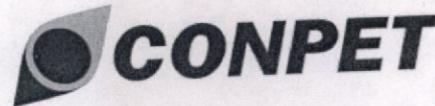


**SC CONPET SA**

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 Comerțului Prahova sub nr.J29/6/22.01.1991
Capital social subscris si versat 28 569 842,40 lei

**Registration No. 14331/15.04.2014**

**Current Report no. 11/2014
As per Law no. 297/2004 and CNVM Regulation no. 1/2006**

Date of the report	15.04.2014
Name of the issuing entity	S.C. CONPET S.A. Ploiesti
Registered Offices	No. 1-3 , Anul 1848 Street, Ploiesti
Phone/Faximile/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., Ist Tier

Reporting significant events:

S.C. CONPET S.A. informs the investing public regarding the following significant events to be reported, given the Board of Administration Decision no. 8/15.04.2014:

The completion (revision) of the Agenda of the S.C. CONPET S.A. Ordinary General Meeting of Shareholders convened on 29.04.2014 - in first call/30.04.2014 - in second call, 10:00 AM, at the company headquarters, in Ploiesti, no. 1-3, Anul 1848 Street. **The Reference Date of the OGMS is 18.04.2014. The Registration Date advanced by the Board of Administration: 19.05.2014.**

The completion (revision) of the OGMS Convening Notice took place following the request of the significant minority 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 8,485,821.30 lei), formulated pursuant to Art. 117¹ of Law no. 31/1990, republished, further amendments and additions, regarding the introduction of three additional items on the Agenda of the General Meeting, namely:

1. Approval of the allocation of the net profit achieved in 2013, in amount of 34,772,654 Lei, as follows:

	Amount
a) Legal reserve	0 (zero) Lei
b) Covering of the accounting loss from previous years	21,666 Lei



c) Employees profit sharing	1,738,632 Lei
d) Dividends due to shareholders	33,012,356 Lei
e) Other reserves	0 (zero) Lei
Total allocated profit	34,772,654 lei

The value of the gross dividend per share is in amount of 3.8131388082 Lei per share. The shareholders entitled to receive dividends are the ones registered in the Shareholders consolidated Register, at the registration date approved by the General Meeting of Shareholders for the decisions of this General Meeting of Shareholders. The dividends payment deadline is no later than 30.07.2014, starting from 01.07.2014. The payment methods or any other administrative aspects regarding the payment of dividends and the bearing of the expenses incurred thereby will take place in accordance with the proposals detailed in the Report regarding the allocation of the net profit related to fiscal year 2013, endorsed by the Board of Administration and submitted as material related to the Agenda, to this General Meeting of Shareholders.

2. The approval of the distribution of the amount of 40,000,000 Lei, in dividends, to CONPET S.A. shareholders, in proportion to the interest thereof in the company's share capital, out of the company's distributable reserves representing *other reserves constituted of the net profit registered in previous years*. The gross dividend is in amount of 4.6202564981 Lei per share. The gross dividend allocated from the distributable reserves shall be cumulated with the one distributed of the net profit related to 2013 and shall be paid starting same date and under the same conditions and deadlines. The shareholders entitled to receive this dividend are the ones registered in the shareholders consolidated Register at the registration date approved by the General Meeting of Shareholders for the decisions of this General Meeting of Shareholders.

3. Approval of the distribution, in dividends, to CONPET S.A. shareholders, in proportion to the interest thereof in the company's share capital, of the amount of 30,000,000 Lei out of the total of 30,140,523 Lei from the *reported result representing surplus on revaluation reserves*. The proposed gross dividend is in amount of 3.4651923736 per share. The dividend distributed out of the reported result representing surplus on revaluation reserves shall be cumulated with the one distributed of the net profit related to 2013 and shall be paid starting same date and under the same conditions and deadlines. The shareholders entitled to receive this dividend are the ones registered in the Shareholders' consolidated Register at the registration date approved by the General Meeting of Shareholders for the decisions of this General Meeting of Shareholders.

