

ADDENDUM No. 3

to the MANAGEMENT CONTRACT No of April 4th, 2014

Considering:

- the provisions of the Government Emergency Ordinance No 109 / 2011 concerning the corporate governance of public enterprises, as further amended and supplemented, hereinafter referred to as “GEO No 109 / 2011”;
- the provisions of Law No 31 / 1990 on trading companies, republished as further amended and supplemented, hereinafter referred to as “Law No 31 / 1990”;
- the provisions of the Articles of Incorporation of SC Conpet SA Ploiesti;
- the provisions of the Regulation of organisation and functioning of the Board of Directors approved by Decision No 1 of January 16th, 2014 of the Ordinary General Meeting of Shareholders, as updated by Decision No 1 of January 21st, 2014 of the Board of Directors;
- the provisions of Article 1913 and the following, as well as Article 2009 and the following of Law No 287/ 2009 on the Civil Code, as further amended and supplemented;
- the Decision No 6 of November 28th, 2013 of the Ordinary General Meeting of Shareholders for the election/ appointment of the Company’s Directors for a mandate of 4 years;
- the Decision No 3 of March 27th, 2014 of the Ordinary General Meeting of Shareholders approving the Management Plan and the Management Contracts;
- the Decision No 2 of April 28th, 2015 of the Ordinary General Meeting of Shareholders; and taking

into account:

- the provisions of Article 4 of the Decision No 4 of March 25th, 2015 of the Board of Directors;

Pursuant to Article 34 of the Management Contract No / April 4th, 2014

The Contracting Parties:

A. The Company Conpet SA, with registered office in Ploiesti, 1-3 Anul 1848 St., Prahova County, registered with the Trade Register Office attached to the Prahova Law Court under no J 29/ 6 /January 22nd, 1991, unique registration number RO 1350020, account with IBAN code RO38RNCB0205044865700001 opened with BCR - Ploiesti Subsidiary, represented by Mr. / Ms.

..... citizen, with the residence in

....., identified with

..... issued on

..... by, having the Personal Identification Number (CNP)

....., nominated by the Decision No/

..... of the Ordinary General Meeting of Shareholders, as **Principal (hereinafter referred to as the „Company”)**

and

PFA TIANU C.
VIRGINIA SANDA
TRADUCĂTOR ȘI INTERPRET
CIF 31192245 - Aut. 32787
Eliberată de Ministerul Justiției, România

B. Mr./ Ms......, citizen,
with residence in, identified with,
issued on by,
having the Personal Identification Number (CNP), as
Proxy (hereinafter referred to as the “Director”)

hereinafter agree to amend and supplement the Management Contract No / April 4th, 2014, as it follows:

Art.1 Article 20 of the Management Contract shall be amended and shall be read as it follows:

“Art. 20 The Director shall benefit of a professional liability insurance throughout the entire mandate length. The Insurance Policy shall be entered annually, the related costs being borne by the Company. The maximum threshold for the Insurance Premium approved by Ordinary General Meeting of Shareholders shall amount to EUR 18 000 per insurance year, corresponding to a limit of insurance in aggregated amount of EUR 12 millions, the Insurance Policy following to be annually concluded for each year of the remained performance period of the management contracts, starting with the expiry date of the current Insurance Policy.”

Art.2 The remaining Articles of the Management Contract No .../ April 4th, 2015 shall remain unchanged.

In witness thereof, this day of, we have executed in 2 (two) original counterparts, this Addendum to the Management Contract No/ April 4th, 2014; at the same time, the Parties hereby stating that they received, upon its signature, one counterpart each.

SC CONPET SA

Director

By: Mr./ Ms. _____

Mr./ Ms. _____





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Subsemnata **TIANU VIRGINIA-SANDA**, traducător autorizat cu nr. 32787/19/12/2012, certific exactitatea traducerii în limba română cu textul înscris în documentul în limba engleză care a fost vizat de mine înregistrat sub nr 2015/3666/1/3

Interpret și traducător autorizat
TIANU VIRGINIA-SANDA

