

SPECIAL POWER OF ATTORNEY

of representation at the Ordinary General Meeting of Shareholders of S.C. BIOFARM S.A. with office in Bucharest, No. 99 Logofatul Tautu Street, 3rd District, TIN 341563, J40/199/1991, share capital RON 109,486,149.90, fully subscribed and paid-up

The undersigned _____ [surname and given name of the natural person shareholder], identified with _____ [identity document], series _____, number _____, issued by _____, on _____, domiciled in _____, and PIN _____,

or

The Commercial Company _____ [name of the legal person shareholder], with registered office in _____, registered with the Trade Register under no. _____, Tax Identification Number, _____ legally represented by _____,* [surname and given name(s) of the legal representative]

a shareholder on the reference date 14.04.2015, holder of _____ shares, representing _____% from the total number of shares issued by the Company, which offers me _____ voting rights, representing _____% from the total number of voting rights, do hereby empower:

- Sir/Madam** _____ [surname and given name(s)] domiciled in _____, identified with _____ [identity document], series _____, number _____, issued by _____, on _____, with PIN _____ [elected representative]
- The Commercial Company** _____ [name] with office in _____, TIN _____, J____/____/____ by legal representative Sir/Madam _____ [surname and given name] domiciled _____, identified with _____ [identity document], series _____, number _____, issued by _____, on _____, with PIN _____ [elected representative]

or

- Sir/Madam** _____ [surname and given name(s)] domiciled in _____, identified with _____ [identity document], series _____, number _____, issued by _____, on _____, with PIN _____ [alternate representative]
- The Commercial Company** _____ [name] with office in _____, TIN _____, J____/____/____ By the legal representative Sir/Madam _____ [surname and given name(s)] domiciled in _____, identified with _____ [identity document], series _____, number _____, issued by _____, on _____, with PIN _____ [alternate representative]

In case you wish to appoint several alternate representatives, please contact the Company at the telephone number 021.301.06.84 during business days in order to submit an appropriate special power of attorney with the number of alternate representatives you wish to appoint

to represent me in the Ordinary General Meeting of Shareholders of S.C. BIOFARM S.A. that will take place on 23/24.04.2015 starting with 12.00 o'clock at the registered office in Romania, Bucharest, No. 99 Logofatul Tautu Street, 3rd District, to cast the voting right afferent to the shares held by the undersigned***/ commercial company****, as follows:

OGMS AGENDA	FOR	AGAINST	ABSTENTION
1. Approval of the individual financial statements for the year concluded on 31 December 2014 drafted in compliance with IFRS adopted by the European Union, based on the reports presented by the Board of Directors and by the financial auditor.			
2. Approval of administration discharge for 2014.			
3. Approval of distribution of the net profit obtained in 2014 and of the gross dividend of 0,015 lei/share.			
a) Approval of distribution of the net profit obtained in 2014, as follows: Legal reserves: 1.350.967 lei Other reserves: 10.428.376 lei Dividends: 14.780.508 lei			
b) Approval of the gross dividend of 0,015 lei/share.			
4. Approval of dividend distribution starting with 29.06.2015, which is the payment date, with the shareholders bearing of the distribution expenses.			
a) Approval of dividend distribution starting with 29.06.2015, which is the payment date.			
b) Approval of the bearing of the distribution expenses by the shareholders.			
5. Empowerment of the Board of Directors for establishing the procedure for dividends distribution, in compliance with the legal provisions in force.			
6. Approval of the income and expense budget on 2015.			
7. Approval of the management and investment program on 2015.			
a) Approval of construction and acquisition of fixed assets in total amount of 38.856.600 lei.			
b) Approval of an strategic investment for a maximum amount of 14.000.000 lei.			
8. Approval of the coverage of the difference between the redemption value and the nominal value of own shares repurchased in 2014, in accordance with E.G.M.S.'s Decision no. 72/17.04.2014, as the other taxes and charges related, totaling 23.038.020 lei, from "other reserves" of the company.			
9. Choosing a member in the Board of Directors for a period equal with the difference of term of office remained to be executed by the Board of Directors in operation.			
9.1. Gabriel Filimon			
10. Approval of the date of 23.06.2015 as the registration date, in compliance with the provisions of art. 238 line (1) of Law 297/2004 on the capital market			
11. Approval of the date of 22.06.2015 as the <i>ex date</i> , as defined by the provisions of the R.N.S.C. Regulation no. 6/2009.			

OGMS AGENDA	FOR	AGAINST	ABSTENTION
12. Approval of the mandating of Mr Danut VASILE – Chairman of the Board of Directors for signing all documents issued following the Ordinary General Meeting of Shareholders.			
13. Approval of dividend distribution starting with 10.07.2015, which is the payment date.			

Date of special power of attorney _____

***** _____ [signature/stamp]

***** _____ [surname, given name(s)]

DOCUMENTS ACCOMPANYING THE SPECIAL POWER OF ATTORNEY

- **natural person shareholders:** Copy of the shareholder's identity document, which must allow his/her identification in the company's shareholders' register, held by the Depozitarul Central S.A.
- **legal person shareholders or entities with no legal personality:** In case the shareholders' register does not contain data regarding the quality of legal representative; this quality is proved with a confirmation of company details in original or in a certified true copy, issued by the Trade Register 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, with a period of maximum 3 months in relation with the date of publication of the notice to attend of the General Meeting, which would allow identifying the legal representative. The documents certifying the quality of legal representative drafted in a foreign language, other than English language, shall be accompanied by a translation performed by a sworn translator in Romanian or in English language.
- **in which the special power of attorney is given to a credit institution which provides custody services for the shareholder:** The original of the affidavit given by the legal representative of the credit institution that received the power of representation by special power of attorney.

Mention: *In all cases, the natural persons empowered by special power of attorney shall be identified with the identity document of E.G.M.S.*

Note:

* to be filled in only for legal person shareholders

** to be completed with the name/designation of the chosen representative and of the alternate representative, if the case may be

*** applicable only in case of natural person shareholders

**** applicable only in case of legal persons

***** in case of natural persons, the document shall be signed by hand; in case of legal person shareholders, the document shall be signed by hand and the valid stamp shall be affixed

***** in case of legal persons, the name and position of the legal representative is specified.