

**SC CONPET SA**

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Cod unic de inregistrare: R 1350020, Cod CAEN 4950

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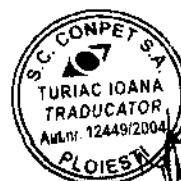
Capital social subscris si varsat 28 569 842,40 lei



NR. 5253 / 11.02.2015

**PRELIMINARY FINANCIAL STATEMENTS**  
**on the date and for fiscal year ended December 31, 2014**

**Prepared as per the**  
**International Financing Reporting Standards**  
**adopted by the European Union and approved by the**  
**Order of the Ministry of Public Finance no.1286/2012, subsequent amendments**



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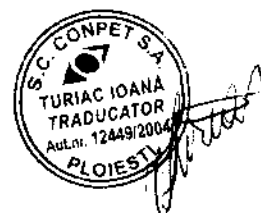
### Preliminary financial statements at 31.12.2014

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**STATEMENT OF THE FINANCIAL POSITION AT DECEMBER 31, 2014**  
**- PRELIMINARY DATA -**

|                                             | 31.12.2014  | 31.12.2013  | [%]    |
|---------------------------------------------|-------------|-------------|--------|
| <b>Assets</b>                               |             |             |        |
| <b>Non-current assets</b>                   |             |             |        |
| Tangible assets                             | 415,472,567 | 413,715,800 | 100,4% |
| Intangible assets                           | 3,162,304   | 6,308,341   | 50,1%  |
| Financial investments                       | 508,916     | 1,020,324   | 49,9%  |
| Total non-current assets                    | 419,143,788 | 421,044,465 | 99,5%  |
| <b>Current assets</b>                       |             |             |        |
| Inventories                                 | 7,602,845   | 7,404,013   | 102,7% |
| Trade receivables and other receivables     | 34,267,363  | 41,797,973  | 82,0%  |
| Short-term investments                      | 7,669,483   | 7,080,956   | 108,3% |
| Cash and cash equivalents                   | 335,367,828 | 249,494,539 | 134,4% |
| Prepaid expenditure                         | 213,560     | 218,445     | 97,8%  |
| <b>TOTAL Current assets</b>                 | 385,121,079 | 305,995,926 | 125,9% |
| <b>TOTAL Assets</b>                         | 804,264,866 | 727,040,391 | 110,6% |
| <b>Shareholder's Equity and Liabilities</b> |             |             |        |
| <b>Shareholder's equity</b>                 |             |             |        |
| Share capital, out of which:                | 28,569,842  | 145,794,385 | 19,6%  |
| Subscribed share capital                    | 28,569,842  | 28,569,842  | 100,0% |
| Share capital adjusted for inflation        |             | 117,224,543 | 0,0%   |
| Revaluation reserves                        | 111,421,475 | 112,473,352 | 99,1%  |
| Legal reserves                              | 5,713,968   | 5,713,968   | 100,0% |
| Other reserves                              | 475,619,181 | 441,436,160 | 107,7% |
| Retained earnings                           | 49,167,619  | -85,961,582 | -57,2% |
| Year's result                               | 50,485,305  | 31,297,556  | 161,3% |
| Total shareholder's equity                  | 720,977,390 | 650,753,839 | 110,8% |
| <b>Long-term liabilities</b>                |             |             |        |
| Deferred profit tax liabilities             | 3,478,973   | 3,478,973   | 100,0% |
| Provision for pension                       | 2,909,575   | 3,187,830   | 91,3%  |
| Trade liabilities                           |             | 625,135     | 0,0%   |
| Total long-term liabilities                 | 6,388,548   | 7,291,938   | 87,6%  |
| <b>Trade liabilities</b>                    | 29,904,407  | 25,184,565  | 118,7% |
| <b>Other liabilities</b>                    | 24,026,465  | 23,217,850  | 103,5% |

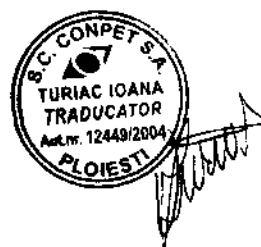


**SC CONPET SA**

Statement of the financial position at December 31, 2014

*(All amounts are expressed in LEI, unless otherwise specified)*

|                                            |             |             |        |
|--------------------------------------------|-------------|-------------|--------|
| Short-term loans                           |             |             |        |
| Short-term provisions                      | 21,987,918  | 19,525,449  | 112,6% |
| Deferred income                            | 22,050      | 25,157      | 87,7%  |
| Investment subsidies                       | 958,088     | 1,041,593   | 92,0%  |
| Total current liabilities                  | 76,898,929  | 68,994,614  | 111,5% |
| Total liabilities                          | 83,287,477  | 76,286,552  | 109,2% |
| Total shareholder's equity and liabilities | 804,264,866 | 727,040,391 | 110,6% |

**GENERAL DIRECTOR,**  
**Eng. Liviu Ilasi****S.s. Illegible****ECONOMIC DIRECTOR,**  
**Ec. Sanda Toader****S.s. Illegible****Stamp**

