

Recommended for analysis and endorsement in the Board of Administration meeting dated.....and for the approval of the General Meeting of Shareholders dated.....

Reg. No. 5754/11.02.2015

GENERAL DIRECTOR
Eng. Liviu Ilasi
S.s. Illegible

ECONOMIC DIRECTOR
Econ. Sanda Toader
S.s. Illegible

Report
regarding the hiring, by CONPET S.A. of a lawyer/lawyers firm with expertise in the private international law to provide legal counsel to the Board of Administration and executive management related to the approaches to be undertaken in view of extending the business activity overseas

As per the provisions of art.30 paragraph (1) of the Emergency Decree no.109/2011 regarding the corporate governance of the public enterprises, the Board of Administration has prepared the Administration Plan of CONPET SA Ploiesti for the period 2014 – 2017, plan approved within the meeting of the Ordinary General Meeting of Shareholders dated 27.03.2014.

One of the major targets of the administration plan is represented by the development of new related activities to the core business, both in the country and abroad. Therefore, is necessary the analysis of some opportunities of extending the company's business overseas, fact that also requires legal counsel in private international law. The company's legal advisers are not specialized in this law area of expertise.

Considering the hereabove, pursuant to the provisions of art. 1 of GEO no.26/2012 regarding the public expenses reduction measures and the reinforcement of the financial discipline and amendment and addition of some normative acts, we hereby request the General Meeting of Shareholders **to approve the hiring, by our company, under the law, of a lawyer/lawyers firm with expertise in private international law to provide legal counsel to the Board of Administration and executive management related to the approaches that are to be undertaken in view of extending the company's business overseas.**

Therewith, we hereby request the General Meeting of Shareholders **to grant mandate to the members of the Board of Administration in view of settling the upper limit to be considered when negotiating the attorney's fee that is to be paid to the respective lawyers and in view of empower the company's executive management to negotiate and conclude the legal counsel contract.**

DIRECTOR OF THE CORPORATE MANAGEMENT DIRECTION
Legal Expert, Anamaria Dumitrache
S.s. Illegible

HEAD OF LEGAL SERVICE,
Legal Adviser, Irinel Geanta
S.s. Illegible

