



## CONPET S.A.

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e-mail: conpet@conpet.ro; web: www.conpet.ro  
CUI: 1350020; Cod CAEN 4950; Înregistrată la Registrul  
Comerțului Prahova sub numărul J29/6/22.01.1991  
Capital social subscris și vărsat 28 569 842,40 lei



### DRAFT RESOLUTION OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS) dated 29.11.2016 (05.12.2016)

Given the provisions of Law no. 31/1990 regarding the companies, republished, 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 29.11.2016 (in first call)/ 05.12.2016 (in second call), the shareholders of CONPET S.A. Ploiesti - natural and legal persons, issue the following:

### RESOLUTION

1. By .....number of cast votes, approve/disapprove the election of Ms./Mr.....in the capacity of Secretary of the Ordinary General Meeting of Shareholders.
2. By .....number of cast votes, approve/disapprove the nomination of the company BDO AUDIT SRL Bucuresti in the capacity of financial auditor of the company CONPET S.A. for a period of 3 years, respectively for 2016, 2017 and 2018.
3. Takes note of Board of Administration Report on the administration activity related to January 1, 2016 - June 30, 2016, drafted in compliance with Article 55 of the EGO no. 109/2011 regarding the corporate governance of the public enterprises.
4. By .....number of cast votes, approve/disapprove the empowerment:
  - a) of the President of the meeting to sign the OGMS Resolution;
  - b) of the Chairman of the Board of Administration to update Annex 1 to the Articles of Incorporation regarding the data of the financial auditor, the contract duration and identification data of the Board of Administration members (as the case may be), as well as to enforce the OGMS Resolution, as per the legal provisions;
  - c) of the Director General to perform the necessary diligence in order to register the OGMS Resolution to the Trade Register Office attached to Prahova Law Court and publishing thereof in the Official Gazette of Romania, Part IV, register the updated form of the Articles of Incorporation regarding the financial auditor and the administrators to the Trade Register Office attached to Prahova Law Court, as well as to be granted the right to delegate, to another person, the proxy to perform the above-mentioned diligence.
5. By .....number of cast votes, approve/disapprove the date of **21.12.2016**, advanced by the Board of Administration, as registration date, serving for the identification of the shareholders who will be affected by the OGMS Resolution, respectively ex-date, **20.12.2016**.

**Chairman of the Board of Administration**

**DAN WEILER**

S.s. illegible, stamp