**THE STATEMENT OF THE PROFIT OR LOSS AND OTHER ELEMENTS OF THE GLOBAL  
RESULT FOR THE FISCAL YEAR ENDED AT DECEMBER 31, 2014****- PRELIMINARY DATA -**

|                                               | <b>31,12,2014</b>  | <b>31,12,2013</b>  |
|-----------------------------------------------|--------------------|--------------------|
| <b>Income</b>                                 |                    |                    |
| Sales revenues                                | 375,045,523        | 348,853,873        |
| Other income                                  | 27,402,036         | 56,907,583         |
| <b>Total operating income</b>                 | <b>402,447,560</b> | <b>405,761,456</b> |
| <b>Expenses</b>                               |                    |                    |
| Raw materials and consumables expenses        | 18,363,374         | 16,628,171         |
| Personnel expenses                            | 98,015,329         | 97,885,122         |
| Write downs of tangible and intangible assets | 46,490,744         | 36,662,747         |
| Current assets imparments                     | 480,817            | 1,565,637          |
| Outside services related expenses             | 118,477,376        | 123,624,927        |
| Other expenses                                | 64,456,460         | 90,772,194         |
| Provisions adjustments                        | 2,184,216          | 8,672,876          |
| <b>Total operating expenses</b>               | <b>348,468,315</b> | <b>375,811,674</b> |
| <b>Operating profit</b>                       | <b>53,979,244</b>  | <b>29,949,781</b>  |
| Financial income                              | 9,947,716          | 11,821,081         |
| Financial expenses                            | 272,039            | 470,816            |
| <b>Financial profit</b>                       | <b>9,675,678</b>   | <b>11,350,265</b>  |
| <b>Profit before income tax</b>               | <b>63,654,922</b>  | <b>41,300,046</b>  |
| Income tax expense                            | 13,169,617         | 10,002,491         |
| <b>Profit for the year</b>                    | <b>50,485,305</b>  | <b>31,297,556</b>  |

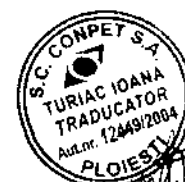
GENERAL DIRECTOR,  
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S.s. Illegible

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SC CONPET SA

Statement of changes in equity at December 31, 2014

(All amounts are expressed in LEI, unless otherwise specified)

STATEMENT OF CHANGES IN EQUITY AT 31.12.2014 – PRELIMINARY DATA -

|                                                                                                                        | Share Capital | Adjustments to the share capital | Legal reserves | Other reserves             | Revaluation reserves | Retained earnings | Retained earnings resulting from the first-time adoption of IAS 29 | Retained earnings resulting from the first-time adoption of IFRS | Profit or loss for the year | Total equity                                           |
|------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------------|----------------|----------------------------|----------------------|-------------------|--------------------------------------------------------------------|------------------------------------------------------------------|-----------------------------|--------------------------------------------------------|
| Balance at January 1, 2014                                                                                             | 28,569,842    | 117,224,543                      | 5,713,968      | 441,438,160                | 112,473,352          | 30,118,858        | (120,080,985)                                                      | 4,000,545                                                        | 31,297,556                  | 850,753,839                                            |
| Net profit of the year Increase of modernization quota fund diminution of the quota fund Increases out of revaluations |               |                                  |                | 60,655,647<br>(25,353,734) | 15,560,237           | 31,297,556        |                                                                    |                                                                  |                             | 31,297,556<br>60,655,647<br>(25,353,734)<br>15,560,237 |
| Reversal of surplus out of revaluation                                                                                 |               |                                  |                |                            | (16,612,114)         | 15,026,550        |                                                                    |                                                                  |                             | (1,585,564)                                            |
| Retained earnings resulting from the correction of the accounting errors                                               |               |                                  |                |                            |                      | 21,666            |                                                                    |                                                                  |                             | 21,666                                                 |
| Allocation of profit related to the previous year for the coverage of the accounting loss                              |               |                                  |                |                            |                      | (21,666)          |                                                                    |                                                                  |                             | (21,666)                                               |
| Prior year's result following restatement                                                                              |               | (117,224,543)                    |                | (2,856,442)                |                      |                   | 120,080,985                                                        |                                                                  |                             | -                                                      |
| Year's result                                                                                                          |               |                                  |                |                            |                      |                   |                                                                    |                                                                  |                             | -                                                      |
| Allocation of profit as dividends related to the previous year                                                         |               |                                  |                |                            |                      | (29,538,340)      |                                                                    |                                                                  | 50,485,305                  | 50,485,305<br>(29,538,340)                             |
| Allocation of profit in reserves related to the previous year                                                          |               |                                  |                | 1,737,550                  |                      | (1,737,550)       |                                                                    |                                                                  | (31,297,556)                | (31,297,556)                                           |
| Balance at December 31, 2014                                                                                           | 28,569,842    | -                                | 5,713,968      | 475,619,181                | 111,421,475          | 45,167,074        | -                                                                  | 4,000,545                                                        | 50,485,305                  | 720,977,390                                            |

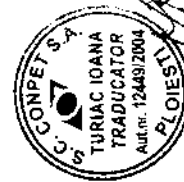
GENERAL DIRECTOR,

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**CASH FLOW STATEMENT AT 31.12.2014**  
**-PRELIMINARY DATA-**

(Direct Method)

