



**CONPET S.A., Romania**  
 1-3 Anul 1848 Street, Ploiești 100559, Prahova  
 Tel: +40-244-401360; fax: +40-244-516451  
 TIN: RO 1350020; NACE Code 4950; CRN J29/6/22.01.1991  
 Subscribed and paid-up share capital 28 569 842.40 RON

**CORRESPONDENCE VOTING BULLETIN**

The undersigned \_\_\_\_\_ identified with ID \_\_\_\_\_ series \_\_\_\_\_ and number \_\_\_\_\_, issued by \_\_\_\_\_ on the date of \_\_\_\_\_ and Personal Identification Number \_\_\_\_\_, having domicile \_\_\_\_\_ in \_\_\_\_\_ (address)

,  
 or

the Subscribed \_\_\_\_\_ with registered offices in \_\_\_\_\_, registered at the Trade Register Office attached to Law Court under no. \_\_\_\_\_, tax identification number \_\_\_\_\_, legally represented by \_\_\_\_\_ with Identity bulletin/Identity card/passport series \_\_\_\_\_ number \_\_\_\_\_, shareholder of CONPET S.A. at the reference date **13.04.2017**, holder of a number of \_\_\_\_\_ shares, representing \_\_\_\_\_% from the total number of 8,657,528 shares issued by CONPET S.A., which entitles me to a number of \_\_\_\_\_ votes, representing \_\_\_\_\_% from the total number of voting rights, pursuant to Article 18 paragraph (2) of CNVM Regulation no. 6/2009, being aware of the proposed Agenda and the documents for the **Ordinary General Meeting of Shareholders convened on 26.04.2017, 10:00 A.M. - in first call, respectively 27.04.2017, 10:00 A.M. - in second call**, which will take place at "CONPET" S.A. headquarters in Ploiesti, no. 1 - 3, Anul 1848 Street, I hereby exercise, by correspondence, my voting right, as follows:

1. Election of a Secretary of the ordinary General meeting of Shareholders;

<i>For</i>	<i>Against</i>	<i>Abstention</i>

2. Approval of the financial statements for the financial year ended on December 31,2016, prepared according to the applicable accounting regulations, based on the Annual Report of the administrators for the financial year 2016 and on the Report of the financial auditor BDO Audit S.R.L. on the annual financial statements of CONPET S.A. Company

<i>For</i>	<i>Against</i>	<i>Abstention</i>

3. Approval of the allocation of the net profit associated with the financial year 2016 and of certain amounts of the retained earnings, settling the gross dividend per share and the date of payment of the dividends to the shareholders, as follows:

- a) Distribution, according to legal destinations, of the accounting profit remaining after the deduction of the income tax at December 31<sup>st</sup>, 2016 (reunified with the employees' share of



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profit provision), amounting to 76,302,914 RON, as follows:

- Employees' share of profit: 4,756,310 RON (6.23%);
- Other allocations stipulated by law - exemption from the payment of the reinvested profit tax: 1,710,000 RON (2.24%);
- Dividends due to shareholders: 69,836,604 RON (91.53%), results a value of the gross dividend proposed to be distributed to the shareholders of 8.06657559 RON / share.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

b) The distribution, as dividends, of the amount of 17,118,920 RON representing retained earnings from correction of some elements having affected the prior years' profit, resulting a value of the gross dividend of 1.97734501 RON / share.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

c) The distribution, as dividends, of the amount of 56,606,750 RON, representing surplus achieved from revaluation reserves, recognized in the retained earnings, resulting a value of the gross dividend proposed to be distributed to the shareholders, by 6.53844261 RON/share.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

d) The date of payment of dividends due to shareholders, respectively the date of payment of the dividends is 20.07.2017.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

e) The dividends will be paid in RON, the shareholders who are to benefit of dividends being the ones registered in the Shareholders' Register (kept by "Depozitarul Central" S.A.) on the registration date established by the General Meeting of Shareholders. The dividends' payment method will be notified to the shareholders prior to the starting date of such payment. The expenses related to the payment of dividends are borne by the shareholders.

<i>For</i>	<i>Against</i>	<i>Abstention</i>



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4. Approval of the discharge from the administration of CONPET S.A., of the company administrators for the financial year ended on December 31, 2016.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

5. The Annual report of the Nomination and Remuneration Committee regarding the remunerations and other benefits granted to the non – executive administrators and to the Director General – executive administrator, during the financial year 2016, the achievement, on 31.12.2016, of the performance criteria and objectives established in the Administration Contracts / Mandate Contract.

*Note: The document is recommended for the information of the O.G.M.S.*

<i>For</i>	<i>Against</i>	<i>Abstention</i>

6. Approval of the conclusion of an Addendum to the administration contracts concluded by the non – executive administrators with the company, having as object the subcomponent 2 of the variable component of administrators' remuneration for 2017.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

7. Empowerment of a shareholders' representative to sign the Addendum no. 10 (having as object the subcomponent 2 of the variable component of the administrators' remuneration for 2017) to the administration contracts concluded by the non – executive administrators with the company.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

8. Empowerment of the:

a) President of the meeting to sign the O.G.M.S. Resolution;

<i>For</i>	<i>Against</i>	<i>Abstention</i>

b) Chairman of the Board of Administration to apply the O.G.M.S. resolution according to the legal provisions;



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- c) 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, as well as to be granted the right to delegate, to another person, the proxy to perform the above-mentioned diligence.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

9. Approval of the registration date advanced by the Board of Administration, namely July 30, 2017 (serving for the identification of the shareholders who are to be benefit of dividends or other rights and who will be affected by the OGMS Resolution), namely ex-date June 29, 2017.

<i>For</i>	<i>Against</i>	<i>Abstention</i>

**NOTE:**

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

This Correspondence Voting Bulletin contains information in compliance with Law no. 297/2004 and CNVM Regulation no. 6/2009 and the shareholder shall fill in all the registered sections thereof; subsequently, the bulletin shall be submitted to CONPET S.A. headquarters in Ploiesti, no. 1-3, Anul 1848 Street, in order to be registered as having been received at the company's registry no later than 25.04.2017, 10:00 A.M., in closed envelope, with the mention: "BOA and GMS Secretariat Bureau - For the Ordinary General Meeting of Shareholders to be held on 26.04.2017"(Romanian version - "Biroul Secretariat, C.A. si A.G.A. - Pentru Adunarea Generală Ordinară a Acționarilor din data de 26.04.2017"), together with the documents requested in the OGMS Convening Notice.

The Correspondence Voting Bulletin and the supporting documents can be also submitted by electronic extended signature, as per the provisions of Law no. 455/2001 regarding the electronic signature, up to the same above-mentioned date and time, at the e-mail address: [actionariat@conpet.ro](mailto:actionariat@conpet.ro), under the penalty provided at Art. 125 paragraph 3 of Law no.31/1990 regarding companies, subsequent amendments and additions.



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This voting bulletin is only valid in relation to the Ordinary General Meeting of Shareholders convened on 26.04.2017/27.04.2017.

DATE \_\_\_\_\_

SIGNATURE: \_\_\_\_\_ \*\*

Legal Representative: \_\_\_\_\_

Position: \_\_\_\_\_

\*\*shall be signed by the shareholders-natural persons; the shareholders - legal persons shall mention the position of the legal representative, sign and stamp the form.



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