Postal Ballot Paper Form

for the Ordinary General Meeting of Shareholders of Electromagnetica SA

called for 25/28 September 2015

I, the undersigned ____, identified with _________(identity document or equivalent), series _____, number __________, issued by _____________, on ____________, having domicile in ____ and PIN _________________________,

or

We, the undersigned, ___________________________, headquartered in ____, registered under no. ___________________ with the Trade Register Office attached to the Law Court (or similar entity, for non-resident legal entities) _____________, with unique registration code (or equivalent registration number for non-resident legal entities) ________________, by its legal representative Mr./Ms. ________________________________, identified with _________(identity document), series _____, number __________, issued by __________________, on _________, having domicile in ____ and PIN _______________________,

shareholder of Electromagnetica SA, company headquartered in Bucharest, Calea Rahovei no.266-268, sector 5, registered with the Trade Register Office attached to the Bucharest Law Court under no. J40/19/1991, unique fiscal identification code 414118, having subscribed and paid up share capital of RON 67,603,870.4,

owner on the reference date, 31.08.2015, of a number of ________________ Electromagnetica SA shares, representing ________% of the total number of shares, conferring me ________________ votes during the OGMS of 25.09.2015/28.09.2015, representing _______% of the total number of votes,

I hereby exercise my right to vote by mail, pursuant to Article 18 of Regulation no. 6/2009 of CNVM (Romanian National Securities Commission), having acknowledged the agenda of the Ordinary General Meeting of Shareholders of Electromagnetica, called for 25/28.09.2015 at 10:00 a.m., as well as the related documentation made available to me by the company, as follows[i]:

1. For item 1 on the agenda (”Election of the members of the Managing Board for a four-year period starting from 18 October 2015”)

No.	Candidate	*For*	*Against*	*Abstention*
1	*Eugen Scheusan*			
2	*Octavian Macovei*			
3	*Traian Stancu*			
4	*Ioan Stancu*			

No.	Candidate	*For*	*Against*	*Abstention*
5	*Florea Vlad*			
6	*Cristinel Laurențiu Preda*			
7	*Elena Sichigea*			
8	*Bucur Vasilica*			
9	*Elena Calitoiu*			

1. **2.** For item 2 on the agenda(”*Establishing the compensations of the members of the Managing Board, Setting the limits of the professional liability insurance for the members of the Managing Board, Approval of conclusion of management contracts and appointment of the conventional attorney for signing the management contract on behalf of the Company.’’*):

2.1. Establishing the compensations of the members of the Managing Board[ii]

Proposal A	*For*	*Against*	*Abstention*
To approve the compensation of the directors at the level established by OGMS of April 2015, respectively 4,284 Lei gross/director/month.			
or			
Proposal B	*For*	*Against*	*Abstention*
To approve the compensation of the directors at the level of 2,500 Lei gross/director/month.			

2.2. Setting the limits of the professional liability insurance for the members of the Managing Board

Proposal	*For*	*Against*	*Abstention*
To approve the limit of the professional liability insurance of the directors at the level established by OGMS of 18.10.2007, i.e. the insurance policy shall satisfy the criteria established by OGMS of 18 October 2007			

2.3. Approval of conclusion of management contracts and appointment of the conventional attorney for signing the management contract on behalf of the Company

Proposal	*For*	*Against*	*Abstention*
To approve the conclusion of management contracts in the form approved by OGMS of 18 October 2007, the clauses of such contract being those established by OGMS of 18 October 2007, and to authorize Mr Ilie Frasineanu to sign, on behalf of and for ELECTROMAGNETICA S.A., the management contracts concluded with the directors who will be appointed by OGMS of 25/28.09.2015			

3. For item 3 on the agenda:

Proposal	*For*	*Against*	*Abstention*
To approve the date of 14.10.2015 as registration date for the identification of the shareholders who will be impacted by the effects of the resolutions of OGMS of 25/28.09.2015			

4. For item 4 on the agenda:

Proposal	*For*	*Against*	*Abstention*
To authorize Mr. Eugen Scheusan – President of the Managing Board, who can be substituted by another person, to: i) conclude and/or sign, on behalf of the Company and/or of the Company's shareholders, the resolutions of this OGMS, any and all the resolutions, documents, applications, standard forms and requests adopted/drawn up for the purpose of or for the execution of the resolutions of this OGMS in relation with any individual or legal entity, whether private or public, and ii) to fulfill all legal formalities for the registration, enforceability, execution and publication of the resolutions adopted. To approve the conclusion of an addendum on the modification of point 16.1 of Article 16 and to authorize Mr. Eugen Scheusan to sign, on behalf of and for the Company, both the addendum to the Company´s Articles of Association and the updated form of the Articles of Association.			

The deadline for the registration of the postal ballots paper forms is 23.09.2015, at 10.00 a.m.

If on 25.09.2015 the quorum provided by the law is not met, my vote shall remain valid for the second meeting to be called on 28.09.2015, in the same place, at the same time, with the same reference date and the same agenda.

I herewith attach the documents confirming the identity[iii] of the undersigned.

Date[iv]: __________________

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(Name and surname of the natural person shareholder /name of legal entity shareholder and name of its legal representative)

_______________________Signature and stamp

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[i] For each issue on the agenda, indicate your vote by ticking (one X) the box corresponding to your opinion. If no box is ticked, the vote shall be deemed as not being expressed and if several boxes are ticked for the same point, the vote shall be deemed null and void. To elect the directors, you shall express your vote for each candidate separately, otherwise your vote will be deemed null and void.

[ii]You may vote ”For” only one of the proposed versions.

[iii]The identity documents showed by shareholders must allow their identification in the Shareholders Register of Electromagnetica held by Depozitarul Central SA; in the case of natural person shareholders, a copy of the identity document of the shareholder shall be attached (identity card for the Romanian citizens, passport for foreign citizens); in the case of legal entity shareholders, copies of the identity documents of their legal representative shall be attached (identity card for the Romanian citizens, passport for foreign citizens), together with the confirmation of company details, either in original or in certified true copy, issued by the Trade Register or any other document in certified true copy issued by a competent authority from the state where the shareholder is legally registered, to confirm the existence of the legal entity and the name/capacity of legal representative, documents which should not be older than 3 months as related to the date of calling the OGMS if the ballot paper is sent by a credit institution which provides custody services, instead of the shareholder's identification documents only an affidavit of the custodian shall be attached, to confirm that: a) the credit institution provides custody services for the respective shareholder; b) the ballot paper form is signed by the shareholder and contains voting options identical with those expressed by the shareholder in a SWIFT message received by the credit institution from the respective shareholder.
Except for the identity documents, all the documents drafted in a foreign language other than English shall be accompanied by a translation into Romanian or English, done by an authorized translator.
[iv]Postal ballots issued and registered at a subsequent date, but within the time limit prescribed, shall revoke the previous ballots. If a shareholder who expressed his vote by mail attends the meeting, his vote options sent by mail shall be annulled and only the vote expressed at the meeting shall be taken into account.