

For legal entitie

SPECIAL PROXY OF SHAREHOLDER

FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
OF THE COMPANY S.C. TRANSGEX S.A.

The undersigned, _____ (to be filled in with the legal name of the legal person shareholder), having its registered office at _____, registered with the Trade Register fiscal code, legally represented by _____ (to be filled in with the first name and last name of the legal representative of the legal person shareholder, as these are provided in the documents attesting the legal representative capacity)

holder of a number of _____ shares issued by S.C. TRANSGEX SA, registered with the Trade Register Office (ORC) under number **J05/843/2000, CUI RO202255**, that entitle me to _____ voting rights at Extraordinary General Meeting of Shareholders, of the total number of 5324562 shares / voting rights, representing _____% of the total amount of **5324562** voting rights,

Hereby authorize

Mr./Mrs. _____

(Surname, first name of the representative - the one who is given the special proxy),

residing in _____,

(Adress of the authorized representative chosen by the stocks and shares holder)

identified with Identity Card/pasaport series _____ number _____, issued on _____, by _____, and CNP (Personal Identification Number)

or

_____ (to be filled in with the legal name of the appointed legal person being granted this power of attorney), having its registered office at _____, registered with the Trade Register _____, fiscal code _____, legally represented by _____ (to be filled in with the first name and last name of the legal representative), identified with identity card/passport series ____, no. _____, issued by _____, on _____, personal identification number _____ domiciled _____

to attend and vote for me and on my behalf at the Company's Extraordinary General Meeting of Shareholders Transgex to be held on **27.12.2016, 1:00 p.m.**, at the company's headquarters in Oradea, V. Alecsandri st., no.2 , Bihor county, or on **28.12.2016, 1:00 p.m.**, date of the second meeting in case the first meeting will not be held, to sign on my behalf wherever needed for carrying out this Proxy, his signature, granted within the limits of this Proxy being binding upon me, in respect of the Agenda and of my shares held and registered with the Shareholders' Registry on **16.12.2016** (Reference Date) as indicated below:

| Agenda | For | Against | Abstention |
|--|-----|---------|------------|
| 1.Proposal for the approval of changing par. 8 of art. 18 he organization and structure of the Board since chapter v. board of. organization. duties | | | |

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|--|--|--|--|
| <p>The Board of Directors convenes whenever necessary, but at least once every 3 months at the company's head quarter or somewhere else subject of president's decision. Board meetings can be held by teleconference, internet or other means that provide continuous communication, in these cases, considering that they were held at the company's head quarter.</p> <p>All other provisions of the Documents of Association remain in force.</p> <p>2. Approval of the updated Documents of Association.</p> <p>3. Authorization the General Manager- Mr. Iacobescu Aliu to sign the updated Documents of Association, due to the changes mentioned at Pnt.1, in order to deposit them at the ORC, to sign, on behalf of the shareholders the AGEA resolutions and to fulfill all the necessary formalities related to the AGEA resolutions, in relation with the competent authorities (ORC, ASF, Sibex, Sibex Depository SA, other public or private entities). Mr. Aliu Iacobescu can mandate another person.</p> <p>4. Proposal for the approval of 17.01.2016 as registration date, in accordance with Art. 238 para. 1 of Law no. 297/2004, for identifying the shareholders who are affected by the resolutions of AGEA and of 16.01.2016 as ex - data - prior to registration date with a settlement cycle minus one working (office) day, from which the financial instruments, as object of decisions of corporate bodies - are traded, without the rights deriving from that resolution.</p> | | | |
|--|--|--|--|

This proxy was concluded in 3 (three) original copies, of which a copy of the special proxy should be submitted / sent until **24.12.2016, at 1:00 p.m.** at the headquarters of TRANSGEX SA, under penalty of losing the exercise of voting rights by proxy at the general meeting, according to the law.

Date: _____

Signature: _____ (to be filled in with the signature of the legal representative of the legal person shareholder and to be stamped)

Legal name of the legal person shareholder: _____

First and last name of the legal representative: _____ (the first and last name of the legal representative, legible, in capital letters)

Note:

Shall be marked a cross (X) in the box corresponding to the vote choice.