSM of Banca Comerciala CARPATICA S.A., which will take place on **27.04.2016**, 14.00 hours at Ramada Hotel, Alfa Room, address 2 Emil Cioran St, Sibiu, Sibiu county, or on the date of the second EGSM convened on **28.04.2016**, 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 **18.04.2016**, as follows:

EGMS Agenda

1. Approval of concluding by the Management Board, during the financial year 2015, of:
 - any document for obtaining, alienating, exchanging or collateralising assets included in the category of fixed assets of the Bank, when their value exceeds, separately or cumulatively, during a financial year, 20% of the total fixed assets, less receivables;
 - any lease of tangible assets for a period of more than one year, when their individual or cumulated value towards a single co-contractor or towards persons involved or acting in concert exceeds 20% of the total fixed assets, less receivables, as of the execution date of the relevant legal document, and also associations for periods of more than one year, exceeding the same value.

In case of transition to the one-tier management system, the above approval is considered given to the Management Board.

For

Against

Abstain.....

2. Approval to empower the persons who will undertake all the legal formalities necessary for fulfilling all the publication requirements for the resolutions approved by the EGSM on 27.04.2016 and/or 28.04.2016, as well as approval of the power to appoint other person in order to fulfil the formalities mentioned above.

For

Against

Abstain.....

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."

3. Approval of **17.05.2016** as record date for identifying the shareholders upon whom the resolutions of the Extraordinary 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.

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 EGSM, 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 EGSM was published;

The special power of attorney date

LAST AND FIRST NAME OF THE LEGAL REPRESENTATIVE

Signature

Legal person's stamp