IMPACT DEVELOPER & CONTRACTOR SA
Voluntari, Şos. Pipera-Tunari nr. 4C,
Centrul de AfaceriConstrudava, et. 6,7, jud. Ilfov
Tel.: 021– 230.75.70/71/72, fax: 021– 230.75.81/82/83, mobil: 0729.100.001
Capital social subscrisşiîntegralvărsat: 197.866.574 RON
Înmatriculat la O. R. C. de pelângă T. M. B. sub nr. J 23/1927/2006
C.I.F. RO 1553483
Operator de date cu caracter personal, înscrisăînRegistrul de Evidentă a Prelucrării de Date cu Caracter Personal nr. 3406

SPECIAL POWER-OF-ATTORNEY

Name/Denomination of shareholder..., identified in the Ledger of Shareholders with IC/IB/CUI... having his/her/its residence/registered office in .... holder of ……..……… shares issued by the Trade Company IMPACT DEVELOPER & CONTRACTOR S.A , representing ….. % of the total number of shares, **that in accordance with art. 14 para. 1 of the Article of Incorporation of the company,** grants me the right to......... votes in the General Meeting of Shareholders, representing …….% of the total vote rights,

I hereby appoint .... from ………………..., Street……………………..,bl......, ap…... holder of I.B./I.C. series ….., no…………as a representative of mine in the Extraordinary General Meeting of Shareholders of S.C. IMPACT DEVELOPER & CONTRACTOR that will take place on the date of ***December 20, 2012, at 11:00 o'clock,*** in the Conference Hall of Construdava Building,located in Voluntari, Pipera-Tunari Street 4C, or on the date of December 21, 2012, at the same time and in the same place, in case the first one could not be held,

to exercise my voting right related to my holdings registered with the Ledger of Shareholders from SC Depozitarul Central SA, at the end of the day of December 11, 2012, as follows:

THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	VOTE		
	For	Against	Abstention
1. The approval of bonds issued by the Company which are dematerialized, nominative, unsecured, convertible into shares issued by the Company, having a total nominal value of 30 million lei and characteristics specified in Annex 1 to this notice, as it was published in MonitorulOficial al Romaniei, Section IV ("Bonds"). The bonds will be issued for a period of 7 (seven) years and shall not be admitted to trading on a regulated market or an alternative trading system.			
2. The decrease of the maximum limit of bonds issuance supply from 30,000,000 lei to 20,000,000 lei and therefore the approval of bonds issued by the Company which are dematerialized, nominative, unsecured, convertible into shares issued by the Company, having a total nominal value of 20 million lei and characteristics specified in Annex 3 to this notice ("Bonds"). The bonds will be issued for a period of 7 (seven) years and shall not be admitted to trading on a regulated market or an alternative trading system.			

3. The approval of the bonds offer for subscription by the shareholders registered in the register of shareholders of the Company at the registration date, in order for them to exercise the right of preference in the circumstances detailed in Annex 2 of this notice, as it was published in MonitorulOficial al Romaniei, Section IV. Preferential rights for the subscription of Bonds won't be traded on a regulated market or an alternative trading system. The unsubscribed Bonds after the right of preference shall be canceled by the decision of the Board of Directors of the Company.			
4. The approval to decrease the capital share of SC IMPACT DEVELOPER & CONTRACTOR SA from the value of 197,866,574 lei to the value of 19,786,657.4 lei by reducing the nominal value of shares from 1 leu / share to 0.1 RON / share.			
5. The Approval of the amendment of the article of incorporation of the company regarding capital share as follows: Article 6. paragraph 1 capital share subscribed and paid in the amount of 19,786,657.4 RON and it is divided into 197,866,574 shares with a nominal value of 0.1 lei each. *Art 7. The number of registered shares: 197,866,574 shares.* *The nominal value of one share is 0.1 lei.*			
6. The approval of the registration date which serves to identify the company's shareholders who are affected by the decisions taken by the Assembly proposed by the Board of Administrators, on January 11, 2013.			
7. Empowering the Board of Directors to perform all operations and / or procedures on the implementation of decisions adopted by the Assembly, including but not limited to: (a) the completion of all registration formalities and publicity decisions and their effects, (b) the conclusion of any contracts with third parties for implementation of the decisions, (c) validating the Bonds subscriptions as a result of exercising the right of preference, (d) the cancellation of unsubscribed Bonds after the allocated period for exercising the right of preference, (e) to approve the capital increase as a result of conversion of bonds into shares issued by the Company and the implementation of all advertising and registration formalities of such capital increases, including modifying and updating the corresponding Articles of Association of the Company, (f) taking any commitment necessary to issue any document necessary for the implementation of the decisions and filing any documents to any relevant authority.			
8. To empower Mr. DimitriosSophocleous to sign the Assembly decisions on behalf of shareholders and to perform any and			

all formalities stipulated by law to obtain the approval of the competent authorities, for registration and ensuring the oppo-sability against third parties. Mr. DimitriosSophocleous has the right to delegate the mandate mentioned above to other per-sons.			

Art. 14 para. 1 of the Company's Articles of Incorporation of the company provides that for each package of 10 shares or fraction of package of 10 shares, every shareholder has the right to one vote.

Thispower of attorneyis valid only forAGAfor which it wasrequestedand the representativeshallvote inaccordancewithinstructions issued bythe appointing shareholder.

Powers of attorney, bearing a date later than the one specified below shall have the effect of revoking thispower of attorney.

The undersigned, I hereby give discretionary voting power to the above named representative upon the problems that were not identified and included in the agenda until the present power of attorney.

Date ……………………

……………………………………. ……. ....

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

…………………………… ....

(Signature of shareholder)