

**CONPET S.A.**

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 CIF: RO1350020 : Cod CAEN 4950; Înregistrată la
 Registrul Comerțului Prahova sub nr. J29/6/22.01.1991
 Capital social subscris și vărsat 28 569 842,40 lei

**CONPET****NOTE**

prepared in compliance with no. 6/ 2009 N.C.T.S. (National Commission of Transferable Securities)
 Regulation regarding the voting result during O.G.M.S. held on 28 April 2014

Shareholders' number: 8 holders of a total of 6,351,141 shares / voting rights (including also the votes cast by correspondence voting forms submitted by the shareholders of FONDUL PROPRIETATEA SA – 524,366 shares / voting rights, SIF Moldova SA - 110,260 shares / voting rights and NORGES BANK - 21,009 shares / voting rights).

ITEM 1

As a result of voting on approval of the annual financial statements for the fiscal year ended on 31.12.2014, it was registered the following result:

<i>For</i>	<i>Against</i>	<i>Abstention</i>
6,351,141 (100.00 %)	-	-

Number of shares for which valid votes were expressed: 6,351,141 (representing 73.3597% of the share capital).
 Total number of expressed votes: 6,351,141. Total number of valid expressed votes: 6,351,141. With a total number of 6,351,141 votes "for", representing 100.00% of the total votes cast, Item 1 is approved.

ITEM 2

As a result of voting on approval of the proposals regarding the allocation of net profit for the financial year 2014 and on approval of the gross dividend per share, the term and how to pay dividends for the financial year 2014 has been registered the following result:

<i>For</i>	<i>Against</i>	<i>Abstention</i>
6,351,141 (100.00 %)	-	-

Number of shares for which valid votes were expressed: 6,351,141 (representing 73.3597% of the share capital).
 Total number of expressed votes: 6,351,141. Total number of valid expressed votes: 6,351,141. With a total of 6,351,141 votes "for", representing 100.00% of the total votes cast, Item 2 is approved.

ITEM 3

As a result of voting on approval of the discharge from administration of the directors being in position during the financial year 2014, it has been registered the following result:

<i>For</i>	<i>Against</i>	<i>Abstention</i>
6,350,981 (100.00 %)	-	-

Number of shares for which valid votes were expressed: 6,350,981 (representing 73.3579% of the share capital).
 Total number of expressed votes: 6,350,981. Total number of valid expressed votes: 6,350,981. Unexpressed Votes: 160 - Mr. Ilasi Liviu (40 shares) and Mr. Dan Weiler (120 shares) did not exercise their right to vote at this point, having the quality of directors of the company. With a total of 6,350,981 votes "for", representing 100.00% of the total votes cast, Item 3 is approved.



ITEM 4

It was acknowledged the Annual Report of the nomination and remuneration committee on remunerations and other benefits granted to directors and to the general director, during the financial year 2014 on how to accomplish on the date of 31.12.2014 the targets and performance indicators established in management contracts / mandate contract.

<i>For</i>	<i>Against</i>	<i>Abstention</i>
-	-	-

ITEM 5

As a result of voting, on the approval of maintaining the maximum limit of the premium insurance related to the professional liability insurance for non-executive directors of the company and for the general manager - executive administrator, it was registered the following result:

<i>For</i>	<i>Against</i>	<i>Abstention</i>
6,240,881 (98.2639 %)	110,260 (1.7361 %)	-

Number of shares for which valid votes were expressed: 6,351,141 (representing 73.3597% of the share capital). Total number of expressed votes: 6,351,141. Total number of valid expressed votes: 6,351,141. With a total of 6,240,881 votes "for", representing 98.2639% of the total votes cast, Item 5 is approved.

ITEM 6

As a result of voting, on the administrative and executive management mandate for the procedure of acquisition of insurance of non-executive directors and general director - executive director, each year, throughout the remainder of the mandate of non-executive directors and general director - executive administrator, it was registered the following result:

<i>For</i>	<i>Against</i>	<i>Abstention</i>
1,157,519 (91.3029 %)	110,260 (8.6971 %)	5,083,372 (-%)*

Number of shares for which valid votes were expressed: 1,267,779 (representing 14.64% of share capital). Total number of expressed votes: 1,267,779. Total number of valid expressed votes: 1,267,779. * The votes cast were calculated without the votes of the representative MEIMMMA. With a total of 1,157,519 votes "for", representing 91.3029% of the total votes cast, Item 6 is approved.

ITEM 7

Following the exercise of the vote, on approving the conclusion of Addendum no. 3 for the management contracts signed by directors with the company, involving the modification of Art. 20 of these contracts, regarding the professional liability insurance of directors, it was registered the following result:

<i>For</i>	<i>Against</i>	<i>Abstention</i>
6,240,881 (98.2639 %)	-	110,260 (1.7361 %)

Number of shares for which valid votes were expressed: 6,351,141 (representing 73.3597% of the share capital). Total number of expressed votes: 6,351,141. Total number of valid expressed votes: 6,351,141. With a total number of 6,240,881 votes "for", representing 98.2639% of the total votes cast, Item 7 is approved.