|           | Designation of the Element                                                   | 31.12.2014         | 31.12.2013         |
|-----------|------------------------------------------------------------------------------|--------------------|--------------------|
|           | <b>Cash flows from operating expenses:</b>                                   |                    |                    |
| +         | Cash collections from customers                                              | 415,918,467        | 377,157,502        |
| +         | Other collections                                                            | 7,389,568          | 11,433,547         |
| -         | Payments to goods and services suppliers                                     | 138,802,797        | 153,718,651        |
| -         | Payments to and on behalf of the employees                                   | 99,139,348         | 97,978,040         |
| -         | VAT payments                                                                 | 58,716,346         | 49,805,434         |
| -         | Income tax related payments                                                  | 12,317,009         | 10,401,324         |
| -         | Other payments for operating activities                                      | 36,083,105         | 32,072,443         |
| <b>A</b>  | <b>Net cash from operating activities</b>                                    | <b>78,249,430</b>  | <b>44,615,157</b>  |
|           | <b>Net cash from investment activities :</b>                                 |                    |                    |
| +         | Proceeds from sale of tangible assets                                        | 61,964             | 1,084,425          |
| +         | Proceeds from modernization quota                                            | 58,036,141         | 53,292,505         |
| -         | Purchase of tangible assets                                                  | 30,284,627         | 32,024,398         |
| -         | Payments for interest, allowances, credits, differences in the exchange rate | 0                  | 1,350              |
| -         | Reimbursements of certain loans                                              | 0                  | 30,316             |
| <b>B</b>  | <b>Net cash from investment activities</b>                                   | <b>27,813,478</b>  | <b>22,320,866</b>  |
|           | <b>Cash flows from financing activities</b>                                  |                    |                    |
| +         | Proceeds from short-term financial investments                               | 9,451,926          | 11,580,798         |
| +         | Proceeds from other financial income                                         | 544,060            | 886,149            |
| -         | Payments for purchase of short-term financial investments                    | 588,528            | 318,509            |
| -         | Paid dividends                                                               | 29,600,077         | 28,357,395         |
| <b>C</b>  | <b>Net cash from financing activities</b>                                    | <b>-20,189,619</b> | <b>-16,208,957</b> |
|           | <b>Net increase of the cash and cash equivalents=A+B+C=D2-D1</b>             | <b>85,873,289</b>  | <b>50,727,066</b>  |
| <b>D1</b> | <b>Cash and cash equivalents at the beginning of the fiscal year</b>         | <b>249,494,539</b> | <b>198,767,473</b> |
| <b>D2</b> | <b>Cash and cash equivalents at the end of the fiscal year</b>               | <b>335,367,828</b> | <b>249,494,539</b> |

The preliminary financial statements at 31.12.2014 are not audited.

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 Ec. Sanda Toader  
 S.s. Illegible

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**1. Tangible Assets**

The net value of the tangible assets has increased as compared to 2013, by the amount of 1,756,768 Lei.

By the end of 2014, the company revaluated the concessioned goods (goods belonging to the State public domain) and goods within SC CONPET SA patrimony: lands and fixed assets of group I (constructions and special constructions).

As in the tangible assets, the company also recognized the operating oil product that is being evaluated at the cost determined by the revaluation performed as per GD no.26 from January 22, 1992, here included the effects of the restatements registered in the previous years, pursuant to the application to IAS 29 "Financial reporting in the hyperinflationary economies".

The operating oil product has a depreciated useful life, as it physically revives with each pumping, therefore it doesn't face qualitative or moral depreciation, consequently is not amortized.

The Statement at December 31, 2014 and December 31, 2013 is the following:

|                               |                   |                   |
|-------------------------------|-------------------|-------------------|
| Operating Oil Product Balance | <b>31.12.2014</b> | <b>31.12.2013</b> |
|                               | <u>42,865,714</u> | <u>42,865,714</u> |

**2. Intangible Assets**

At 31.12.2014 the net value of the non-tangible assets is of 3,162,304 Lei, 3,146,037 Lei lower than the the end of 2013;

The intangible assets include: IT programs, soft licenses, the account for being performed at historical cost.

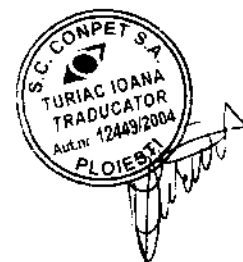
**3. Financial Assets**

The financial assets mainly include equity interests to the share capital of other companies and establish bonds in favour of third parties.

The company holds equity securities at the following companies:

- Equity securities of 5,000 Lei, representing 3,33 % of the share capital of "Registrul Independent Monitor", headquartered in Bucharest;
- Equity securities of 35,000 GBP, representing 16,6% of the subscribed capital at the PEOP project development company, set up by commercial companies in Romania (CONPET, Oil Terminal), Serbia and Croatia, in view of attracting investors for the construction of Constanta-Trieste major pipeline. The Croatian company has not yet subscribed the share capital. The company's headquarters is situated in UK.

At December 31, 2014, the financial assets have decreased by 511,408 Lei as compared to December 31, 2013, mainly due to the reduction of other long-term receivables (bonds) by 502,292 Lei.



**4. Stocks**

At December 31, 2014 and December 31, 2013 the stocks reveal the followings:

|                                                                  | <b>31.12.2014</b> | <b>31.12.2013</b> |
|------------------------------------------------------------------|-------------------|-------------------|
| Raw materials and consumables                                    | 9,412,386         | 9,478,611         |
| Adjustments for depreciation: depreciated and slow moving stocks | (1,809,541)       | (2,074,598)       |
| <b>TOTAL</b>                                                     | <b>7,602,845</b>  | <b>7,404,013</b>  |

**5. Trade Receivables and Other Receivables**

The statement of the trade receivables and other receivables, at December 31, 2014 and December 31, 2013 reveals the followings:

|                                            | <b>31.12.2014</b> | <b>31.12.2013</b> |
|--------------------------------------------|-------------------|-------------------|
| Clients                                    |                   |                   |
|                                            | 31,387,166        | 39,770,229        |
| Long-term receivables under 1 year         | 1,404             | 24,089            |
| Write downs for doubtful receivables       | (647,884)         | (637,903)         |
| <b>Sub-total trade receivables (net)</b>   | <b>30,740,686</b> | <b>39,156,415</b> |
| Other receivables                          | 6,816,865         | 5,191,332         |
| Write downs for other doubtful receivables | (3,290,237)       | (2,554,343)       |
| <b>Sub-total other receivables (net)</b>   | <b>3,526,628</b>  | <b>2,636,989</b>  |
| Prepayments                                | 49                | 4,569             |
| <b>Total other short-term receivables</b>  | <b>34,267,363</b> | <b>41,797,973</b> |
| <b>Other long-term receivables</b>         | <b>400,491</b>    | <b>735,524</b>    |

The main clients holding a significant quota (81%) in the turnover are: S.C. OMV PETROM S.A., S.C. Petrotel Lukoil S.A., S.C. Rompetrol Rafinare S.A. The company's client, OMV PETROM SA hold over 76% of the total receivables at December 31, 2014.

