



LUPATECH

MANAGEMENT PROPOSAL
Extraordinary Shareholders Meeting
to be held on June 11, 2015

REQUEST FOR COURT-SUPERVISED REORGANIZATION

ATTACHMENT 23: PUBLIC REQUEST FOR A POWER OF ATTORNEY

(Pursuant to CVM Rule 481)

Index

Page

Management Proposal.....03
Attachment 23: Public Request for a Power of Attorney.....04

MANAGEMENT PROPOSAL

Dear Shareholders:

The Board of Directors of Lupatech S.A. ("Lupatech" or "Company") submits the following proposal to shareholders to be resolved at the Extraordinary General Meeting of the Company to be held in first call on June 11, 2015 ("AGE").

The following matters will be discussed at the Extraordinary General Meeting:

- a) according to the Company's Bylaws and pursuant to Article 122, sole paragraph, of Law 6,404/76, in view of the Board of Directors's approval as of today, to ratify the request for court-supervised reorganization of the Company and other subsidiaries, directly or indirectly controlled, of the Lupatech Group;

- b) to authorize the Company's Executives to take all measures deem necessary to effect the deliberation above.

Court-Supervised Reorganization

The Management has been making efforts in negotiating with creditors, demobilizing non-core assets and searching for potential investors in order to balance the working capital demands and the Company's CAPEX to resume its operations. However, the scenario was worsened by the crisis in Petrobras, the Company's main client, and the adverse conditions in the oil and gas field created from the drastic reduction of the oil barrel price in the international market, with negative effects on the whole supply chain sector, which contributed to thwart some expectations and cause the Company to request for court-supervised reorganization today.

The decision to request for court-supervised reorganization aims to protect the value of the Company's assets, its social function, and stimulation of economic activity and to meet the interests of the collectivity of creditors and shareholders in a rational and organized manner to preserve the Company's assets.

The following documents are available to shareholders, at the Company's headquarters, at its Investor Relations web site (www.lupatech.com.br - link "Investors Relations"), as well as on the Brazilian Securities and Exchange Commission's website (www.cvm.gov.br): the Attachment 23, referring to the request for power of attorney and the Manual for Attendance at Meetings, which contains all further information required by CVM Rules 480/09 and 481/09, pursuant to paragraph 3 of Article 135 of Law 6,404/76 and Articles 6 and 9 of CVM Rule 481/09.

Nova Odessa, May 25, 2015.

Celso Fernando Lucchesi
Chairman of the Board of Directors

ATTACHMENT 23

POWER OF ATTORNEY REQUEST

1. Inform the company name

Lupatech S.A.

2. Inform the matters to which the power of attorney is being requested

a) according to the Company's Bylaws and pursuant to Article 122, sole paragraph, of Law 6,404/76, in view of the Board of Directors's approval as of today, to ratify the request for court-supervised reorganization of the Company and other subsidiaries, directly or indirectly controlled, of the Lupatech Group;

b) to authorize the Company's Executives to take all measures deem necessary to effect the deliberation above.

3. Identify the individuals or companies which promoted, organized or bore the cost of, though partially, the power of attorney request, informing:

a. Name and address

Not applicable

b. Since when is a company shareholder

Not applicable.

c. Number and percentage of each type and class of shares held

Not applicable.

d. Number of shares taken in loan

Not applicable.

e. Overall exposure to derivatives referred to company shares

Not applicable.

f. Corporate, business or family relations, existing or maintained in the past three years with the company or company related parties, as defined by the accounting rules providing for this matter

Not applicable.

4. Inform if any of the persons referred to in item 3, as well as any of their controlling shareholders, subsidiaries, shared control or affiliated companies, have any special interest in the approval of the matters to which the power of attorney is being requested for, describing in detail the nature and extension of the interest in question

The Company itself is interested in the approval of the matters.

5. Inform the estimated cost of the power of attorney request

Not applicable

6. Inform if (a) the company bore the cost of the power of attorney request or (b) if its executors will seek refund with the company

Not applicable

7. Inform:

a. The address to which the power of attorney must be sent after signed; or

Lupatech S.A. – Rodovia Anhanguera, Km 119, sentido interior/capital, prédio C, esquina com a Rua Arnaldo J. Mauerberg, Distrito Industrial, Nova Odessa, SP, CEP 13460-000

b. In case the company accepts powers of attorney through a global network computing system, the instructions related to the granting of the power of attorney

Not applicable