



**SC CONPET SA**

Str. Anul 1848 nr. 1-3, Ploiesti, 100559, Prahova, Romania  
Tel: +40 - 244 - 401 360; fax: + 40-244 - 51 64 51  
e-mail: conpet@conpet.ro; web: www.conpet.ro  
Cod unic de înregistrare: R 1350020, Cod CAEN 4950  
Inregistrata la Registrul Comertului Prahova sub nr.J29/6/22.01.1991  
Capital social subscris si varsat 28 569 842,40 lei



**DRAFT DECISION  
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS)  
dated 24.03.2015 (25.03.2015)**

*Considering the provisions of Law no. 31/1990 regarding the commercial companies, updated, with subsequent amendments and additions, of Law no. 297/2004 regarding the capital market, of the Articles of Incorporation of the company and the Protocol dated 24.03.2015 (in first call), the shareholders of CONPET S.A. Ploiesti - natural and legal persons, issue the following:*

**DECISION**

**Art. 1** By .....number of cast votes, approve/disapprove 2015 Income and Expenditure Budget, accompanied by the Substantiation Note no. 5405/09.02.2015.

**Art. 2** By .....number of cast votes, approve/disapprove 2015-2017 Investment Program, accompanied by the substantiation Note no. 4391/02.02.2015.

**Art. 3** By .....number of cast votes, approve/disapprove the amendment of the Organizational and Operational Rules and Regulations governing the Board of Administration as per the proposals set forth in the Report no. 4870/05.02.2015.

**Art. 4 a)** By .....number of cast votes, approve/disapprove „CONPET” S.A. hiring, under the law, a lawyer/law firm with expertise in Private International Law, to provide legal assistance to the Board of Administration and Executive Management, related to the approaches that are to be undergone in view of extending the company’s business overseas, pursuant to the request set forth in the Report no. 5754/11.02.2015.

b) The empowerment of the members of the Board of Administration in view of establishing the maximum limit to be considered when negotiating the attorney’s fee to be paid to the respective lawyers and aiming at the empowerment of the company’s executive management for the negotiation and conclusion of the legal assistance contract, as per the request set forth in the Report no.5754/11.02.2015.

**Art. 5** By .....number of cast votes, approve/disapprove the empowerment:

a) of the President of the Ordinary General Meeting of Shareholders to sign the OGMS Decision;

b) of the Chairman of the Board of Administration to enforce the OGMS decision, as per the legal provisions.

c) of the General Director to perform the necessary diligence in order to register the OGMS Decision to the Trade Register Office attached to Prahova Court of Law, the publishing thereof in the Official





Gazette of Romania, Part IV, as well as to be granted the right to delegate, to another person, the proxy to perform the above-mentioned diligence.

**Art. 6** By .....number of cast votes, approve/disapprove the settlement:

a) of the date of **14.04.2015**, advanced by the Board of Administration, as Registration Date, serving at the identification of the shareholders who will be affected by the OGMS Decision;

b) of the date of **13.04.2015** as ex-date, in compliance with the provisions of Law no. 297/2004 regarding the capital market, of Regulation no.1/2006 regarding the issuers and securities operations and the Regulation no. 6/2009 regarding the exercising of certain rights of the shareholders within the general meetings of the commercial companies, further amendments and additions, and correlated with the Financial Supervisory Authority Decision (Rom.A.S.F.) no. 1430/07.10.2014.

Chairman of the Board of Administration

Dan Weiler

S.s. Illegible

CONPET Stamp