Other receivables, amounting 5,986,341 Lei mainly include amounts to be recovered from different natural and legal persons in litigation before the law courts, Non-exigible VAT unrarrived invoices, as well as interest receivable related to the maturity deposits under three months.

*Write downs for the depreciation of doubtful receivables and other doubtful receivables*

At the reporting date, the write downs for the depreciation of receivables are in amount of 3,938,121 Lei, the amount of 94,630 Lei being recognized as income during the period January-December 2014, due to the encashment of certain debits or fines falling under the challenge procedure.

The Company's Policy is to register an write down for a loss of value of 100% for the clients under litigation, insolvency, bankruptcy and other debts related to cases pending before the court of law or fees, falling under challenge procedure.

At the end of 2014, the company maintained the depreciation write downs established for the doubtful receivables related to debits receivable from the following partners:

- SC Biodiesel SRL Comanesti (204,661 Lei);
- SC Nac Industrii SRL Bucuresti (340,938 Lei);
- CTF Bucuresti (50,512 Lei);
- SC Perfect Metal SRL (7,551 Lei);
- SC ICIM SA Ploiesti (33,598 Lei) ;
- SC Tobias SRL Constanta (643 Lei)

In addition, was registered a write down also for the amount receivable from SC FOTBAL CLUB PETROLUL S.A. (9,981 Lei).

The above mentioned refer to the counter value of some services supply performed by the company and fallen under litigation with the respective beneficiaries and/or penalties calculated for the fail to execute in due term the engaged contracts.

The difference of 3,290,237 Lei represent write downs for other receivables – debtors legal persons pending before the law courts.

## 6. Short-Term Investments

The short-term investments are assets held by the company in view of achieving a profit within a period of time shorter than one year. They stand for deposits with a maturity of over 3 months and interest receivable at the end of the period.

| Short - term Investments             | 31.12.2014 | 31.12.2013 |
|--------------------------------------|------------|------------|
| Bank deposits with due date > 3 luni | 7,669,483  | 7,080,956  |

## 7. Cash and Cash Equivalents

At December 31, 2014 and December 31, 2013 cash and cash equivalents reveal the followings:

|                          | 31.12.2014         | 31.12.2013         |
|--------------------------|--------------------|--------------------|
| Current bank accounts    | 7,385,575          | 1,925,214          |
| ≤ 3 months bank deposits | 327,928,312        | 247,508,995        |
| Cash on hand             | 16,252             | 11,460             |
| Other cash equivalents   | 37,689             | 48,870             |
| <b>Total</b>             | <b>335,367,828</b> | <b>249,494,539</b> |

The pipeline transport tariff included an expenses quota for the modernization and development of the Crude Oil Pipeline Transport System. The modernization quota is being collected according to the rhythm of the proceeds from transport services and managed by distinct cash account. The expenses quota for the modernization and development is aimed at the financial support of the rehabilitation and modernization of the Crude Oil National Transport System through Pipelines.

At 31.12.2014, the cash related to the modernization quota in the company's accounts are in amount of 142,123,515 Lei (42% of the cash).

## 8. Equities

### The Share Capital

The share capital suffered no modifications along the reporting period. There were registered only adjustments determined by the application, for the first time, of IFRS.

Thus, at January 1, 2014 the share capital amounting 145,794,385 Lei included the effects of the restatements registered in the previous years as per the application of "SIC" 29 "Financial Reporting of Hyperinflationary Economies". In the reporting period, respectively the year 2014, following the Decision of the Ordinary General Meeting of Shareholders no.4 from 29.04.2014, the value of the share capital was diminished by 117,224, 543 Lei, by use of the credit balance of the account "Share Capital Adjustments" for the recovery of a part of the accounting loss carried forward generated by the application, for the first time, of IAS 29, loss in a total amount of 120,080,985 Lei.

|                                               | 31.12.2014        | 31.12.2013         |
|-----------------------------------------------|-------------------|--------------------|
| Share capital (nominal value)                 | 28,569,842        | 28,569,842         |
| Restatement related differences as per SIC 29 | 0                 | 117,224,543        |
| <b>Share capital balance:</b>                 | <b>28,569,842</b> | <b>145,794,385</b> |

At December 31, 2014 the company's subscribed and paid-in share capital, in amount of 28,569,842 Lei is being divided in 8,657,528 shares with a nominal values of 3,3 Lei/share and corresponds to the one registered at the Trade Register Office,

SC CONPET SA share capital and shareholders structure, at 31 December, 2014 is the following:

| Shareholders                                  | 31.12 2014       |                   |             |
|-----------------------------------------------|------------------|-------------------|-------------|
|                                               | Number of shares | Amount (RON)      | (%)         |
| The Romanian State by the Ministry of Economy | 5,083,372        | 16,775,128        | 58,7162%    |
| Legal persons                                 | 2,915,552        | 9,621,321         | 33,6765%    |
| Natural persons                               | 658,604          | 2,173,393         | 7,6073%     |
| <b>Total</b>                                  | <b>8,657,528</b> | <b>28,569,842</b> | <b>100%</b> |

The shareholders have the right to dividends and each share confers a voting right within the company's meetings.

#### *Other reserves*

At December 31, 2014 *Other Reserves* amount for 475,619,181 Lei, of which 371,851,260 Lei represent the modernization and development quota, and 19,060,265 Lei represent the reserve related to the lands for which are obtained land ownership certificates and the share capital was not increased.

