

SPECIAL POWER OF ATTORNEY

on the representation in the extraordinary general shareholders' meeting as of 29.11.2010
at the ASTRA S.A. INSURANCE REINSURANCE Trade Company

I, the undersigned, with my headquarters in,
....., no. floor, as shareholder of **S.C. ASIGURARE REASIGURARE ASTRA S.A.** hereby appoint **Mr. / Mrs.**
..... with his/her domicile in, county:, Street
....., no., entrance, apartment, identified
with ID series, no., issued by, as of
....., as representative of the undersigned in the General Ordinary Shareholders'
Meeting of the ASTRA S.A. INSURANCE REINSURANCE TRADE COMPANY
which shall take place on November 29th, 2010, at 12:00 p.m., at the company's
headquarters in Bucharest, 3 Nerva Traian Street, Building M 101, 10th floor, 3rd District,
at 12:00 p.m., or on the date when the second summons may be held, on November 30th,
2010, at the same place and at the same time;
to exercise the right of vote afferent to the number of shares
registered with DEPOZITARUL CENTRAL S.A. on the reference date, respectively
12.11.2010, on the matters included in the meeting's agenda, as follows:

1. Approving the participation of the ASTRA S.A. INSURANCE REINSURANCE COMPANY in the establishment of three trade companies which shall operate with the following scopes of activity: **Buying and selling of own real estate (NACE code 681)**, with the main scope of activity consisting of NACE 6810 Buying and selling of own real estate, **Renting and operating of own or leased real estate NACE code - 682** with the main scope of activity consisting of NACE 6820 - Renting and operating of own or leased real estate, respectively **"Real estate activities on a fee or contract basis" NACE code - 683** with the main scope of activity consisting of 6831 Real estate agencies, respectively 6832 Management of real estate on a fee or contract basis. Such trade companies shall hold the legal status of limited liability companies, with the minimum capital stipulated by the Companies Act, and the ASTRA S.A. INSURANCE REINSURANCE TRADE COMPANY shall participate with 99% shares of the share capital thereof.

For _____ Against _____ Abstained _____.

2. Approving the authorization of the Directorate President for signing the articles of incorporation of the new companies, for signing any other documents stipulated by law for the registration of companies, as well as for the fulfillment of all formalities stipulated by law for participation in the establishment of this trade company.

For _____ Against _____ Abstained _____.

3. Approving the Directorate proposal on the sale of contributions to other trade companies.

For _____ Against _____ Abstained _____.

4. Authorizing Mr. Radu Mustatea, as Directorate President, to sign the decisions signed by the Extraordinary General Shareholders' Meeting of the ASTRA S.A. Insurance Reinsurance Trade Company and to meet all the reporting, publicity and mention formalities required by law. The approval by the general shareholders' meeting that, in exercising the mandate granted to him, Mr. Radu Mustatea shall be able to delegate the attributions falling with him to third parties.

For _____ Against _____ Abstained _____.

5. The proposal on the date of registering shareholders whom shall be subject to the effects of the decision of the general shareholders' meeting, a date which shall be established by the general shareholders' meeting, is December 17th, 2010.

For _____ Against _____ Abstained _____.

This power of attorney has 2 (two) pages and it was drawn up in 3 (three) counter parts, one for the shareholder granting the power of attorney, one for the attorney at law (representative) and one to be submitted to the ASTRA S.A. INSURANCE REINSURANCE TRADE COMPANY.

The power of attorney shall be valid if all free fields/spaces have been filled in, if the manner of expressing the vote is marked with an X and if it is signed by the legal representative of the shareholding company.

PRINCIPAL,
