

BALLOT BY CORRESPONDENCE FOR ORDINARY 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 Ordinary 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 Ordinary General Assembly of Prodlacta Shareholders, that will take place on 29.04.2015, at 12: 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 OGAS respectively, 20 April 2015 as follows:

The text of the proposals submitted to a vote	Pro	Against	Abstention
1. Presentation, discussion and approval of the annual financial statements prepared for the financial year 2014, based on reports of the Board of Directors and the financial auditor;			
2. Presentation, discussion and approval of the annual report of the directors prepared in accordance with Regulation no. 1/2006 of CNVM			
3. Adoption of the discharge control administrators for their work in fiscal year 2014;			
4. Presentation, discussion and adoption of the budget of income and expenses for the year 2015 and the programme of activities for the year 2015			
5. Analysis of the effects of civil sentence no.1024 / C / 2014 of the Court Brasov in case no. 3326/62/2014 concerning the quashing 3 / 25.04.2014 of OGAS and the suggestion of ratification by the General Assembly of Shareholders of the mandate and activities of the financial auditor for 2014, including the amount			
6.Election of financial auditor for 2015 and empowerment of the General Director to sign the audit	Note ! Exercising the right to vote on the election of the financial auditor on the ballot will be done on the secret		

	ballot.		
7. The empowerment of Mr. Victor Cibotaru to take all necessary steps to register the decisions of the Ordinary General Shareholders ' Assembly and perform all the necessary formalities on behalf of the competent authorities, including but not limited to, the Office of the trade Register in Brasov Court, Stock exchange Bucharest, the national Securities Commission.			
8. 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”			
9. Election by cumulative vote of a new board of directors consisting of 5 members, for a period of 4 years.	<p>Note!</p> <p>Exercising the right to vote on the election the new Board of Directors is made cumulative voting on secret ballot</p>		
10. The establishment of the remuneration of the members of the Board of Directors elected from the proposed candidates.			
11. The establishment of the remuneration for Mrs. Mariana Eftimie, member of the Board of Directors from 25.04.2014.			
12. Fixing of the remuneration of Eftimie Marianne, member of the Board of Directors of SC PRODLACTA JSC, elected by cumulative voting at OGAS SC PRODLACTA JSC from 25.04.2014 in the sum of 600 euros/gross monthly, starting from the election date of the Board of Directors.			

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 ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS from 29/30 APRIL 2015 '48 hours before the date that OGAS until April 27, 2015 12:00 for OGAS
- b) sent by e-mail with electronic signature in compliance with Law no. 455/2001 regarding electronic signature, 48 hours before OGAS respectively until 29 April 2015 at 12.00 at the address: office@prodlacta.ro, noting for "subject": "FOR THE ORDINARY 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 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.