#### *Revaluation Reserves*

The revaluation reserve amounts for 111,421,475 Lei at December 31, 2014 respectively 112,473,352 Lei at 31 December, 2013.

#### *Retained Earnings*

At December 31, 2014 the the retained earnings, in amount of 49,167,619 Lei consists of:

- 45,167,074 Lei retained earnings representing surplus achieved from revaluation reserves;
- 4,000,545 Lei retained earnings resulting from the application of IFRS, less IAS29

#### *Year's Result*

At 31.12.2014, the net profit reaches the amount of 50,485,305 Lei, increased by 61,31% yoy.

### **9. Obligations Regarding Employees Benefits And Bonuses. Wage System**

Pursuant to the provisions of the Collective Labour Agreement in force, the company has granted the following benefits to its employees: quarterly premiums, retirement support, marriage support, employees share of profit, other benefits, company's contribution to the facultative pensions schemes, other benefits, as well as bonuses consisting of: holiday and treatment vouchers, including the related transport, presents given to the women employees and the employees minor children, birth grant, funeral and serious diseases, humanitarian grants, food vouchers, other bonuses.

The obligations regarding the employees benefits reveal the followings:

|                                                             | <b>31.12. 2014</b> | <b>31.12. 2013</b> |
|-------------------------------------------------------------|--------------------|--------------------|
| Quarterly premiums                                          | 1,982,355          | 4,539,911          |
| Retirement support                                          | 238,125            | 208,098            |
| Marriage indemnization                                      | 44,450             | 15674              |
| Employees share of profit                                   | 2,716,986          | 1,900,992          |
| Company's contributions to the facultative pensions schemes | 1,659,435          | 0                  |
| Other benefits                                              | 843,780            | 1,767,920          |
| <b>TOTAL</b>                                                | <b>7,485,131</b>   | <b>8,432,595</b>   |

The statement of the bonuses paid to the employees reveals the followings:

|                                                                    | 31.12. 2014      | 31.12. 2013      |
|--------------------------------------------------------------------|------------------|------------------|
| Holiday and treatment vouchers and transport related               | 664,099          | 678,072          |
| Presents given to women employees and the employees minor children | 117,525          | 136,710          |
| Birth grant, funeral, serious diseases, humanitarian               | 524,466          | 541,117          |
| Food vouchers                                                      | 3,467,625        | 3,583,110        |
| Other bonuses                                                      | 32,011           | 34,095           |
| <b>TOTAL</b>                                                       | <b>4,805,726</b> | <b>4,973,104</b> |

### Wage System

#### The General Director and the Members of the Board of Administration

The salaries paid by the Company to the General Director and the members of the Board of Administration are detailed below:

|                                                                | 31.12.2014       | 31.12.2013     |
|----------------------------------------------------------------|------------------|----------------|
| Indemnization related to the contract of mandate               | 541,221          | 94,506         |
| Allowances of non-executive members of Board of Administration | 484,248          | 11,959         |
| <b>TOTAL</b>                                                   | <b>1,025,469</b> | <b>106,465</b> |

At the end of the fiscal years, the Company had no liability related to payment of pensions to the former members of the Board of Administration and executive management, neither registered prepayments to be settled to the members of the executive management.

There were no future bonds or liabilities taken over by the Company on behalf of the administrators or directors.

The expenses with the salaries and the related contributions registered along 2014 and 2013 are the followings:

|                                 | 31.12.2014        | 31.12.2013        |
|---------------------------------|-------------------|-------------------|
| Salaries expenses               | 65,512,015        | 64,153,754        |
| Expenses with social security s | 19,186,987        | 20,219,204        |
| <b>Total</b>                    | <b>84,699,002</b> | <b>84,372,958</b> |

Note: the Line "Expenses with salaries" does not comprise the benefits and bonuses of the employees, neither the indemnities of the General Director and the members of the Board of Administration.

## 10. Trade Liabilities and Other Liabilities

At December 31, 2014 and December 31, 2013 the trade liabilities and other liabilities reveal the followings:

| Liabilities                                                                              | 31.12.2013        | 31.12.2014        | Balance Maturity Date at December 31, 2013 |                  |              |
|------------------------------------------------------------------------------------------|-------------------|-------------------|--------------------------------------------|------------------|--------------|
|                                                                                          |                   |                   | Under 1 year                               | 1-5 years        | Over 5 years |
| 1.Amounts due to credit institutions                                                     | -                 | -                 | -                                          | -                | -            |
| 2.Advances received for orders in progress                                               | -                 | -                 | -                                          | -                | -            |
| 3.Trade liabilities-third party suppliers                                                | 25,809,700        | 29,904,407        | 29,904,407                                 | -                | -            |
| <b>4.Total trade liabilities (1+2+3)</b>                                                 | <b>25,809,700</b> | <b>29,904,407</b> | <b>29,904,407</b>                          | <b>-</b>         | <b>-</b>     |
| 5. Other liabilities, including fiscal debts and liabilities regarding social securities | 26,696,823        | 27,512,108        | 24,033,135                                 | 3,478,973        | -            |
| <b>Total</b>                                                                             | <b>52,506,523</b> | <b>57,416,515</b> | <b>53,937,542</b>                          | <b>3,478,973</b> | <b>-</b>     |

The most important Company's suppliers of goods and services necessary for the performance of the operation activity are being mainly represented by: SNTFM CFR Marfa, S.C. OMV Petrom S.A., Tinmar Ind S.A., S.C. Grup Feroviar Roman S.A., and S.C. Premier Energy S.R.L. In 2014 the share thereof in total operation suppliers being of 81 %,

In case of fixed assets suppliers the share is being held by the following suppliers: Tancrad S.R.L., S.C. Talpac SRL, Argenta SRL, Condmag SA, Eurosting AAW SRL, IPM Partners Romania SRL and Rosen Europe Netherlands. The value thereof represents 68% in total fixed assets suppliers in the year 2014.

