

DRAFT RESOLUTION**RESOLUTION NO. 1**
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (EGMS)
of “CONPET” S.A.
dated 19.09.2017

The Extraordinary General Meeting of Shareholders of the Company CONPET S.A. headquartered in Ploiești, no. 1-3, Anul 1848 Street, registered at Trade Registry attached to Prahova Law Court under no. J29/6/1991, TIN RO1350020, with a subscribed and paid-up share capital amounting to 28,569,842.40 RON, convened pursuant to Art. 117 of Law no. 31/1990 regarding the companies, republished, subsequent amendments and additions and of the provisions of Article 16 of the updated Articles of Association of the company, following the debates of the shareholders, adopt today, during the meeting dated 19.09.2017 (in first call), the following

RESOLUTION

1. Bynumber of cast votes, approve/disapprove the election of a Secretary of the Extraordinary General Meeting of Shareholders;
2. Bynumber of cast votes, approve/disapprove the sale, by public outcry auction, of the asset Strejnic Sports Facility, made of buildings with a gross building area of 1987.3 m², located in Strejnicu village, Târgșoru Vechi commune, Prahova County, with a starting price of the auction amounting to 2,554,103 RON (556,837 Euro), remaining book value at 30.06.2017.
3. Takes note of the Information prepared by the Economic Direction to the EGMS regarding Decision no. 2170/ 651/ 2013/ 14.06.2017 issued by Romanian Court of Accounts - Prahova Chamber of Accounts, pursuant to which has been agreed upon extending, up to 31.03.2018, the deadline to fulfill the measures I.1, II.2 – 3 of Decision no. 28/ 29.03.2013 of Prahova Chamber of Accounts.



4. Bynumber of cast votes, approve/disapprove the date of **13.10.2017**, advanced by the Board of Administration, as registration date, serving for the identification of the shareholders who will be affected by the EGMS Resolution, respectively **12.10.2017** ex- date.
5. Bynumber of cast votes, approve/disapprove the empowerment of the:
- a) President of the meeting to sign the E.G.M.S. Resolution;
 - b) Chairman of the Board of Administration to enforce the E.G.M.S. resolution according to the legal provisions;
 - c) Director General to perform the necessary diligence in order to register the EGMS 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.

Chairman of the general meeting

DAN WEILER

Representative of the Ministry of Energy

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Technical Secretariate

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Note: The representative of the majority shareholder executes this Resolution based on the Art.18, paragraph (19) of the Articles of Incorporation of "CONPET" S.A..

Resolution no.1/19.09.2017 of the Extraordinary General Meeting of Shareholders of "CONPET" S.A. has been issued in 3 (three) original counterparts.