

BALLOT BY CORRESPONDENCE FOR EXTRAORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS

SC PRODLACTA SA

Date: 29 / 30.04.2015

The undersigned [legal entity _____ with headquarter in _____, _____ County, _____ registered in the Trade Register under no. _____, Unique Registration Code _____]

[individual, citizen _____ residing in _____, _____, identified with Passport / Identity Card number _____ issued by _____, on _____, NSO _____]

As a shareholder of S. C. PRODLACTA S. A., holder of a number of _____ shares, representing _____% out of the total number of **47.204.091** issued shares of the Company that gives me _____ the right to vote that is _____% out of the total number of voting rights, knowing the agenda of the Extraordinary General Assembly of "Prodlacta" Shareholders convened at the headquarters of the Company in Brasov, 5 Ecaterina Teodoroiu street, I exercise my right to vote by correspondence, in the Extraordinary General Assembly of Prodlacta Shareholders, that will take place on 29.04.2015, at 13: 00 or on 30.04.2015 (second date convocation), at 12:00, associated with my holdings in the Register of Shareholders on the date of reference EGAS respectively, 20 April 2015 as follows:

The text of the proposals submitted to a vote	Pro	Against	Abstention
1. Presentation and discussion of the report of the Board of Directors and the financial auditor about the situation of the property of the company, prepared in accordance with art. 15324 law 31/1990, on commercial enterprises.			
2. The empowerment of Mr. Victor Cibotaru to take all necessary steps to register the decisions of the Extraordinary General Shareholders ' Meeting and perform all the necessary formalities on behalf of the competent authorities, including but not limited to, the trade Register Office under the Court of Brasov, Bucharest Stock Exchange, the National Securities Commission			
3.Approval of 15/05/2015 as "registration date" for identifying shareholders who are affected by the decision of the Assembly, 14.05.2015 „ex date”			

Note: Please indicate your vote by placing an "X" next to one of the "To", "against" or "abstain" Placing an "X" in more than one option or non-placing an "X" for none of the options will mean that the vote given by proxy is null / not taken into account.

Voting forms completed and signed, together with a copy of valid identification documents of the shareholder (for individuals bulletin / card or for legal entities bulletin / identity card / of the legal representative registered in the Company's shareholders list issued by central depository SA) may be submitted as follows:

- a) deposited at the Company's headquarters or transmitted by any form of courier with acknowledgment of receipt, in a sealed envelope, clearly written statement in capital letters: "FOR THE EXTRAORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS from 29/30 APRIL 2015 '48 hours before the date that EGAS until April 27, 2015 11:00 for EGAS
- b) sent by e-mail with electronic signature in compliance with Law no. 455/2001 regarding electronic signature, 48 hours before EGAS respectively until 29 April 2015 at 11.00 at the address: office@prodlacta.ro, noting for "subject": "FOR THE EXTRAORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS DATED 29 / 30 April 2015 "

Forms for voting by correspondence that have not been received by the Company within the period prescribed above, will not be taken into account for the determination of quorum and majority for decision making within the EGAS.

Forms for voting by correspondence that have not been received by the Company within the period prescribed above, will not be taken into account for the determination of quorum and majority for decision making within the OGAS.

The Company will accept forms for voting by correspondence submitted by a shareholder for whom a credit institution provides custodial services, if voting by correspondence form is signed by such shareholder and is accompanied by an affidavit given by the legal representative of the institution credit, showing that:

- (i) the credit institution provides custody services for such shareholder;
- (ii) voting form by correspondence is signed by the shareholder and contains voting options identical to those specified by shareholder in a SWIFT message received by the credit institution from this shareholder.

Forms for voting by correspondence that have not been received by the Company within the period prescribed above, will not be taken into account for the determination of quorum and majority for decision making within the OGAS.

Name and surname _____
Signature _____
Date _____

Note:

This form of vote by correspondence must be signed on each page (in the footer), surname, name and signature of the shareholder or the legal representative, and the date of signing the form.