At December 31, 2014 and December 31, 2013 other liabilities, including the fiscal liabilities and the liabilities regarding the social security s reveal the followings:

| Liabilities                                    | 31.12.2013        | 31.12.2014        | Balance Maturity Date at<br>December 31, 2014 |                  |                    |
|------------------------------------------------|-------------------|-------------------|-----------------------------------------------|------------------|--------------------|
|                                                |                   |                   | Under 1<br>year                               | 1-5 year         | Over<br>5<br>years |
| Salaries and assimilated liabilities           | 4,180,665         | 3,448,081         | 3,448,081                                     | -                | -                  |
| Contributions related to salaries              | 2,887,001         | 3,341,934         | 3,341,934                                     | -                | -                  |
| Income tax                                     | 5,536,668         | 6,395,945         | 2,916,972                                     | 3,478,973        | -                  |
| Oil royalty                                    | 6,630,265         | 7,123,636         | 7,123,636                                     | -                | -                  |
| VAT payable                                    | 4,081,866         | 4,212,128         | 4,212,128                                     | -                | -                  |
| Other taxes and liabilities owed to the budget | 1,715,209         | 1,024,266         | 1,024,266                                     | -                | -                  |
| Dividends payable                              | 1,310,076         | 1,651,216         | 1,651,216                                     | -                | -                  |
| Other liabilities                              | 355,073           | 341,902           | 314,902                                       | -                | -                  |
| <b>Total</b>                                   | <b>26,696,823</b> | <b>27,512,108</b> | <b>24,033,135</b>                             | <b>3,478,973</b> | <b>-</b>           |

#### 11. Provisions

|                                                                             | 31.12.2014        | 31.12.2013        |
|-----------------------------------------------------------------------------|-------------------|-------------------|
| Provisions for litigations                                                  | 8,937,366         | 9,557,945         |
| Provisions for employees benefits                                           | 10,321,886        | 7,837,928         |
| -Provision for share of profit                                              | 5,334,842         | 3,475,098         |
| Provision for unused annual leaves                                          | 1,122,500         | 1,175,000         |
| Provision for variable allowance executive and non-executive administrators | 919,968           | 0                 |
| Other provisions, of which:                                                 | 5,638,241         | 5,317,406         |
| Provisions for environment                                                  | 2,655,052         | 2,608,552         |
| <b>TOTAL</b>                                                                | <b>24,897,493</b> | <b>22,713,279</b> |

*Provisions for Litigations*

The company is involved in several litigations with the owners of the lands crossed/undercrossed by the pipelines belonging to the Crude Oil National Transport System, State public property. Based on their land right, the owners have instituted legal proceedings against the company, claiming the instances the payment of indemnifications, invoking the lands lack of use, as well as the impossibility to execute various constructions of social or commercial nature. The trials are pending before many law court all over the country, materially and territorially authorized to judge trials of such nature. Concurrently, the value thereof has decreased by the amount of 2,664,428 Lei, by recognition as income of the provisions for litigations devoid of purpose.

*Provisions for Employees Benefits*

At 31.12.2014 the provisions balance for the employees benefits is in total amount of 10,321,886 Lei, of which the most important are:

- 2,909,575 Lei provision for pensions;
- 5,334,843 Lei provision for employees share of profit, including the related contributions;
- 1,122,500 Lei provision for unused annual leaves;
- 919,968 Lei provision for the variable allowance of the executive and non-executive administrators.

*Other provisions*

At 31.12.2014, other provisions in amount of 5,638,241 Lei mainly include:

- 2,655,051 Lei provisions related to environmental expenses;
- 1,519,735,41 Lei provisions related to the expenses with the fixed assets in progress (Breaza Cardiovascular Restore Base)

**12. Operating Income**

|                                                | 31.12.2014         | 31.12.2013         |
|------------------------------------------------|--------------------|--------------------|
| <b>Sales turnover, of which :</b>              | <b>375,045,523</b> | <b>348,853,873</b> |
| Transport service revenues, of which:          | 372,945,993        | 347,378,482        |
| Domestic crude oil transport services revenues | 314,399,632        | 304,216,517        |
| Import crude oil transport services revenues   | 58,546,361         | 43,161,965         |
| <b>Rental revenues</b>                         | <b>1,348,073</b>   | <b>975,723</b>     |
| <b>Revenues from other services supply</b>     | <b>751,458</b>     | <b>499,667</b>     |
| <b>Other oprating revenues, of which:</b>      | <b>27,402,036</b>  | <b>56,907,583</b>  |
| Revenues from modernization quota consumption  | 25,353,734         | 50,157,269         |
| Revenues from sale of operating oil product    | 0                  | 1,026,789          |
| Revenues from enforcement of guarantees        | 11,296             | 3,237,523          |
| Revenues liquidated damages                    | 33,104             | 418,121            |

|                                                                         |                    |                    |
|-------------------------------------------------------------------------|--------------------|--------------------|
| Revenues related to inventory surplus as fixed assets or other revenues | 701                | 70,478             |
| Other revenues                                                          | 2,003,202          | 1,997,403          |
| <b>Total operating revenues</b>                                         | <b>402,447,560</b> | <b>405,761,456</b> |

### Transport Revenues

The revenues achieved from the transport of crude oil, rich gas, condensate and ethane through the National Transport System were determined based on the quantity of crude oil, rich gas and condensate carried to the clients and the tariffs approved by Order of the President of the National Agency for Mineral Resources.