ITEM 8

As a result of voting, on the mandate of a representative of the shareholders for signing Addendum no. 3 for the management contracts concluded by managers of the company, it has been registered the following result:

<i>For</i>	<i>Against</i>	<i>Abstention</i>
6,240,881 (98.2639 %)	-	110,260 (1.7361 %)

Number of shares for which valid votes were expressed: 6,351,141 (representing 73.3597% of the share capital). Total number of expressed votes: 6,351,141. Total number of valid expressed votes: 6,351,141. With a total of 6,240,881 votes "for", representing 98.26% of the total votes cast, Item 8 is approved.



ITEM 9

As a result of voting, there was registered the following result about empowering the:

a) President of the Assembly for signing the OGMS Decision.

<i>For</i>	<i>Against</i>	<i>Abstention</i>
6,351,141 (100.00 %)	-	-

Number of shares for which valid votes were expressed: 6,351,141 (representing 73.3597% of the share capital). Total number of votes: 6,351,141. Total number of valid expressed votes: 6,351,141. With a total number of 6,351,141 votes "for", representing 100.00% of the total votes cast, Item 9 a) is approved.

b) the President of the Board of Administration to implement OGMS decision, as required by law.

<i>For</i>	<i>Against</i>	<i>Abstention</i>
6,351,141 (100.00 %)	-	-

Number of shares for which valid votes were expressed: 6,351,141 (representing 73.3597% of the share capital). Total number of expressed votes: 6,351,141. Total number of valid expressed votes: 6,351,141. With a total of 6,351,141 votes "for", representing 100.00% of the total votes cast, Item 9 b) is approved.

c) the General Director to carry out the necessary registration formalities of OGMS decision at the Trade Register Office around Prahova Court, publishing in the Official Gazette of Romania, Part IV, and also for granting the right to delegate another person to carry out the mandate of the above formalities performing.

<i>For</i>	<i>Against</i>	<i>Abstention</i>
6,351,141 (100.00 %)	-	-

Number of shares for which valid votes were expressed: 6,351,141 (representing 73.3597% of the share capital). Total number of expressed votes: 6,351,141. Total number of valid expressed votes: 6,351,141. With a total of 6,351,141 votes "for", representing 100.00% of the total votes cast, Item 9 c) is approved.

ITEM 10

As a result of voting it was registered the following result on establishing of :

a) the date of 03. 07.2015 as **registration date**, which serves to identify the shareholders who will benefit from dividends or other rights and who are affected by OGMS decision.

<i>For</i>	<i>Against</i>	<i>Abstention</i>
6,351,141 (100.00 %)	-	-

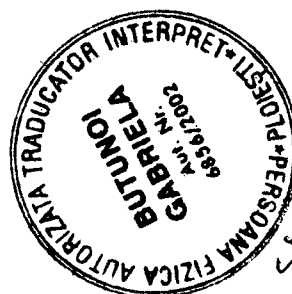
Number of shares for which valid votes were expressed: 6,351,141 (representing 73.3597% of the share capital). Total number of expressed votes: 6,351,141. Total number of valid expressed votes: 6,351,141. With a total of 6,351,141 votes "for", representing 100.00% of the total votes cast, Item 10 a) is approved.

b) date of 02.07.2015, as ex-date, which represents the date preceding the date of registration with a discount cycle minus one working day since the financial instruments, object of bodies corporate decisions are traded without the rights that derive from that decision.

<i>For</i>	<i>Against</i>	<i>Abstention</i>
6,351,141 (100.00 %)	-	-

Number of shares for which valid votes were expressed: 6,351,141 (representing 73.3597% of the share capital). Total number of expressed votes: 6,351,141. Total number of valid expressed votes: 6,351,141. With a total number of 6,351,141 votes "for", representing 100.00% of the total votes cast, Item 10 b) is approved.

c) the date of 23.07. 2015 as **the date of payment**, respectively the calendar date when the distribution of the related revenues for securities ownership, consisting of cash or securities, is certain.



<i>For</i>	<i>Against</i>	<i>Abstention</i>
6,351,141 (100.00 %)	-	-

Number of shares for which valid votes were expressed: 6,351,141 (representing 73.3597% of the share capital).
Total number of expressed votes: 6,351,141. Total number of valid expressed votes: 6,351,141.
With a total number of 6,351,141 votes "for", representing 100.00% of the total votes cast, Item 10 c) is approved.

Internal Auditor
ec. Manuela Stoica
S.S. illegible

G.M.S. Technical Secretariat
eng. Adina Cotovanu *S.S. illegible*
exp. jr. Iulia Alexandrescu *S.S. illegible*
eng. Alina Petrescu *S.S. illegible*

