

**PROXY TO ATTEND
THE ORDINARY GENERAL MEETING OF STOCKHOLDERS OF S.S.I.F BROKER S.A.**

(for stockholders natural persons)

The undersigned _____ (*full name, as written in the identity document*) residing in _____ holder of Identity Card series _____, no. _____ issued on _____ by _____ having personal identification number _____,

or

(for stockholders legal persons)

The undersigned _____ (*name of the company*), _____ (*nationality*) legal person, having its registered office in _____, registered with the Trade Register Office / another competent authority under no. _____, Single Registration No. _____, through its legal representative _____ (*full name, as written in the identity document*), acting in his/her capacity as _____ (*the exact position written in the trade register*),

being holder of _____ registered stocks issued by **S.S.I.F. BROKER S.A.**, public limited company, organized and functioning under the Romanian laws, having its registered office in Cluj-Napoca, 119 Motilor St., Cluj county, registered with the Trade Register Office under no. J12/3038/1994, single registration number 6738423 (the "**Company**"), representing % of the total number of voting rights, acting in its capacity as **Principal**

do hereby appoint _____ (*full name, as written in the identity document*), _____ citizen, residing in _____, holder of Identity Card series _____, no. _____ issued on _____ by _____ having personal identification number _____, as my/our **Proxy**

to represent me/us in the Ordinary General Meeting of Stockholders of the Company that will take place on **April 19 2013, 13.00 a.m.**, at the company's registered office in Cluj-Napoca, 119 Motilor St., Cluj County, or **on April 20 2013, 13.00 a.m.** (the second meeting, if the first cannot be held), and to exercise the voting rights for my/our stocks registered in the Stockholders' Ledger on **April 05 2013** (Reference Date), with respect to the items on the agenda, as follows:

1. Approval of the annual financial statements of SSIF BROKER SA for the 2012 fiscal year;
For _____ *Against* _____ *Abstention* _____
2. Approval of the net profit distribution proposal for the 2012 fiscal year;
For _____ *Against* _____ *Abstention* _____
3. Approval of SSIF BROKER SA's consolidated financial statements prepared under RAS and IFRS for the 2011 fiscal year;
For _____ *Against* _____ *Abstention* _____
4. Approval of directors' relief of administrative duties related to the 2012 fiscal year;
For _____ *Against* _____ *Abstention* _____
5. Presentation and approval of SSIF BROKER SA's investment program and of the income and expenditure budget for the 2013 fiscal year;
For _____ *Against* _____ *Abstention* _____
6. Establishment and approval, for the 2013 fiscal year until the first Ordinary General Meeting in 2014 for approval of balance sheet, of Board members' remuneration and of the additional remuneration of Board members charged with specific functions;
For _____ *Against* _____ *Abstention* _____
7. Approval to renew the contract of the external financial auditor, S.C. BDO AUDITORS & ACCOUNTANTS S.R.L., headquartered in Cluj-Napoca, 14-16 Dorobantilor St., Cluj City-Center building, registered with the Trade Register Office under no. J12/2609/2002, Single Registration No. RO15106663, to approve the contract for assuring the services of a financial auditor, as well as to authorize the executive management of the company to sign the audit contract for the 2013 fiscal year. Removal from the records of the Cluj Trade Register Office of the references to the company's former external auditor, SC. G5 CONSULTING SRL, headquartered in Dej, 24/2 Alecu Russo St., registered with the Cluj Trade Register Office under no. J12/943/2002, Single Registration No. RO14650690, authorization number 223/July 02 2002, represented by Mr. Man Gheorghe Alexandru, as Chief Executive Officer;
For _____ *Against* _____ *Abstention* _____
8. Approval of the registration date for identification of the stockholders affected by the

resolutions of the Ordinary General Meeting of Stockholders, as per art. 238 of Law no. 297/2004 on capital market. The proposed date of registration is May 15, 2013;

For _____ Against _____ Abstention _____

9. Approval to authorize Mr. Buliga Mihai and Mr. Chis Grigore to perform, jointly or separately, any and all procedures and formalities required by law to enforce the decisions of the Meeting, to submit and collect documents, and to sign on behalf of the Company for such purposes, in the relation with the Trade Registry, National Securities Commission, Bucharest Stock Exchange, as well as with other public or private entities. The above-mentioned representatives may delegate the powers granted under the above to any person, as deemed necessary.

For _____ Against _____ Abstention _____

- ◆ The proxy has been drawn up in compliance with the applicable laws and with the C.N.V.M. Regulation no. 1/ 2006 concerning issuers and operations with securities, and no. 6/ 2009 concerning the exercise of certain rights by stockholders in the general meetings of a company.

This proxy cannot be transferred to third parties and it is valid until its express revocation. In carrying out this proxy, my representative will sign on my behalf and for me wherever necessary, with respect to this Ordinary General Meeting of Stockholders, his/her signature being enforceable against me within the limits of this proxy.

PRINCIPAL (natural persons)

(Full legible name, as written in the identity document of the stockholder natural person)

Signature: _____

Date _____

PRINCIPAL (legal persons)

(Legible name of the company holding stocks)

(Full legible name of the legal representative of the stockholder legal person)

(Signature of the legal representative and stamp of the company)

Date _____