

**Postal Ballot Paper Form**  
**for the Extraordinary General Meeting of Shareholders of Electromagnetica SA**  
**called for 25/26 April 2018**

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, 18.04.2018, of a number of \_\_\_\_\_ Electromagnetica SA shares, representing \_\_\_\_\_% of the total number of shares, conferring me \_\_\_\_\_ votes during the EGMS of 25/26.04.2018, 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 Extraordinary General Meeting of Shareholders of Electromagnetica, called for 25/26.04.2018 at 2:00 p.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>To approve the sale of of the land located at the address: Petre Ispirescu Street no. 23-37, District 5, with an area of 456 sqm., registered in the land book no. 213254, former land book no. 51105, for a price at least equal with the value set</i>			

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	<i>in the assessment report, report which shall be subject to the analysis and approval of the Board of Directors</i>			
2	<p><i>Confirmation of the dismemberment (subdivision) deed for a land area of <b>10,335 sqm.</b> (Lot no. 28) according to the cadastral measurements (10,241 sqm., according to the ownership titles), <b>having the cadastral no. 216361</b> (former. cad. no. 3063/2/2/28) land which has the destination of access road and serves the parcels with the cad. no. from 3063/2/2/1 to 3063/2/2/27, <b>registered in the land book no. 216361 of Bucharest Municipality - District 5</b> (former land book no. 55505) located within the built-up area of Bucharest Municipality, Calea Rahovei Street no. 266 – 268, District 5, <u>as the cadastral documentation was drawn up</u> by the authorized technical staff member, Mr. Nicolae Afloarei (authorization series RO-B-F no. 0631) and registered at the Office of Cadastre and Land Registration Bucharest under no. 6837/28 February 2017/24 June 2016 and accepted by the acceptance report (real estate dismemberment) by Drăgan Ioan (cadastre inspector), namely: <b>1. – real estate</b> located within the built-up area of Bucharest Municipality, Calea Rahovei Street no. 266–268, District 5 - Lot no. 28/1, <b>having the cadastral no. 232598</b>, made of a land with an area of <b>10,044 sqm.</b> and <b>2. – real estate</b> located within the built-up area of Bucharest Municipality, Calea Rahovei Street no. 266–268, District 5 - Lot no. 28/128/2, <b>having the cadastral no. 232599</b>, made of a land with an area of <b>291 sqm.</b>, considering that the Decision of the General Meeting of the Shareholders of Electromagnetica S.A. from 26 April 2017 adopted the dismemberment of the land area of <b>10,335 sqm.</b> (Lot no. 28) according to the cadastral measurements (10,241 sqm., according to the ownership titles) in two lots, of which one with an area of 152 sqm.</i></p>			
3	<p><i>To approve the subdivision by lots of the real estate located on Calea Rahovei Street no. 266-268, District 5, as follows:</i></p> <p><i>a) dismemberments:</i></p> <ul style="list-style-type: none"> <li><i>- dismemberment of Lot no. 28/1 in 9 lots;</i></li> <li><i>- dismemberment of Lot no. 14 in 2 lots;</i></li> <li><i>- dismemberment of Lot no. 20 in 2 lots;</i></li> <li><i>- dismemberment of Lot no. 5 in 2 lots;</i></li> </ul> <p><i>b) joinings:</i></p> <ul style="list-style-type: none"> <li><i>- joining of Lot no. 1 with Lot no. 2;</i></li> <li><i>- joining of Lot no. 28/1 with Lot no. 5/2;</i></li> </ul>			

No.	Resolution	Vote For	Vote Against	Vote Abstention
	<ul style="list-style-type: none"> <li>- joining of Lot no. 5/1 with Lot no. 28/1/2 with Lot no. 6 with Lot no. 7 with Lot no. 28/1/3;</li> <li>- joining of Lot no. 9 with Lot no. 28/1/4;</li> <li>- joining of Lot no. 14/1 with Lot no. 28/1/5;</li> <li>- joining of Lot no. 15 with Lot no. 28/1/6;</li> <li>- joining of Lot no. 20 with Lot no. 14/2 with Lot no. 28/1/7;</li> <li>- joining of Lot no. 23 with Lot no. 20/2 with Lot no. 24 with Lot no. 25 with Lot no. 28/1/8</li> </ul>			
4	<p><i>To approve the date of 15 May 2018 as registration date for the identification of shareholders on whom the effects of the Extraordinary General Meeting of the Shareholders decisions are in force and of 14 May 2018 as ex-date (date when the shares are traded without the rights arising from the Extraordinary General Meeting of the Shareholders decisions.</i></p>			
5	<p><i>To mandate Mr. Eugen Scheusan – Chairman of the Board of Directors, for the substitution possibility, in order to: i) sign before the Notary Public for the sale of the land mentioned at point 1) ii) dismember the lots above mentioned at point 3, join the above mentioned lots, sign all deeds necessary for dismemberment, sign all deeds necessary for joining on behalf of and for Electromagnetica SA, both before the Notary Public, as well those associated with the registration in the land register iii) conclude and/or sign, on behalf of the Company and/or the Company shareholders the decisions of this Extraordinary General Meeting of the Shareholders, any and all decisions, documents, applications, forms and requests adopted/drafted in order to or for the enforcement of the decisions of this Extraordinary General Meeting of the Shareholders in relation with any natural person or legal entity, private or public, in order to iv) carry out all legal formalities for the registration, opposability, enforcement and notification of the adopted decisions.</i></p>			

The deadline for the registration of the postal ballots paper forms is 23.04.2018, at 2.00 p.m.

If on 25.04.2018 the quorum provided by the law is not met, my vote shall remain valid for the second meeting to be called on 26.04.2018, 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>: \_\_\_\_\_

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

\_\_\_\_\_ Signature and stamp

\_\_\_\_\_

<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 EGMS 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.