Special Power of Attorney Form
for the Extraordinary General Meeting of the Shareholders of ALUM S.A.
summoned for December 15/16, 2015

I, the Undersigned, _____ *[surname and name of the shareholder – natural person, according to the identity document]*, identified with _____ *[identity document]*, series ____, no. _____, issued by _____, on _____, domiciled in _____ *[the entire address, according to the identity document]*, personal identification number _____,

or

I, the Undersigned, _____ *[name of the shareholder – legal entity]*, with the registered office located in _____, registered with the Trade Registry Office under no. _____, Sole Registration Code _____, dully represented by _____ *[Surname and name, according to the identity document]*, in the capacity of _____ *[the exactly position registered with the Trade Registry]* *

Shareholder at the reference date of **December 4, 2015** of Alum S.A., Romanian legal entity, with the registered office in Tulcea, no. 82 Isaccei Street, Tulcea County, registered with the Trade registry under no. J36/29/1991, Sole Registration Code RO 2360405 (hereinafter called the "Company"), having a share capital subscribed and paid-in of lei 488,412,907.85 and a total of 82,086,203 issued shares,

Holder of _____ shares, representing _____ % of the total shares issued by the Company, that gives me _____ voting rights, representing ____ % from the total number of the voting rights,

I hereby give power of attorney to ** _____, domiciled in _____*[the entire address, according to the identity document]*, identified with _____ *[identity document]*, series ____, no. _____, issued by _____, on _____, personal identification number _____,

To represent the undersigned in the Extraordinary General Meeting of the Shareholders of Alum S.A. summoned for the date of **December 15, 2015 starting with 11,00 AM** or for **December 16, 2015 starting with 11,00 AM** *(should the attendance quorum be not met at the first general meeting)*, at the Company's registered office in Tulcea, no. 82 Isaccei Street, Tulcea County, to exercise the voting right as to the shares held by me at the reference date, with respect to all the issues on the agenda, as follows:

1. **Approval of the conclusion by the Company, in capacity as borrower and security provider, of a credit facility agreement governed by the Romanian law with a maximum principal aggregate amount of up to USD 10,000,000, with Raiffeisen Bank Romania, in capacity as creditor, for the purpose of, including but not limited to, the extinction by payment of some commercial advances, as well as of any other documents related to the transaction (hereinafter referred to as the "Facility")**

   In the decision option recommended by the Board of Directors of the Company.
   For Against Abstention

   In the decision option recommended by the shareholder _____ *[if the case may be]*
   For Against Abstention

2. Approval of the granting by the Company of the following mortgages:
(1) immovable mortgage on:
(i) the land in surface of 327,222 square meters, having the cadastral number 32495, registered in the land registry no. 32495 of the city of Tulcea;
(ii) the land in surface of 794,039 square meters, having the cadastral number 32987, registered in the land registry no. 32987 of the city of Tulcea;
(iii) the land in total surface of 66,598 square meters from the papers and 66,580 square meters resulted from the cadastral measurements, having the cadastral number 33753, registered in the land registry no. 33753 of the city of Tulcea;
(iv) the land in surface of 27,422 square meters, having the cadastral number 33757, registered in the land registry no. 33757 of the city of Tulcea;
(v) the land in surface of 31,748 square meters, having the cadastral number 33754, registered in the land registry no. 33754 of the city of Tulcea;
(vi) the land in surface of 30,175 square meters, having the cadastral number 33767, registered in the land registry no. 33767 of the city of Tulcea
(vii) on all the constructions situated on the lands mentioned above from (i) to (vi), with all their annexes, devices and equipments which are immovable assets by destination. As the case may be, in the future will also be mortgaged the immovable properties that shall be built/purchased by the Company, as it is permitted by the credit contract ("The Immovable Mortgages")

(2) movable mortgage on:
(i) fixed assets, the Company's property;
(ii) the Company's accounts opened with Raiffeisen Bank S.A.

(3) receivables assignment on:
(i) the Company's receivables from any alumina delivery contracts concluded with Alro S.A. Slatina;
(ii) any shareholder loan granted by the Company to Global Aluminium Ltd.;
(iii) any other present and future receivables owned by the Company ("The Movable Mortgages")
(herein the Immovable Mortgages and Movable Mortgages shall be jointly referred to herein as the "Mortgages"). The Mortgages shall secure the fulfilment by the Company of all current and future obligations resulting from or in relation to the Facility

In the decision option recommended by the Board of Directors of the Company.
For Against Abstention

In the decision option recommended by the shareholder _____ *[if the case may be]*
For Against Abstention

3. Approval of the authorization of the Company's Board of Directors to negotiate and approve the final forms and to conclude the Facility and the agreements by which the Mortgages shall be created, as well as all and any other documents related to the transactions above, either of which may also include negative pledge provisions, as well as to empower the General Manager and the Financial Manager to sign together such documents, in the name and on behalf of the Company

In the decision option recommended by the Board of Directors of the Company.
For Against Abstention

In the decision option recommended by the shareholder _____ *[if the case may be]*
For Against Abstention

4. Approval to empower Mrs. Feodorof Mariana to comply with all the formalities for the registration of the Extraordinary General Meeting of Shareholders' decisions

In the decision option recommended by the Board of Directors of the Company.
For Against Abstention

In the decision option recommended by the shareholder _____ *[if the case may be]*
For Against Abstention

5. Approval of the date of January 7, 2016 as registration date, for the opposability of the resolutions of the Extraordinary General Meeting of Shareholders, in accordance with the provisions of art. 238 in Law no. 297/2004 on Capital Market

In the decision option recommended by the Board of Directors of the Company.
For Against Abstention

In the decision option recommended by the shareholder _____ *[if the case may be]*
For Against Abstention

6. Approval of the date of January 6, 2016 as ex date in accordance with the provisions of art. 129^2 of Regulation no 1/2006 on issuers and operations with securities issued by NSC (presently Financial Supervisory Authority)

In the decision option recommended by the Board of Directors of the Company.
For Against Abstention

In the decision option recommended by the shareholder _____ *[if the case may be]*
For Against Abstention

I hereby attach a copy of the valid identity document of the appointed representative.

Date _____

_____ *[surname and name of the natural person shareholder or of the representative – legal entity shareholder, clearly, in capital letters]*

_____ *[*signature*]*

_____*[for the shareholders – legal entities, the position of the legal representative will be mentioned]*

Note:

* the identification data of the shareholders, natural persons or legal entities will be filled

** it will be filled the name of the appointed representative