

RESOLUTION NO.3
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS)
dated 29.11.2016

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) the shareholders of CONPET S.A. Ploiesti - natural and legal persons, issue the following:

RESOLUTION

1. *By unanimity of cast votes, approve the appointment of Mr. Caludiu – Aurelian POPA as secretary of the Ordinary General Meeting of Shareholders.*
2. **By unanimity of cast votes, approve 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 unanimity of cast votes, approve 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 unanimity of cast votes, approve 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.**



CONPET S.A., Romania

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Tel: +40-244-401360; fax: +40-244-516451
TIN: 1350020; NACE Code 4950; CRN J29/6/22.01.1991
Subscribed and paid-up share capital 28 569 842.40 RON

Chairman of the Board of Administration

DAN WEILER

S.s. illegible, stamp

The Representative of the Ministry of Energy

Claudiu – Aurelian POPA

Technical Secretariate

Adina Modoran

Alina Petrescu

Andreea Rusu

Note: The representative of the major shareholder signs this resolution based on Art.18, Paragraph (18) of the Articles of Incorporation of “CONPET” S.A. Resolution no.3/29.11.2016 of the Ordinary General Meeting of Shareholders was issued in 3 (three) original copies.

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