The initial Agenda of the OGMS dated 29.04.2014 shall be completed (revised) accordingly, with the correspondent renumbering of the items corresponding hereto, thus resulting the following



AGENDA:

1. Approval of the proposal to cover the book loss to be carried forward, in the amount of 120,080,985 Lei, generated by the application, for the first time, of IAS 29 „Financial reporting in hyperinflationary economy”.
2. Approval of the annual financial statements, completed at 31.12.2013, drafted in compliance with the applicable accounting regulations, based on the administrators Report and the Financial auditor's report.
3. Approval of the the proposals regarding the allocation of net profit related to 2013, settlement of gross dividend/share and the term and methods of dividends payment to the shareholders. The gross dividend/share proposed to be paid to shareholders is in amount of 3.4118676832 lei/share.
4. Approval of the the allocation of the net profit achieved in 2013, in amount of 34,772,654 Lei, as follows:

	Amount
a) Legal reserve	0 (zero) Lei
b) Covering of the accounting loss from previous years	21,666 Lei
c) Employees profit interest	1,738,632 Lei
d) Dividends due to shareholders	33,012,356 Lei
e) Other reserves	0 (zero) Lei
Total allocated profit	34,772,654 lei

The value of the gross dividend per share is in amount of 3.8131388082 Lei per share. The shareholders entitled to receive dividends are the ones registered at the shareholders consolidated Register, at the registration date approved by the General Meeting of Shareholders for the decisions of this General Meeting of Shareholders. The dividends payment deadline is no later than 30.07.2014, starting from 01.07.2014. The payment methods or any other administrative aspects regarding the payment of dividends and the bearing of the expenses incurred thereby will take place in accordance with the proposals detailed in the Report regarding the allocation of the net profit related to financial year 2013, endorsed by the Board of Administration and submitted as material related to the Agenda, to this General Meeting of Shareholders.

5. Approval of the distribution of the amount of 40,000,000 Lei, in dividends, to CONPET S.A. shareholders, in proportion to the interest thereof in the company's share capital, out of the company's distributable reserves representing other reserves constituted of the net profit



registered in previous years. The gross dividend is in amount of 4.6202564981 Lei per share. The gross dividend allocated from the distributable reserves shall be cumulated with the one distributed of the net profit related to 2013 and shall be paid starting same date and under the same conditions and deadlines. The shareholders entitled to receive this dividend are the ones registered in the Shareholders consolidated Register at the registration date approved by the General Meeting of Shareholders for the decisions of this General Meeting of Shareholders.

6. Approval of the distribution, in dividends, to CONPET S.A. shareholders, in proportion to the interest thereof in the company's share capital, of the amount of 30,000,000 Lei of the total of 30,140,523 Lei from the reported result representing surplus achieved from revaluation reserves. The proposed gross dividend is in amount of 3.4651923736 per share. The dividend distributed out of the reported result representing surplus achieved from revaluation reserves shall be cumulated with the one distributed of the net profit related to 2013 and shall be paid starting same date and under the same conditions and deadlines. The shareholders entitled to receive this dividend are the ones registered in the Shareholders consolidated Register at the registration date approved by the General Meeting of Shareholders for the decisions of this General Meeting of Shareholders.

7. Approval of the discharge of administration for the administrators in office during the fiscal year 2013.

8. Approval of the internal procedural Norms of procurement, drafted in compliance with the provisions of G.E.O. no.34/2006 and the dispositions of Ordinance no.14/09.01.2014 issued by the minister delegate for energy.

9. 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 at the Trade Register Office attached to Prahova Law Court, 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.

10. Settlement of the date of **19.05.2014**, advanced by the Board of Administration, as registration date, serving at the identification of the shareholders benefiting of dividends or other rights, and who will be affected by the OGMS Decision, in compliance with the provisions of Art. 238 paragraph. (1) of Law no. 297/ 2004 regarding the capital market and CNVM Regulation no. 1/2006.



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We hereby attach to this current report the OGMS Convening Notice dated 29.04.2014 (30.04.2014) comprising the completed (revised) Agenda.

General Director

Eng. Liviu Ilași

Representative in relation to A.S.F. and B.V.B.

S.s. Illegible

Econ. Roxana Dăuș

Stamp

S.s. Illegible

Drafted,

Head of the Department in relation to the Capital Market, Board of Administration, GMS

Eng. Adina Coțovanu

S.s. Illegible



CONVENING NOTICE

(completion of the Agenda of the Ordinary General Meeting of Shareholders (OGMS)

convened on 29.04.2014 – in first call/30.04.2014 – in second call)

