

Ferreycorp S.A.A.

City.-

Dear Sirs/Madams:

In my capacity as a shareholder of Ferreycorp holding _____ shares, I do hereby grant power of attorney to:

- The Chairman of the Board, Mr Oscar Espinosa Bedoya; identified with D.N.I. 07277264
- General Manager, Ms Mariela Garcia Figari De Fabbri; identified with D.N.I. 07834536
- Mr/Ms _____, identified with D.N.I./Passport no. _____

to represent me in the Mandatory Annual General Shareholders Meeting, that will take place on Wednesday March 29th, 2017. In the event that the quorum required is not reached in the first call, this power is valid for any subsequent calls

Agenda items of the Mandatory Annual Shareholders Meeting		Direction of vote		
		In favour (*)	Against (*)	Abstention (*)
1.	Review and approval of the 2016 Annual Report, which includes the analysis and discussion of the financial statements as well as the corporate management.			
2.	Profits distribution.			
3.	Election of the Board of Directors for the period 2017-2020.			
	3.1 Board composition: 9 members			
	3.2 Proposed candidates			
	3.2.1 Óscar Espinosa Bedoya			
	3.2.2 Carlos Ferreyros Aspíllaga			
	3.2.3 Manuel Bustamente Olivares			
	3.2.4 Jorge Ganoza Durant			
	3.2.5 Humberto Nadal del Carpio			
	3.2.6 Gustavo Noriega Bentín			
	3.2.7 Javier Otero Nosiglia			
	3.2.8 Juan Manuel Peña Roca			
3.2.9 Andreas Von Wedemeyer Knigge				
4.	Appointment of external auditors for fiscal year 2017.			
5.	Merger by absorption of Inmobiliaria CDR S.A. by Ferreycorp S.A.A.			
6.	Empowerment to sign public and/or private documents with respect to the resolutions adopted by this shareholders' meeting.			

() In the case of not having marked any of the columns, it shall be considered that the "in favour" vote column has been selected for the respective proposal.*

In the case of having delegated your vote to the Chairman of the Board, other members of the Board or to the General Manager, and the votes delegated to the representative exceed 20% of the capital, in accordance with the Article 10 of the Shareholders Meeting Regulations, power of representation shall be assigned to a secondary representative. Votes shall be computed by order of arrival. Therefore:

I appoint Mr/Ms _____, identified with D.N.I./Passport No. _____ as secondary representative. In the case in which the shareholder has not designated a secondary representative, the company shall assign it.

Sincerely,

[Name of Shareholder]