The transport tariff is being differentiated on the two transport sub-systems, country and import.

### Other Operating Income

The revenues from modernization quota consumption represent 93% of other operating revenues achieves. In 2014, the modernization quota consumption revenues registered a decrease by 49,5% yoy.

## 13. Operating Expenses

The table below sets forth other operating expenses, based on the nature thereof:

|                                               | 31.12. 2014 | 31.12.2013  |
|-----------------------------------------------|-------------|-------------|
| <b>Raw materials and consumables expenses</b> | 18,363,374  | 16,628,172  |
| <b>Personnel expenses</b>                     | 98,015,329  | 97,885,122  |
| <b>External services expenses</b>             | 118,477,376 | 123,624,925 |
| <b>Other expenses</b>                         | 64,456,460  | 90,772,195  |

### a) Raw Materials and Consumables Expenses

|                                               | 31.12.2014        | 31.12.2013        |
|-----------------------------------------------|-------------------|-------------------|
| <b>Raw materials and consumables expenses</b> | <b>18,365,374</b> | <b>16,628,172</b> |
| Expenses with consumables                     | 6,608,830         | 5,475,569         |
| Other material expenses                       | 1,209,332         | 642,499           |
| Other expenses with energy and water          | 10,895,861        | 10,622,134        |
| Goods-related expenses                        | 0                 | 0                 |
| Trade allowances                              | 348,468           | 112,030           |

|                                | 31.12. 2014       | 31.12.2013        |
|--------------------------------|-------------------|-------------------|
| <b>b) Personnel Expenses</b>   | <b>98,015,329</b> | <b>97,885,122</b> |
| Salaries expenses              | 69,646,194        | 70,791,821        |
| Food vouchers expenses         | 3,467,625         | 3,583,111         |
| Share of profit expenses       | 2,716,986         | 1,900,992         |
| CLA social protection expenses | 1,338,101         | 1,389,995         |
| Social securities expenses     | 20,846,422        | 20,219,203        |

c) The external services expenses include:

|                                                        | 31.12. 2014        | 31.12. 2013        |
|--------------------------------------------------------|--------------------|--------------------|
| The external services expenses                         | <b>118,477,376</b> | <b>123,624,924</b> |
| Expenses with maintenance and repairs                  | 2,733,043          | 4,712,023          |
| Royalties, commercial leasings and rental expenses     | 29,887,911         | 27,560,170         |
| Insurance premiums expenses                            | 400,145            | 392,633            |
| Commissions and fees expenses                          | 317,794            | 399,880            |
| Ceremonial, advertising and publicity expenses         | 378,201            | 203,330            |
| Personnel and goods transport related expenses         | 446,932            | 417,309            |
| Travel, assignments and transfer expenses              | 672,131            | 593,191            |
| Postal expenses and telecommunication charges          | 430,096            | 943,975            |
| Expenses with bank services and assimilated services   | 33,180             | 28,861             |
| Other expenses with third-parties services performance | 83,177,943         | 88,373,552         |

The royalties, commercial leasings and rental expenses include the oil royalty, calculated according to EGO 101/ 14 October, 2007 as 10% of the value of gross income achieved from oil transport and transit operations through the Oil National Transport System.

Other expenses with third-parties services performance include the expenses incurred by the Company for the crude oil pumping, the use of railways related to transport services and for several environmental protection and clean-up activities.

d) Other expenses include :

|                                                       | 31.12.2014        | 31.12.2013        |
|-------------------------------------------------------|-------------------|-------------------|
| <b>Other expenses, of which:</b>                      | <b>64,456,460</b> | <b>90,772,195</b> |
| Other taxes, duties and similar levies                | 3,427,991         | 2,191,027         |
| Compensations, fines and penalties expenses           | 54,189            | 167,967           |
| Sponsorship                                           | 589,373           | 494,833           |
| Assigned assets and other capital operations expenses | 231,972           | 961,427           |
| Environmental protection expenses                     | 265,986           | 182,307           |
| Expenses from revaluation of tangible assets          | 1,640,187         | 33,002,110        |
| Expenses settlement modernization quota               | 58,036,141        | 53,292,505        |

|                          |         |         |
|--------------------------|---------|---------|
| Other operating expenses | 210,620 | 510,019 |
|--------------------------|---------|---------|

The expenses related to other duties, taxes and similar levies comprise mainly the expenses with local taxes.

The company constitutes reserves based on the modernization quota by other operating expenses, pursuant to the provisions of G.D. no.168/1998 subsequent amendments and CFC (Central Fiscal Commission) Decision 4/2004.

#### 14. Net Financial Result

|                                               | 31.12.2014       | 31.12.2013        |
|-----------------------------------------------|------------------|-------------------|
| Interest income                               | 9,774,219        | 11,319,641        |
| Revenues related to exchange rate differences | 149,492          | 493,641           |
| Other financial income                        | 24,005           | 7,799             |
| <b>Total financial revenues</b>               | <b>9,947,716</b> | <b>11,821,081</b> |
| Interest expenses                             | 0                | 0                 |
| Expenses to exchange rate differences         | (239,793)        | (448,283)         |
| Other financial expenses                      | (32,246)         | (22,533)          |
| <b>Total Financial Expenses</b>               | <b>(272,039)</b> | <b>(470,816)</b>  |
| <b>Net financial result</b>                   | <b>9,675,678</b> | <b>11,350,265</b> |

The financial revenues and financial expenses registered a decrease by 16%, respectively 42% in 2014 yoy. The net financial result has decreased in 2014 yoy, mainly due to the reduction of interests for term deposits.

#### 15. Transactions with State-Owned Companies

The company performs trade transactions related to auxiliary activities and State fully/entirely owned companies.