By Board of Administration Decision no. 8/15.04.2014

THE BOARD OF ADMINISTRATION OF S.C. CONPET S.A. Ploiesti

with registered offices in Ploiesti, no. 1-3, Anul 1848 Street, registered at the Trade Registry attached to Prahova Law Court under no. J29/6/1991, Sole Registration Number 1350020, with a subscribed and paid-in capital amounting 28,569,842.40 lei, publicly announces that has approved the **completion (revision) of the Agenda of the Ordinary General Meeting of Shareholders** convened on **29.04.2014 - in first call/30.04.2014 – in second call**, **10 A.M.**, at the registered offices of the company in Ploiesti, no. 1-3, Anul 1848 Street, for all shareholders registered in the Shareholders' Registry by S.C. DEPOZITARUL CENTRAL S.A. at the end of the reference date **18.04.2014** (with mention that only the persons acting as shareholders at this date have the right to take part and vote during the general meeting), in compliance with the provisions of Law no. 31/1990 (Companies' Act), republished, further amendments and additions, of Law no. 297/2004 regarding the capital market, of CNVM Regulation no. 6/2009 and Articles of Incorporation of the company, **at the request of S.C. Fondul Proprietatea S.A.**, acting as significant minority shareholder (owner of a number of 2,571,461 shares representing 29.7020% of the share capital, namely a share capital of 8,485,821.3 Lei), to introduce three additional items on the Agenda, namely:

1. Approval of the allocation of the net profit achieved in 2013, in amount of 34,772,654 Lei, as follows:

	Amount
a) Legal reserve	0 (zero) Lei
b) Covering of the accounting loss from previous years	21,666 Lei
c) Employees profit sharing	1,738,632 Lei
d) Dividends due to shareholders	33,012,356 Lei
e) Other reserves	0 (zero) Lei
Total allocated profit	34,772,654 lei



The value of the gross dividend per share is in amount of 3.8131388082 Lei per share. The shareholders entitled to receive dividends are the ones registered in the Shareholders consolidated Registry, at the registration date approved by the General Meeting of Shareholders for the decisions of this General Meeting of Shareholders. The dividends payment deadline is no later than 30.07.2014, starting from 01.07.2014. The payment methods or any other administrative aspects regarding the payment of dividends and the bearing of the expenses incurred thereby will take place in accordance with the proposals detailed in the *Report regarding the allocation of the net profit related to fiscal year 2013*, endorsed by the Board of Administration and submitted as material related to the Agenda, to this General Meeting of Shareholders.

2. The approval of the distribution of the amount of 40,000,000 Lei, in dividends, to CONPET S.A. shareholders, in proportion to the interest thereof in the company's share capital, out of the company's distributable reserves representing *other reserves constituted of the net profit registered in previous years*. The gross dividend is in amount of 4.6202564981 Lei per share. The gross dividend allocated from the distributable reserves shall be cumulated with the one distributed of the net profit related to 2013 and shall be paid starting same date and under the same conditions and deadlines. The shareholders entitled to receive this dividend are the ones registered in the shareholders consolidated Registry at the registration date approved by the General Meeting of Shareholders for the decisions of this General Meeting of Shareholders.

3. Approval of the distribution, in dividends, to CONPET S.A. shareholders, in proportion to the interest thereof in the company's share capital, of the amount of 30,000,000 Lei out of the total of 30,140,523 Lei from the *reported result* representing *surplus on revaluation reserves*. The proposed gross dividend is in amount of 3.4651923736 Lei per share. The dividend distributed out of the reported result representing surplus on revaluation reserves shall be cumulated with the one distributed of the net profit related to 2013 and shall be paid starting same date and under the same conditions and deadlines. The shareholders entitled to receive this dividend are the ones registered in the Shareholders' consolidated Register at the registration date approved by the General Meeting of Shareholders for the decisions of this General Meeting of Shareholders.

The initial Agenda of the OGMS dated 29.04.2014 shall be completed (revised) accordingly, with the correspondent renumbering of the items corresponding hereto, thus resulting the following



AGENDA:

1. Approval of the proposal to cover the book loss to be carried forward, in the amount of 120,080,985 Lei, generated by the application, for the first time, of IAS 29 „Financial reporting in hyperinflationary economy”.
2. Approval of the annual financial statements, completed at 31.12.2013, drafted in compliance with the applicable accounting regulations, based on the administrators Report and the Financial auditor's report.
3. Approval of the the proposals regarding the allocation of net profit related to 2013, settlement of gross dividend/share and the term and methods of dividends payment to the shareholders. The gross dividend/share proposed to be paid to shareholders is in amount of 3.4118676832 lei/share.
4. Approval of the the allocation of the net profit achieved in 2013, in amount of 34,772,654 Lei, as follows:

	Amount
a) Legal reserve	0 (zero) Lei
b) Covering of the accounting loss from previous years	21,666 Lei
c) Employees profit interest	1,738,632 Lei
d) Dividends due to shareholders	33,012,356 Lei
e) Other reserves	0 (zero) Lei
Total allocated profit	34,772,654 lei

The value of the gross dividend per share is in amount of 3.8131388082 Lei per share. The shareholders entitled to receive dividends are the ones registered at the shareholders consolidated Register, at the registration date approved by the General Meeting of Shareholders for the decisions of this General Meeting of Shareholders. The dividends payment deadline is no later than 30.07.2014, starting from 01.07.2014. The payment methods or any other administrative aspects regarding the payment of dividends and the bearing of the expenses incurred thereby will take place in accordance with the proposals detailed in the Report regarding the allocation of the net profit related to financial year 2013, endorsed by the Board of Administration and submitted as material related to the Agenda of this General Meeting of Shareholders.

