

SPECIAL POWER OF ATTORNEY

of representation in the Ordinary General Meeting of Shareholders of S.C. BIOFARM S.A. with registered office in Bucharest, no. 99 Logofatul Tautu Street, 3rd City District, Unique registration code 341563, J40/199/1991, fully subscribed and paid up capital 109,486,149.90 lei,

The undersigned _____ [name and surname of the shareholder acting as a natural person], identified with _____ [Identity card], series _____, number _____, issued by _____, on _____, residing in _____, and _____ Personal Identification Number _____,

or

The Commercial Company _____ [name of the shareholder acting as a legal person], with registered office in _____, registered with the Trade Register under no. _____, unique registration code, _____ duly represented by _____,* [name and surname of the legal representative]

shareholder on the reference date 28.10.2013, holder of _____ shares, representing _____% of the total number of shares issued by the Company, which offers me _____ voting rights, representing _____% of the total number of voting rights, hereby give full power attorney to Mr. / Mrs. / S.C. ** _____ [name and surname/ name of the representative] residing in _____, identified with _____ [Identity card], series _____, number _____, issued by _____, on _____, with Personal Identification Number _____ / with registered office in _____, Unique registration code _____, J ____/____/_____

to represent me in the Ordinary General Meeting of Shareholders of S.C. BIOFARM S.A. that will take place on 06/07.11.2013 starting with 12:00 o'clock p.m. at the registered office from Romania, Bucharest, no. 99 Logofatul Tautu Street, 3rd City District, in order to exercise the voting right afferent to the shares held by the undersigned ***/ commercial company****, as follows:

OGMS AGENDA		For	Against	Abstention
1. The presentation of the activity of the Board of Directors for the period of the term and the discharge of administrators for the period starting from 01.01.2013 until the date of the Ordinary General Meeting of Shareholders.				
2. Choosing the Board of Directors composed of 5 members for a term of four years, as a result of the expiry of the existent term of the Board of Directors through cumulative voting method..		The assigned number of cumulated votes will be inserted¹		
2.1	VASILE Danut		-	-
2.2	ANDREI Ion		-	-
2.3	CALITOIU Elena		-	-
2.4	TUDOR Dumitru		-	-
2.5	HREBENCIUC Andrei		-	-
2.6	CIUREZU Tudor		-	-
2.7	BILTEANU Dragos George		-	-
2.8	EL LAKIS Najib		-	-
3. Approval of the date of 25.11.2013 as the				

¹ Because S.C. BIOFARM S.A. will choose a Board of Directors composed of 5 (five) members considering cumulative voting method, the number of votes is determined as being the resulting value of multiplying the number of the shares held by an shareholder with 5 (five). The resulted number of votes will be assigned by the shareholder to one or more candidates for the administrator function, based on his/her option/s.

registration date in accordance with the provisions of Art. 238 paragraph 1 of Act no. 297/2004 regarding the capital market.			
4. Approval of the mandating of Mr. Danut VASILE – General Manager of S.C. Biofarm S.A. by signing all the documents issued following the Ordinary General Meeting of Shareholders.			
5. The presentation of a Report of the Board of Directors that must include at least the following information: a) The company business strategy for the next 3-5 years that must include: the evolution of indicators: cash flow; turnover; incomes / operating expenses and total expenses; EBIT; EBITDA; degree of indebtedness, liquidity indicators; net profit margin; dividend yield; b) The presentation of income and expenses structure and of proposals to increase the ratio between the two indicators; c) The presentation of the strategy for further reducing the cashing period of customers, considering the liquidity needs of the Company; d) Taking into account the investment program in progress and the need for continuous adaptation of the production and for the quality standards to the European/global requirements in the field, please specify if you have benefited or if you have the intent to attract European funds; e) Notification with regard to the fixed assets (buildings and lands) under the patrimony of the Company and to the adopted /envisaged measures for their efficient management.			
6. The approval of remuneration limits of the Board of Directors. <i>(Note: during the mandate period 2009 - 2013 the total monthly remuneration of B.D. was in net amount of 5000 Ron)</i>			
7. Establishment of the ensured amount level corresponding to the professional liability insurance policy.			
8. The approval of the administration contract as an adhesion contract, which will also include the objectives and performance criteria, in accordance with the limits approved by the General Meeting.			

I hereby attach to this special power of attorney the copy of the valid Identity card ***/ the copy of the company registration certificate, copy of the identity card of the signing legal representative and documents attesting the quality of legal representative (the confirmation of company details issued by the Trade Register, in original or in a certified true copy, or any other document, in original or in a certified true copy, issued by a competent authority from the state in which the shareholder is legally registered, attesting the quality of legal representative) issued no more than 3 months before the publication date of the convening notice for the Shareholders' General Meeting ****

Date of the special power of attorney _____

**** _____ [signature/stamp]

***** _____ [name, surname]

Note:

* to be filled only for the shareholders acting as legal persons;

** the name of the assigned representative shall be filled

*** applicable only in the case of natural persons

**** applicable only in the case of legal persons;

***** it shall be signed in the case of shareholders acting as natural persons; in the case of shareholders acting as legal persons, it shall be signed and the stamp will be applied.

***** in the case of legal persons, the name and the position of the legal representative shall be mentioned.