

**POWER OF ATTORNEY
ORDINARY GENERAL MEETING OF SHAREHOLDERS**

The undersigned / subscribed with the residence /headquarters in, holder of a number of shares of S.C. UNIVERS S.A. Ramnicu Valcea, registered at Trade Register Office Valcea under the no. J38/108/1991, Unique Registration Code RO 1469006, representing % of the total number of 796.642 shares of S.C. UNIVERS S.A. which confer me a number of voting rights in the Ordinary General Meeting of the Shareholders, representing % of the total number of shares issued by S.C. UNIVERS S.A. Ramnicu Valcea, hereby appoint:residing.....Personal Identification Number, holder of Identity Card / Passport series, nr. issued by, ID, as my representative in the Ordinary General Meeting of the Shareholders of S.C.UNIVERS S.A., which will take place on 24.04.2015, 10:00 hours, at the company's headquarters in Rm Valcea, str. Regina Maria, no.4, Valcea County, or on the date 25.04.2015, of the second meeting, in case the first one could not be held, to exercise the voting rights related to the shares held by me and recorded in the Register of Shareholders of S.C. DEPOZITARUL CENTRAL S.A. Bucharest, on the reference date of 15.04.2015 , as follows:

AGOA	PRO	ABSTAIN	AGAINST
1. Presentation and approval of the financial statement of the financial year 2014, based on auditor's report and administrators report and revision commission report			
2. Discussion and approval of 2014 net profit distribution in accordance with the proposal of the Board of Directors			
3. Management discharge approval for the administrators for the work carried out in the exercise of the financial year 2014 on the basis on the reports submitted			
4. Discussion and approval of the income and expenditure budget for the year 2015 and investment program			
5. Election of the Board of Director as a result of the expiration of the mandate of the for a period of 4 years starting with 01.05.2015	SECRET VOTE		
6. Approval level of remuneration to Board of Directors of the for exercise of the financial year 2015 starting with the date of 01.05.2015 and until the date of closing of the AGOA the exercise of the financial year 2015.			
7. Approval the conclusion of a professional liability insurance policy for Board of Directors			
8. Approval of the preparation – as from 31.12.2014 – of the anual financial statements complying with IFRS, apart from the anual financial statements prepared in accordance with the Romanian legislation in force			
9. Election the financial auditor extern of the society for evaluation of the anual financial statements of the year 2015, establish value of the contract and give power to the general manager to sign the audit contract.	SECRET VOTE		

10. Approval of 13/05/2015 as registration date and identify the shareholders who are affected by the decision of the ordinary general meeting of shareholders in accordance with art. 238 of Law no. 297/2004 on the capital market and the date of 12.05.2015 as ex data			
11. Mr. Preda Constantin Florin, empowerment Board secretary with the possibility of substitution by decision of the Board to act on behalf of the company in order to fulfill all the necessary formalities related to carrying out the decisions made and for registration with the Trade Register and publication of the competent authorities the decision of the Ordinary General Meeting of Shareholders			

Date: _____

Shareholder:

Notă: Procura se va completa în 3 (trei) exemplare originale (1 ex. pentru mandatar, 1 ex. pentru S.C. UNIVERS S.A. Ramnicu Valcea și 1 ex. pentru acționar). La intrarea în sala, mandatarul va avea asupra sa un exemplar al procurii și actul de identitate.