



SC CONPET SA
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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 versat 28 569 842,40 lei



36873 / 24 SEP. 2014

**Current Report no. 22/2014
as per Law no. 297/2004 and CNVM Regulation no. 1/2006**

Date of the report	24.09.2014
Name of the issuing entity	S.C. CONPET S.A. Ploiesti
Registered Office	No. 1-3 , Anul 1848 Street, Ploiesti
Phone/Facsimile/E-mail	0244/ 401360/ 516451/ 402385/ <u>actionariat@conpet.ro</u>
Sole Registration Number	1350020
No. at the Trade Registry	J29/ 6/ 22.01.1991
Subscribed and paid-up share capital	28,569,842.40 Lei
Total no. Of shares	8,657,528 nominative shares
The regulated market where the issued securities are being traded:	B.V.B., 1 st Tier

Reporting significant events:

Decision of S.C. CONPET S.A. Ordinary General Meeting of Shareholders (OGMS) dated 24.09.2014 (in first call) regarding: the approval of the conclusion of the Addendum to the administration contracts comprising the modified form of Annexes 1 and 1.1. to the contracts regarding the objectives and performance indicators for the non-executives administrators along the administration contract period and, respectively, the year 2014, updated based on the indicators of the approved 2014 Income and Expenditure Budget; the empowerment of Mr. Cornel Zeveleanu, acting as shareholders' representative to sign the Addendum and Annexes 1 and 1.1. to the administration contracts; the approval to contract the specialized legal assistance service for representation in the file no. 5216/204/2008* pending before Prahova Court of Law and grant mandate to the members of the Board of Administration to select the Lawyers' House and negotiate the contractual clauses; the by-annual report of the Board of Administration for 2014 1st Half, drafted in compliance with the provisions of E.G.O. no. 109/2011 regarding the corporate governance of the public enterprises; the disapproval of a feasibility study to be drafted by a consultant regarding the crude oil and oil products storage activity; approval of the empowerment of the President of the Ordinary General Meeting of Shareholders/ Chairman of the Board of Administration/General Director to sign/enforce the OGMS Decision/perform the necessary diligence in order to register and publish the OGMS Decision, as well as to be granted the right to delegate, settlement of the registration date 10.10.2014.

S.C. CONPET S.A. Ordinary General Meeting of Shareholders (OGMS), convened on 24/25.09.2014 was held in first call, on 24.09.2014, as of 10⁰⁰A.M., at the company headquarters in Ploiesti, no. 1-3 Anul 1848 street, following the fulfilment of the statutory-legal quorum conditions.

The General Meeting was organized in compliance with the provisions of the Articles of Incorporation of the company, of Companies' Act no. 31/1990, updated, further amendments and additions, as well as with the legislation in force regarding the capital market.

The OGMS Convening Notice, approved by Board of Administration Decision no. 13/13.08.2014 has been published in the Official Gazette of Romania, no. 4833/18.08.2014, Part IV, and



in „Romania Libera” daily newspaper, the edition of 15.08.2014, being submitted to Bucharest Stock Exchange and the Financial Supervisory Authority (Rom. ASF) as annex to the Current Report no. 18/13.08.2014, the report being published on www.bvb.ro website on 14.08.2014, on www.conpet.ro website and ASF Electronic Bulletin no. 32/2014, Part III.

The OGMS Convening Notice comprising the completed/revised Agenda, pursuant to the request of the Ministry of Economy by the Department for Energy, acting as majority shareholder on behalf of the Romanian State, to introduce two new items herein, approved by telephone note no. 13/03.09.2014, has been published in the Official Gazette of Romania Part IV, no. 5384/08.09.2014 and in „Romania Libera” daily newspaper, the edition of 08.09.2014, being submitted to Bucharest Stock Exchange and The Financial Supervisory Authority (Rom. ASF) as annex to the Current Report no. 20/04.09.2014, the report being published on www.bvb.ro website on 04.09.2014, on www.conpet.ro website and the electronic ASF Bulletin no. 35/2014, Part III.

As per the provisions of Art. 17, paragraph (1) letter a) of the Articles of Incorporation, for the validity of the deliberations of the Ordinary General Meeting of Shareholders, is necessary, in first call, the presence of the shareholders (here included the votes exercised by correspondence) representing at least half (1/2) of the total number of voting rights, and the OGMS decisions be taken with the majority of the expressed votes.