5. Approval of the distribution of the amount of 40,000,000 Lei, in dividends, to CONPET S.A. shareholders, in proportion to the interest thereof in the company's share capital, out of the company's distributable reserves representing other reserves constituted of the net profit registered in previous years. The gross dividend is in amount of 4.6202564981 Lei per share. The gross dividend allocated from the distributable reserves shall be cumulated with the one distributed of the net profit related to 2013 and shall be paid starting same date and under the same conditions and deadlines. The shareholders entitled to receive this dividend are the ones

registered in the shareholders consolidated Register at the registration date approved by the General Meeting of Shareholders for the decisions of this General Meeting of Shareholders.

6. Approval of the distribution, in dividends, to CONPET S.A. shareholders, in proportion to the interest thereof in the company's share capital, of the amount of 30,000,000 Lei of the total of 30,140,523 Lei from the reported result representing surplus achieved from revaluation reserves. The proposed gross dividend is in amount of 3.4651923736 Lei per share. The dividend distributed out of the reported result representing surplus achieved from revaluation reserves shall be cumulated with the one distributed of the net profit related to 2013 and shall be paid starting same date and under the same conditions and deadlines. The shareholders entitled to receive this dividend are the ones registered in the shareholders consolidated Register at the registration date approved by the General Meeting of Shareholders for the decisions of this General Meeting of Shareholders

7. Approval of the discharge of administration for the administrators in office during the fiscal year 2013.

8. Approval of the internal procedural Norms of procurement, drafted in compliance with the provisions of G.E.O. no.34/2006 and the dispositions of Ordinance no.14/09.01.2014 issued by the minister delegate for energy.

9. 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 Directors 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 at the Trade Register Office attached to Prahova Law Court, 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.

10. Settlement of the date of **19.05.2014**, advanced by the Board of Administration, as registration date, serving at the identification of the shareholders benefiting of dividends or other rights, and who will be affected by the OGMS Decision, in compliance with the provisions of Art. 238 paragraph. (1) of Law no. 297/ 2004 regarding the capital market and CNVM Regulation no. 1/2006.

The OGMS initial call has been performed by observing the legal provisions, the convening notice being published in the Official Gazette of Romania Part IV, no. 1959/28.03.2014. The OGMS Convening Notice was published together with Current Report no. 8/27.03.2014 in „Romania Libera” daily newspaper, the edition of 28.03.2014, has been submitted to BVB and ASF (The Financial Supervisory Authority) on 27.03.2014 with the cover



letter no. 11307/27.03.2014 and published on www.bvb.ro website on 27.03.2014 and www.conpet.ro website on 28.03.2014, as well as in the ASF Bulletin no. 12 (week 24.03.2014 - 31.03.2014).

The completion (revision) of the Agenda of the Ordinary General Meeting of Shareholders convened on 29.04.2014 – in first call/30.04.2014 – in second call, has been performed in compliance with the provisions of Article 117¹ of Law no. 31/1990 and CNVM Regulation no. 6/2009, following the request of the significant minority shareholder S.C. Fondul Proprietatea S.A., (formulated by the sole administrator Franklin Templeton Investment Management Ltd. United Kingdom Bucharest Subsidiary), to introduce three additional points on the Agenda of the General Meeting.

The completed (revised) Agenda, together with the application advanced by S.C. Fondul Proprietatea S.A., as well as the special power of attorney sample form, the correspondence voting bulletin sample form and the proposed draft OGMS Decision, corresponding to the completed (revised) Agenda, are available, in both Romanian and English, as of 16.04.2014, 1:00 PM, on www.conpet.ro website, section „Info Shareholders/GMS Documents”, as well as at the company headquarters. The shareholders may receive, upon request and against payment, copies of the documents. Additional information can be provided at S.C. CONPET S.A. headquarters in Ploiești, no. 1-3, Anul 1848 Street, the Department in relation to Capital Market, Board of Administration, GMS, telephone/facsimile 0040-244.402.385, or telephone 0040-244.401.360, extension 2603, 2605, between 08:00 – 16:30, on the e-mail address: actionariat@conpet.ro.

CHAIRMAN OF THE BOARD OF ADMINISTRATION

Dan WEILER

S.s. Illegible

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