

FORM OF VOTE BY CORRESPONDENCE

for the Extraordinary General Meeting of Shareholders of Societatea Asigurare-Reasigurare Astra S.A. to be held on 20/23 February 2015

The subscribed.....
(*corporate name*), with the registered office at
....., registered with the
Trade Register Office under no., Sole Registration
Code....., represented by
..... (*full surname and name*), with the
place of domicile at
no..... issued on by
..... personal identification
number..... in capacity of
..... (*position held according to Trade Registry
registration*),

exercise our right of vote by correspondence on the items included on the agenda of the Extraordinary General Meeting of Shareholders ("EGMS") of Societatea Asigurare-Reasigurare Astra S.A. (the "Company"), to be held on 20 February 2015, at the registered office of the Company in Bucharest at 3 Nerva Traian St., Building M 101, 10th floor, Sector 3, at 11:00 hours, or on 23 February 2015 (should the quorum requirements not be met at the first calling), at the same venue and time, corresponding to a number of shares held by the undersigned, representing % of the share capital and voting rights, registered with the Depozitarul Central S.A. as at the reference date of 11.02.2015, as follows:

1. Approval of the necessary legal procedures to be performed by the Company for admission to trading of the shares issued by the Company on the regulated market administered by BURSA DE VALORI BUCUREȘTI S.A. Approval of this item triggers the rejection of items 3, 4, 5 and 6 from the agenda included in the calling notice published by the Company, i.e. items 2, 3, 4, and 5 stated herein;

For _____ Against _____ Abstention

2. Approval of the necessary legal procedures to be performed by the Company for admission to trading of the shares issued by the Company on the regulated market administered by SIBEX-SIBIU STOCK EXCHANGE S.A. Approval of this item triggers the rejection of items 2, 4, 5 and 6 from the agenda included in the calling notice published by the Company, i.e. items 1, 3, 4, and 5 stated herein;

For _____ Against _____ Abstention

3. Approval of the necessary legal procedures to be performed by the Company for admission to trading of the shares issued by the Company in the alternative trading system administered by BURSA DE VALORI BUCUREȘTI S.A. Approval of this item triggers the rejection of items 2, 3, 5 and 6 from the agenda included in the calling notice published by the Company, i.e. items 1, 2, 4, and 5 stated herein;

For _____ Against _____ Abstention

4. Approval of the necessary legal procedures to be performed by the Company for admission to trading of the shares issued by the Company in the alternative trading system administered by SIBEX-SIBIU STOCK EXCHANGE S.A. Approval of this item triggers the rejection of items 2, 3, 4 and 6 from the agenda included in the calling notice published by the Company, i.e. items 1, 2, 3, and 5 stated herein;

For _____ Against _____ Abstention

5. Non-performance by the Company of the necessary legal procedures for admission to trading of the shares issued by the Company on a regulated market or in the alternative trading system. Approval of this item triggers the rejection of items 2, 3, 4 and 5 from the agenda included in the calling notice published by the Company, i.e. items 1, 2, 3, and 4 stated herein;

For _____ Against _____ Abstention

6. Approval for the amendment of article 2.2 under the Company's constitutive deed, which shall read as follows:

"2.2. Societatea ASIGURARE-REASIGURARE ASTRA S.A. is a company whose shares are traded on a regulated market or in an alternative trading system according to the applicable capital market legislation. The company's logo is the one registered with the Trade Registry."

For _____ Against _____ Abstention

7. Relocation of the Company's registered office from "3 Nerva Traian St., building M101, 10th floor, sector 3, Bucharest, Romania" to "3 Nerva Traian St, building M101, 11th floor, sector 3, Bucharest, Romania".

For _____ Against _____ Abstention

8. Approval for the amendment of article 3.1 under the Company's constitutive deed, which shall read as follows:

„3.1. The company's registered office is located at 3 Nerva Traian St., building M 101, 11th floor, sector 3, Bucharest, Romania."

For _____ Against _____ Abstention

9. Granting power of attorney to the Special Administrator, the Company's Managing Board respectively (in the event that subsequent to the EGMS calling the Company's management is resumed by the Managing Board) to take all the necessary legal actions deriving from the adoption of resolutions according to the items above, such as but not limited to, sign the EGMS resolution and the updated constitutive deed, fulfil all the applicable reporting, registration and publicity formalities according to the law in connection with the EGMS resolution, initiate the formalities for shares admission to trading on a regulated market/in an alternative trading system, fulfil the applicable legal obligations if the resolution is not to initiate any actions for shares admission to trading on a regulated market/in an alternative trading system. Approval of possible delegation by the Special Administrator / Managing Board to third parties, within legally permitted limits, of the duties to be fulfilled in the exercise of this power of attorney.

For _____ Against _____ Abstention

10. Approval of the date of 10.03.2015 as registration date of the shareholders who will be subject to the EGMS resolutions.

For _____ Against _____ Abstention

11. Approval of the proposed date of 09.03.2015 as *ex date* (date prior to the registration date with a settlement period of less than one business day, from which the financial instruments making the object of the corporate bodies' resolution are traded without the rights deriving from that resolution).

For _____ Against _____ Abstention

In order to ensure the validity of the form of vote by correspondence, all the relevant fields/spaces must be filled in, the space corresponding to the expression of the vote must be ticked in and the form must be signed by the legal representative of the shareholder.

SHAREHOLDER

(corporate name)

(full surname and name of the legal representative)

(date)

(signature of legal representative and stamp of the legal entity)