SPECIAL POWER-OF-ATTORNEY
For the Ordinary General Meeting of the Shareholders of S.C. ALUM S.A.
summoned for April 26/27, 2012

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. _____, Unique 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, April 13, 2012, of S.C. ALUM S.A., Romanian legal entity, with the registered office in Tulcea, no. 82 Isaccei Street, Tulcea County, Romania, registered with the Trade registry under no. J36/29/1991, Unique 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 S.C. ALUM S.A. summoned for the date of April 26, 2012, starting with 11,00 AM, or for April 27, 2012, starting with 11,00 AM *(should the attendance quorum be not met at the first eneral meeting),* at the Company's registered office in Tulcea, no. 82 Isaccei Street, Tulcea. County, Romania 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 2011 on the basis of the Directors Report and Financial Auditor's Report for year 2011**

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 directors' discharge from liability for year 2011.
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 to distribute the net profit for year 2011 and approval of the dividends.
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 annual report made in accordance with the provisions of the Regulation no. 1/2006 of the NSC (National Securities Commission), for year 2011.
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 Income and Expenses Budget for year 2012.
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 Activity Program for year 2012.
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 Investments Plan for year 2012.
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 remuneration of the Board of Directors members in 2012.
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 general limit of all the remunerations granted in 2012 to the Board of Directors members with special functions and to the managers.

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 to mandate 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

11. Approval of the date of May 15, 2012 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

I hereby attach a copy of the valid identification document***

Date _____

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

_____(signature)

**** _____

Note:

* it will be filled only for the shareholders - legal entities

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

*** applicable only for the shareholders – natural persons

**** for the legal entities, the position of the representative will be mentioned