

**CONPET S.A.**

str. Anul 1848 nr. 1-3, Ploiești, 100559, Prahova, România  
Tel: +40-244-401360; fax: + 40 – 244 – 516451  
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

**SPECIAL EMPOWERMENT**

**The undersigned.....**  
(name and surname of the shareholder natural person or of the legal representative of the shareholder legal person)

**Legal Representative of:**.....

(the section shall be filled in exclusively for the shareholder legal person, with the full name and Fiscal Identification Code. The capacity of legal representative is being proved based on the documents stipulated in CNVM Executive Order no. 26/20.12.2012, namely the Confirmation of Company Details issued by the Trade Register Office, submitted in original or in certified true copy, or any other document, in original or certified true copy thereof issued by a competent authority of the State where the shareholder is legally incorporated, asserting the quality of legal representative; the documents asserting the quality of legal representative shall be issued with no more than 3 months prior to the publishing date of the EGMS Convening Notice)

Personal Identification Number....., identified with ID/Passport series.....number....., issued by....., having domicile.....(Address), owner of a number of.....shares, representing.....% out of the total number of 8,657,528 shares issued by CONPET S.A. Ploiești, which entitles me to a number of .....votes, representing.....% out of the total numbers of voting rights, I hereby empower.....

(name and surname /name of the representative whom the empowerment is granted to)  
with domicile/headquarters in.....

Personal Identification Number....., identified with ID/Passport series.....no.....  
(for the representatives natural persons)  
Fiscal Identification Code (for the representatives legal persons),  
by.....(name and surname), having domicile.....(Address),

Personal Identification Number....., identified with ID/Passport series.....number.....  
to represent me in the Extraordinary General Meeting of Shareholders of "CONPET" S.A., convened on 29.11.2016, 10 AM - in first call, respectively on 05.12.2016, 10 AM - in second call, which will take place at CONPET S.A. headquarters in Ploiești, no. 1 – 3, Anul 1848 Street, to exercise the voting right related to my holding of shares registered at Company Shareholders Register by DEPOZITARUL CENTRAL S.A. București, at reference date 18.11.2016, as follows:

1. Election of a Secretary of the Extraordinary General Meeting Of Shareholders.

For	Against	Abstention

2. Approval of the proposals included in the Report no. 37164/20.10.2016, of the Economic Directorate, regarding:



a) Expiry of Article 2 of the EGMS Resolution no. 3/17.12.2015 regarding the sale of the asset made of buildings and land in surface of 1,144 sq.m located in Ploiesti Municipality, no. 7, Independentei Blvd., Prahova County;

For	Against	Abstention

b) The use, as offices destination for the company, of the asset made of buildings and land surfacing 1,144 sq.m, located in Ploiesti Municipality, no. 7, Independentei Blvd., Prahova County, following the execution of the repair works in order to bring the buildings operational;

For	Against	Abstention

3. Information regarding CONPET S.A. view on the company's strategic development perspectives for the period 2017-2025;

For	Against	Abstention
-	-	-

*Note: The material is recommended for information in the E.G.M.S.*

4. The empowerment:

a) of the President of the meeting to sign the EGMS Resolution;

For	Against	Abstention

b) of the Chairman of the Board of Administration to enforce the EGMS Resolution, as per the legal provisions;

For	Against	Abstention

c) of the Director General to perform the necessary diligence in order to register the EGMS Resolution 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 diligence.

For	Against	Abstention

5. Approval of the date of **21.12.2016**, advanced by the Board of Administration, as registration date, serving at the identification of the shareholders who will be affected by the EGMS Resolution, respectively **20.12.2016** as ex-date.

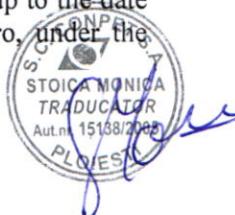
For	Against	Abstention

**NOTE:**

*The box corresponding to the vote shall be checked. The other boxes shall remain blank.*

The Special Empowerment is prepared in three original counterparts, out of which: 1 original copy shall be submitted, up to 28.11.2016, 10 A.M., to CONPET S.A. headquarters in Ploiesti, no. 1-3, Anul 1848 street, in closed envelope, with the mention: "BOA and GMS Secretariat Bureau - For the Extraordinary General Meeting of Shareholders to be held on 29.11.2016" (Romanian version -"Biroul Secretariat, C.A. si A.G.A. - Pentru Adunarea Generala Extraordinara a Actionarilor din data de 29.11.2016"), together with the documents requested in the EGMS Convening Notice; the representative will be present at the general meeting of shareholders with the second original copy and the third original copy will remain to the represented shareholder.

The special empowerment and the requested substantiating documents can be also submitted by extended electronic signature, as per the provisions of Law no. 455/2001 regarding the electronic signature, up to the date and time specified in the EGMS Convening Notice, to the e-mail address: [actionariat@conpet.ro](mailto:actionariat@conpet.ro), under the



sanction provided by article 125, paragraph 3 of Law No. 31/1990, regarding the companies, subsequent amendments and additions.

*This Special empowerment is only valid in relation to the Extraordinary General Meeting of Shareholders convened on 29.11.2016 (05.12.2016).*

DATE \_\_\_\_\_

NAME AND SURNAME

(name and surname in print, of the shareholder natural person or legal representative of the shareholder legal person, in capital letters)

SIGNATURE

(name and surname of the shareholder natural person or signature and stamp for the legal representative of the shareholder legal person)

