

**Vote by Correspondence Form,
according to art. 18, 2nd paragraph
from CNVM Regulation 6/2009**

The subscribed _____, with the headquarters at _____ str. _____ no. _____, legally represented by _____, as _____, owning a number of _____ shares issued by S.C. ROMCARBON S.A, representing _____% from the social capital, which offers my the right to _____ votes from the total number of votes in the General Shareholders Meeting, I express, throughout the present form, according to art. 18, 2nd paragraph from CNVM Regulation 6/2009, my **VOTE** (corresponding to my shareholdings registered at the reference date **18.04.2016**) regarding the points included on the Agenda of the Extraordinary General Shareholders Assembly convoked for **28.04.2016, 12.30 p.m.** in Buzau, Transilvaniei Street, no. 132, or at the second GSA convoked for **29.04.2016, 12.30 p.m.**, if the first will not fulfill the presence quorum, as follows:

Extraordinary Shareholders Meeting Agenda	For	Against	Abstain
<p>1.Approval for the banking exposure of Romcarbon SA for the financial years 2016-2017, consisting of: credits in amount of 16.183.484 Euro and 6.142.500 lei, leasing contracts in amount of 578.207 Euro, letters of guarantee in amount of 500.000 lei and letters of guarantee secured by collateral deposits in the amount of 98.985 lei and for the 12-months extension of credits with maturity in 2016, maintaining the related guarantees.</p> <p>Empowerment of the Board of Directors to negotiate and decide, as appropriate, regarding: changing credit conditions, modification and / or the establishment of new securities, restructuring, change currency or refinance existing loans and contracting of new loans, within the limits of the approved banking exposure and of the law.</p> <p>Empowerment for the General Director And Financial Director , to sign credit agreements, addendums thereto related, mortgage deeds and other guarantees, and any other documents necessary for the carrying out of the EGMS' s decision.</p>			
<p>2.Ratification of the Board of directors decision no.3/31.05.2015 regarding the approval of the engagement taken by ROMCARBON SA in the credit contract no.1-ABZ din 21.07.2015, concluded with EximBank SA, not to divide/ merge or decide early dissolution of the company throughout the duration of the investment loan in the amount of 6.142.500 lei, without the prior consent of EximBank SA.</p>			

3. Approval of the investment plan for 2016.			
4. Approval of 14.10.2016 as “ registration date ”, according to art. 238 of Law 297/2004 regarding the capital market and art.2 let.e of the C.N.V.M. Regulation no.6/2009.			
5.Approval of 13.10.2016 as “ ex-date ”, according to art.2 let.f of the C.N.V.M. Regulation no.6/2009.			
6.Approval of 26.10.2016 as the “ payment day ”, according to art.2 let.g of the C.N.V.M. Regulation no.6/2009.			

Date _____

(the signature of the shareholder- physical person or representative of the judicial person)

(name, surname of the shareholder, with capital letters)

*By completing and signing this voting form I take the obligation to transmit one original exemplary by post office or to the e-mail address office@romcarbon.com (if electronic means are used, the form will bear extended electronic signature), to S.C. ROMCARBON SA headquarters, from Buzau, str Transilvaniei no. 132, labeled "VOTE BY MAIL FOR EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 28/29.04.2016, accompanied by a copy of the valid identification (ID / ID card in case of natural persons or certificate of registration and copy of the ID's legal representative for legal persons) in a timely manner so that it can be recorded in the registry of the company at the latest on **26.04.2016, 10:00.***