The value of these transactions in 2014 and 2013 is being set forth below:

|             | 2014       | 2013      |
|-------------|------------|-----------|
| Sales       | 131,857    | 18,917    |
| Procurement | 80,740,408 | 1,146,100 |

The amounts unsettled at December 31, 2014 and 2013 are revealed here below :

|                   | 2014       | 2013    |
|-------------------|------------|---------|
| Trade debts       | 23,133     | 26,760  |
| Trade liabilities | 10,862,571 | 161,557 |

The information presented here-above reveal o significant increase of both the procurement value and the trade liabilities, due to the performance of the trade transactions with SNTFM – CFR Marfa. (procurement value: 78,505,393 Lei, trade liabilities value: 10,792,323 Lei).

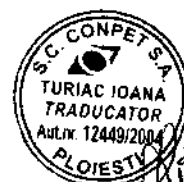
**CHAIRMAN OF THE BOARD OF DIRECTORS,  
"CONPET" S.A.**

**Dan Weiler**  
**S.s. Illegible**

**Stamp**

**GENERAL DIRECTOR,  
Eng. Liviu Iasi**  
**S.s. Illegible**

**ECONOMIC DIRECTOR,  
Econ. TOADER SANDA**  
**S.s. Illegible**



ANNEX 1

| OVERVIEW OF THE WORKS PROCUREMENT CONTRACTS WITH VALUES EXCEEDING 500.000 EURO, CONCLUDED IN 2014 |                                                                                                                                                                      |                    |       |            |                                 |                            |                                            |                                 |
|---------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|-------|------------|---------------------------------|----------------------------|--------------------------------------------|---------------------------------|
| CRT<br>No                                                                                         | OBJECT                                                                                                                                                               | CONTRACT           | VALUE |            | CONTRACT<br>DURATION            | PARTNER                    | PROCEDURE                                  | LEGAL<br>BASE                   |
|                                                                                                   |                                                                                                                                                                      |                    | RON   | EURO       |                                 |                            |                                            |                                 |
| 1                                                                                                 | Performance and turnkey delivery of a pilot system for the detections and location of product leaks from the crude oil major pipelines Videle - Cartojani - Ploiesti | L-CA 10/17.01.2014 |       | 913,574.83 | 18 months from the signing date | SC ROMSYS SRL<br>BUCHAREST | Open tender – bid notice published on SEAP | Art.20 from EGO 34/2006 updated |

General Director,

Eng. Liviu Ilici

S.s. Illegible

Stamp

Economic Director,

Econ. Sanda Toader

S.s. Illegible

Manager of the Procurement and Investments Management Department,

Eng. Radu Albu

S.s. Illegible



## ANNEX 2

| OVERVIEW OF THE WORKS PROCUREMENT CONTRACTS WITH VALUES EXCEEDING 500.000 EURO, CONCLUDED IN 2014 |                                                                                                                                                                                                                                                  |                         |              |            |                                                                     |                            |                                                  |                                                                                     |
|---------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|--------------|------------|---------------------------------------------------------------------|----------------------------|--------------------------------------------------|-------------------------------------------------------------------------------------|
| No                                                                                                | OBJECT                                                                                                                                                                                                                                           | CONTRACT                | VALUE        |            | CONTRACT DURATION                                                   | PARTNER                    | PROCEDURE                                        | LEGAL BASE                                                                          |
|                                                                                                   |                                                                                                                                                                                                                                                  |                         | RON          | EURO       |                                                                     |                            |                                                  |                                                                                     |
| 1                                                                                                 | Security protection and intervention services performance in relation to the objectives, goods and values belonging to CONPET SA, headquarter I, headquarter II, Inotesti, Vointa Sport's Base, Strejnic Sport's Base, duration up to 30.11.2006 | S-CA-CD 453/ 18.11.2014 | 727,784.40   | 165,405.55 | 01.12.2014 - 30.11.2016                                             | SC NEI GUARD SRL           | Direct buy – bid notice published on CONPET site | Art.1 paragraph (3) from the Procurement Internal Procedural Norms of „CONPET” S.A. |
| 2                                                                                                 | Electronic communication services                                                                                                                                                                                                                | S-CA 57/ 18.02.2014     | 747,757.21   | 169,944.82 | 2 years                                                             | ORANGE ROMANIA             | Open tender – bid notice published on SEAP       | Art. 20 from EGO 34/2006 updated                                                    |
| 3                                                                                                 |                                                                                                                                                                                                                                                  | S-CA 317/ 28.08.2014    | 811,000.00   | 184,318.18 | 12 months since the contract execution                              | CORROCONT LTD BUDAPESTA    | Tender – bid notice published on CONPET site     | Art.22 from the Procurement Internal Procedural Norms of „CONPET” S.A.              |
| 4                                                                                                 |                                                                                                                                                                                                                                                  | S-CA 283/ 23.03.2014    | 817,656.00   | 185,830.91 | 2 years since the contract execution                                | ROMSOFT SRL RAMNICU VALCEA | Tender – bid notice published on CONPET site     | Art.22 from the Procurement Internal Procedural Norms of „CONPET” S.A.              |
| 5                                                                                                 |                                                                                                                                                                                                                                                  | S-CA 92/ 17.03.2014     | 1,170,000.00 | 265,909.00 | 15 months since the contract execution but no later than 15.04.2015 | ENVIROTECH SRL             | Open tender – bid notice published on SEAP       | Art. 20 from EGO 34/2006 updated                                                    |

General Director,  
Eng. Liviu Ilasi  
S.s. Illegible  
Stamp

Economic Director,  
Econ. Sanda Toader  
S.s. Illegible

Manager of the Procurement and Investments Management Department,  
Eng. Radu Albu  
S.s. Illegible