At the OGMS session could take part the shareholders registered in the consolidated Shareholders' Registry at reference date 11.09.2014. Thus, were present in the hall 2 shareholders legal persons, namely the representative of the ministry of Economy – on behalf of the Romanian State acting as majority shareholder, owner of a number of 5,083,372 shares with nominal value of 3.30 Lei, representing 58.7162% of the total number of shares/voting rights, namely a share capital amounting 16,775,127.60 Lei and the representative of the significant shareholder S.C. Fondul Proprietatea S.A., owner of a number of 2,571,461 shares with nominal value of 3.30 Lei, representing 29.7020 % of the total number of shares/voting rights, namely a share capital amounting 8,485,821.3 Lei, as well as 2 shareholders physical persons, owners of a number of 81 shares with nominal value of 3.30 Lei, representing 0.0009 % of the total number of shares/voting rights, namely a share capital amounting 267.3 Lei.

For the OGMS session, the minority shareholder legal person SIF MOLDOVA S.A., owner of a number of 110,260 shares with nominal value of 3.30 Lei, representing 1.2736 % of the total number of shares/voting rights, namely a share capital amounting 363,858.0 Lei, submitted correspondence voting bulletin.

Consequently, the total number of voting rights during the OGMS session (number including the votes exercised by correspondence by SIF Moldova S.A.) was 7,765,174 and corresponds to a number of 7,765,174 shares with nominal value 3.30 Lei, representing 89.6927 % of the total number of shares/voting rights, namely a share capital amounting 25,625,074.2 Lei.

Based on the documents corresponding to the OGMS Agenda, considering the mandate of the Ministry of Economy and S.C. Fondul Proprietatea S.A representatives, as well as the vote exercised by correspondence by SIF Moldova S.A., following the debates and proposals formulated by the shareholders during the meeting, has been issued OGMS Decision no. 6/2014, bearing the following content:



DECISION NO. 6
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS)
of 24.09.2014

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 24.09.2014 (in first call), the shareholders of S.C. CONPET S.A. natural and legal persons, issue the following:

DECISION

Art. 1 By unanimity of expressed votes, approve the conclusion of the Addendum to the administration contracts comprising the modified form of Annex 1 to the contracts regarding the objectives and performance indicators for the non-executives administrators along the administration contract period and of Annex 1.1. to the contracts regarding the objectives and performance indicators for the non-executives administrators corresponding to 2014, updated based on the indicators of the approved 2014 Income and Expenditure Budget.

Art. 2 By unanimity of expressed votes, approve the empowerment of Mr. Cornel Zeveleanu, acting as shareholders' representative to sign the Addendum to the administration contracts concluded with the company's administrators and Annexes 1 and 1.1. to the contracts.

Art. 3 By unanimity of expressed votes, approve to contract the specialized legal assistance service for representation in the file no. 5216/204/2008* pending before Prahova Court of Law and grant mandate to the members of the Board of Administration to select the Lawyers' House having expertise in such litigations, based on transparent, competitive and non-discriminatory criteria, and negotiate the contractual clauses.

Art. 4 Take note of the by-annual report of the Board of Administration for 2014 Ist Half, drafted in compliance with the provisions of E.G.O. no. 109/2011 regarding *the corporate governance of the public enterprises*.

Art. 5 By majority of expressed votes, disapprove a feasibility study to be drafted by a consultant regarding the opportunity and cost-effectiveness of the development of the crude oil and oil products storage activity performed by S.C. CONPET S.A. for third parties, as the GMS has no competence over this issue.

Art. 6 By unanimity of expressed votes, approve 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. 7 By unanimity of expressed votes, approve the settlement of the date of **10.10.2014**, advanced by the Board of Administration, as Registration Date, serving at the identification of the shareholders who will be affected by OGMS Decision, in compliance with the provisions of Art. 238 paragraph. (1) of



Law no. 297/ 2004 regarding the capital market and ASF (CNVM) Regulation no. 1/2006.

General Director
Eng. Liviu Ilași
S.s. Illegible
Stamp

Head of Investor Relations and Capital Market
Econ. Bogdan Pinzariu
S.s. Illegible

