

**SPECIAL POWER OF ATTORNEY
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

The undersigned / subscribed with the residence /headquarters in, holder of a number of shares of S.C. CONSTRUCTII FERROVIARE S.A. Craiova, registered at Trade Register Office Dolj under the no. J16/2209/1991, Unique Registration Code RO 2292068, representing % of the total number of 3.516.546 shares of S.C. CONSTRUCTII FERROVIARE S.A. which confer me a number of voting rights in the Extraordinary General Meeting of the Shareholders, representing % of the total number of shares issued by S.C. CONSTRUCTII FERROVIARE S.A. Craiova, hereby appoint:residing..... Personal Identification Number, holder of Identity Card / Passport series, nr. issued by, ID, as my representative in the Extraordinary General Meeting of the Shareholders of S.C. CONSTRUCTII FERROVIARE S.A., which will take place on 06.02.2015, 10:00 hours, at the company's headquarters in Craiova, str. Aleea Bariera Valcii, no.28A, Dolj County, or on the date 07.02.2015 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 28.01.2015, as follows:

EGMS	<i>PRO</i>	<i>ABTAIN</i>	<i>AGAINST</i>
1.Presentation of the Board of Director Report regarding the legal framework enforceable for the trading of SC CONSTRUCTII FERROVIARE SA shares on capital market. Presentation of the market BVB and ATS, Alternative Trading System Managed by the Bucharest Stock Exchange and SIBEX			
2. Adopting a decision regarding the legal steps needed to be taken by the company in order to list the company's shares on a regulated market, managed by the BVB			
3. Adopting a decision regarding the legal steps needed to be taken by the company in order to list the company's shares on a regulated market, managed by the Sibex – Sibiu stock Exchange SA Sibiu			
4. Adopting a decision regarding the legal steps needed to be taken by the company in order to list the company's shares within ATS-CAN Alternativ Trading System managed by BVB			
5. Adopting a decision regarding the legal steps needed to be taken by the company in order to list the company's shares within ATS-CAN Alternativ Trading System managed by the Sibex – Sibiu stock Exchange SA Sibiu			
6. Approval of the registration date 20.02.2015 to which influence effects of ordinary general meeting of shareholders in accordance with the provisions of article 238 of the low 297/2004 on the capital market			
7. Mandate for Mrs Curca Stelian - loyer with substitution possibility to act on behalf of the company in order to fulfill all the necessary requirement related to accomplishing of the decision adopted, as wellas to register with the Trade Register Office and releasing to the pertinent authority of the general shareholder meeting decision.			

Date

(name, first name of the natural person shareholder or of the legal representative of the legal entity shareholder)

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