

**Postal Ballot Paper Form**  
**for the Ordinary General Meeting of Shareholders of Electromagnetica SA**  
**called for 21/22 April 2016**

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, 15.04.2016, of a number of \_\_\_\_\_ Electromagnetica SA shares, representing \_\_\_\_\_% of the total number of shares, conferring me \_\_\_\_\_ votes during the OGMS of 21/22.04.2016, 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 21/22.04.2016 at 9:00 a.m., as well as the related documentation made available to me by the company, as follows<sup>1</sup>:

No.	Resolution	Vote For	Vote Against	Vote Abstention
<b>1</b>	<i>Approval of the individual annual financial situations for the accounting period concluded on 31.12.2015 according to Accounting regulations compliant with International standards for financial reporting, accompanied by the report of the Managing Board and the report of the financial auditor, formed by: situation of financial position; situation of</i>			

No.	Resolution	Vote For	Vote Against	Vote Abstention
	<i>overall result; situation of own capital changes; situation of treasury flows; notes at individual financial situations.</i>			
<b>2</b>	<i>Approval of the consolidated annual financial situations for the accounting period concluded on 31.12.2015 according to Accounting regulations compliant with International standards for financial reporting, accompanied by the report of the Managing Board and the report of the financial auditor, formed by: situation of consolidated financial position; situation of consolidated overall result; situation of own consolidated capital changes; situation of consolidated treasury flows; notes at consolidated financial situations</i>			
<b>3</b>	Coverage of the loss of Lei 22,716,628, recorded as of 31.12.2015, from the reserves of the company and authorization given to the Board of Directors to choose the best way, from a fiscal perspective, to enter that in the records. Entries shall be made in 2016, following the approval by the Ordinary General Meeting of the Shareholders.			
<b>4.1</b>	Approval of the discharge of the directors for the period 1 January 2015 – 18 October 2015			
<b>4.2</b>	Approval of the discharge of the directors for the period 18 October 2015 - 31 December 2015			
<b>5</b>	<i>Approval of the Income and expense budget for 2016 and of the Activity program for the accounting period of 2016, empowering the Managing Board in order to re-correlate income and expense elements, if unpredictable random events occur.</i>			
<b>6</b>	<i>Approval of the remuneration for the members of the Managing Board for the accounting period of 2016</i>			
<b>7</b>	Acknowledgement of the resignation from the position of director of ELECTROMAGNETICA SA and approval to cancel the entry made with the Trade Register regarding the position of director held by Mr. Cristinel Laurentiu.			
<b>8.1</b>	<i>Election of a director to fill the vacancy resulted from the resignation of Mr. Preda Cristinel Laurentiu, for a mandate equal to the mandate term of the other directors</i>			
	HODEA Ioana Cristina Rodica			
<b>8.2</b>	<i>Mentinerea politei de asigurare profesionala la nivelul stabilit de</i>			

No.	Resolution	Vote For	Vote Against	Vote Abstention
	<i>AGOA din 25 septembrie 2015.</i>			
<b>8.3</b>	Maintenance of the professional liability insurance policy at the level established by the Ordinary General Meeting of Shareholders (OGMS) of 25 September 2015			
<b>8.4</b>	<i>8.2 Authorizing Mr. Eugen Scheusan, President of the Board of Directors, to sign, for and on behalf of the company, the management agreement with the elected director, the terms of this agreement being those established by OGMS of 18 October 2007</i>			
<b>9</b>	Acknowledgement of the waiver of mandate by the external auditor AUDIT EXPERT SRL following the recommendation of Regulation (EU) No. 534/2014 regarding the maximum duration of 10 years for the engagement of an auditor in providing audit services to the same entity, respectively the appointment of the new external financial auditor DELOITTE SRL and authorizing the Board of Directors to conclude the audit agreement and establish the mandate term of the new audit.			
<b>10</b>	<i>Approval of the date 10.05.2016 for the identification of the shareholders who are to receive dividends or other rights and who are going to be affected by the decisions of the OGMS.”) and of the date 09.05.2016 as ex-date, calculated as previous to the registration date when the shares are traded without the rights resulted from OGMS decisions.</i>			
<b>11</b>	<i>Authorization of Mr. Eugen Scheusan – President of the Board of Directors, with the possibility of his substitution, to: i) execute and/or sign, on behalf of the Company and/or of the Company's shareholders, the resolutions of this Ordinary General Meeting of Shareholder, any and all the decisions, documents, applications, forms and requests adopted/made for the fulfillment of the resolutions of this OGMS in relation with any individual or legal entity, either private or public and ii) to fulfill all legal formalities for the registration, opposability, execution and publication of the resolutions adopted</i>			

The deadline for the registration of the postal ballots paper forms is 19.04.2016, at 09.00 a.m.

If on 21.04.2016 the quorum provided by the law is not met, my vote shall remain valid for the second meeting to be called on 22.04.2016, 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<sup>ii</sup> of the undersigned.

Date<sup>iii</sup>: \_\_\_\_\_

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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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<sup>i</sup> 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.

<sup>ii</sup>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.

<sup>iii</sup>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.