



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

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 OGMS 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. Ploiesti, 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 **Ordinary General Meeting of Shareholders of "CONPET" S.A., convened on 26.04.2017, 10 AM - in first call, respectively on 27.04.2017, 10 AM - in second call**, which will take place at CONPET S.A. headquarters in Ploiesti, 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. Bucuresti, at reference date **13.04.2017**, as follows:



e-mail: conpet@conpet.ro  
www.conpet.ro





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

For	Against	Abstention

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.

For	Against	Abstention

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 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.

For	Against	Abstention

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.

For	Against	Abstention

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.

For	Against	Abstention

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

For	Against	Abstention

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