

## Correspondence Voting Bulletin

### for the Ordinary General Meeting of Shareholders of CONPET S.A. convened on 26.04.2018/27.04.2018

The undersigned \_\_\_\_\_ domiciled  
 in \_\_\_\_\_,  
 identified with ID \_\_\_\_\_ series \_\_\_\_\_ and number \_\_\_\_\_, issued by  
 \_\_\_\_\_ on the date of \_\_\_\_\_ and Personal Identification Number  
 \_\_\_\_\_,

or

the Subscribed \_\_\_\_\_ with registered offices  
 in \_\_\_\_\_, registered at  
 the Trade Register Office attached to Law Court under no. \_\_\_\_\_, tax  
 identification number \_\_\_\_\_, legally<sup>1</sup> represented  
 by \_\_\_\_\_ with Identity bulletin/Identity card/passport \_\_\_\_\_ series  
 \_\_\_\_\_ number \_\_\_\_\_, shareholder of CONPET S.A. at the reference date  
**17.04.2018,**

holder of a number of \_\_\_\_\_ shares issued by CONPET S.A., representing \_\_\_\_\_% from  
 the total number of 8,657,528 CONPET shares, which entitles me to:

- a number of \_\_\_\_\_ ordinary votes in the Ordinary General Meeting of Shareholders, from  
 the total number of 8,657,528 shares issued by CONPET S.A. (to which corresponds a total number of  
 8,657,528 voting rights)

pursuant to Article 18 paragraph (2) of CNVM Regulation no. 6/2009, for the **Ordinary General Meeting of Shareholders convened on 26.04.2018, 09:00 a.m.**, at “CONPET” S.A. headquarters in Ploiesti, no. 1-3, Anul 1848 Street, or at the date of holding the second meeting, in case the first one doesn't take place, pursuant to this voting form, I hereby exercise, my correspondence voting right, as follows:

#### 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<sup>st</sup> ,2017, prepared according to the applicable accounting regulations, based on the Annual Report of the administrators for the financial year 2017 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 2017 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) Approval of the allocation, on the legal destinations, of the net profit left following the deduction of the income tax at December 31<sup>st</sup>, 2017, reinstated with the provision for the employees' share of profit, amounting to 77,356,774 RON, as follows:**

- Other allocations stipulated by law - exemption from the payment of the reinvested income tax: 1,352,092 RON (1.75%);
- Coverage of the retained earnings representing loss: 255,137 RON (0.33%)
- Employees' share of profit: 2,969,000 RON (3.84 %)
- Dividends due to shareholders: 69,621,097 RON (90.00%),
- Profit allocated for the establishment of other reserves – own financing sources: 3,159,448 RON (4.08%),

as well as the approval of the allocation of the retained earnings, representing surplus achieved from revaluation reserves in amount of 5,431,430 RON, for the coverage of the carried-forward loss resulted from the correction of the accounting errors and respectively, the transition to the application of IFRS, less IAS 29, in compliance with the provisions of G.O. 64/2001.

For	Against	Abstention

**b) Settlement of the value of the gross dividend proposed to be distributed to the shareholders, of 8.04168315 RON/share.**

For	Against	Abstention

**c) Settlement of the date of payment of the dividends, respectively the date of 28.06.2018.**

For	Against	Abstention

**d) The dividends will be paid in RON, the shareholders who are to benefit of dividends being the ones registered in the Shareholders' Registry (kept by "Depozitarul Central" S.A.) at the registration date established by the General Meeting of Shareholders, and 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.**

For	Against	Abstention

4. Approval of the discharge from the administration of CONPET S.A. administrators for the financial year ended on December 31<sup>st</sup> 2017.

For	Against	Abstention

5. The annual report of the Nomination and Remuneration Committee regarding the remunerations and other benefits awarded to the administrators and Director General in 2017 financial year, the means to fulfil, at 31.12.2017, the performance criteria and objectives set in the Administration Contracts/the Mandate Contract.

*Note: material submitted for the information of the OGMS.*

6. a) Extension of the current insurance policy of the administrators and the Director General, by addendum, for a period of 3 months, respectively until the date of 31.07.2018 (inclusive of), so as to provide the time required to carry out the procedure for the procurement of a new insurance policy.

For	Against	Abstention

b) Settlement of the maximum limit of the annual insurance premium in the amount of 18,000 Euro / year of insurance, corresponding to an insured minimum amount of 12 million Euro in aggregate for the professional liability insurance of the company's administrators (7) and of the Director General, which is to be concluded by the Company, thus maintaining the limits previously set pursuant to the decision no. 3 /27.03.2014 of the Ordinary General Meeting of Shareholders on the insurance of the administrators of the company.

For	Against	Abstention

7. Information Note to the Ordinary General Meeting of Shareholders, regarding personal data protection measures implemented in the Company CONPET S.A., prepared according to the Letter of the Ministry of Energy holding company's registration no. 9319/09.03.2018.

*Note: material submitted for the information of the OGMS.*

8. Approval of the registration date advanced by the Board of Administration, namely 12.06.2018 (serving to the identification of the shareholders who are to benefit from dividends or other rights and who will be affected by the OGMS decision), respectively ex-date 11.06.2018.

For	Against	Abstention

**9. Empowerment of the:**

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

For	Against	Abstention

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

For	Against	Abstention

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 within the company, the proxy to perform the above-mentioned diligence.

For	Against	Abstention

**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 CNVM Regulation no. 6/2009 and the shareholder shall fill in all the registered sections thereof; subsequently, the Correspondence Voting Bulletin, together with the documents requested in the OGMS Convening Notice shall be submitted, in closed envelope, with the mention: “BOA and GMS Secretariat Bureau - For the Ordinary General Meeting of Shareholders to be held on 26.04.2018”, 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 **25.04.2018, 09:00 a.m.**

The Correspondence Voting Bulletin, together with the requested substantiating documents may 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, to 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 the companies, subsequent amendments and additions.

The shareholder takes full responsibility for the accurate filling of the bulletin and the safe submission of this voting form.

**This voting bulletin is only valid in relation to the Ordinary General Meeting of Shareholders convened on 26.04.2018 (in first call)/27.04.2018 (in second call).**

DATE \_\_\_\_\_

First and last name of the shareholder natural person or of the legal representative of the shareholder legal person.  
(in print, in capital letters)

2 \_\_\_\_\_

3 \_\_\_\_\_

(signature)

**NOTE:**

- <sup>1</sup> The legal representative capacity is being ascertained based on the list of shareholders at the reference/registration date, received from Depozitarul Central.
- <sup>2</sup> In case of the shareholder legal person, shall be mentioned the capacity of the legal representative.
- <sup>3</sup> In case of the shareholder legal person, a valid stamp will be applied.