Special Power of Attorney Form
for the Ordinary General Meeting of the Shareholders of ALUM S.A.
summoned for April 28/29, 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 **April 17, 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 Ordinary General Meeting of the Shareholders of Alum S.A. summoned for the date of **April 28, 2015 starting with 11,00 AM** or for **April 29, 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 financial statements for the year 2014 prepared in accordance with OMF no. 3055/2009, on the basis of the Directors' Report and Financial Auditor's Report for year 2014**

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 unconsolidated financial statements for the year 2014 prepared in accordance with IFRS, on the basis of the Financial Auditor's Report for year 2014**

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 consolidated financial statements for the year 2014 prepared in accordance with IFRS, on the basis of the Directors' Report and Financial Auditor's Report for year 2014

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 of the directors' discharge of liability for year 2014

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 Annual Report for year 2014 drawn up in accordance with the provisions of the Regulation no. 1/2006 of National Securities Commission (at this moment, Financial Supervisory Authority – Financial Instruments and Investments Sector)

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 to distribute the net profit for year 2014

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

7. Approval of the Income and Expenses Budget for year 2015

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

8. Approval of the Activity Program for year 2015

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

9. Approval of the Investment Plan for year 2015

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

10. Approval of the remuneration of the Board of Directors members for 2015

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

11. Approval of the general limit of all the remunerations granted to the Board of Directors' members with special functions and to the managers, for year 2015

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

12. Appointment of the financial auditor that shall act as the Company's financial auditor as of August 11, 2015 and establishing the duration of the financial audit contract

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

13. Appointment the persons empowered to sign the financial audit contract

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

14. Approval to empower Mrs. Feodorof Mariana to comply with all the formalities for the registration of the Ordinary 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

15. Approval of the date of May 19, 2015 as registration date 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

16. Approval of the date of May 18, 2015 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