

DRAFT RESOLUTION

RESOLUTION NO. 7

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS)

of “CONPET” S.A.

dated 18.12.2018

The Ordinary 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 the provisions of Law no. 31/1990 regarding the companies, republished, subsequent amendments and additions, as well as the applicable legislation regarding the capital market and issuers of financial instruments and market operations, corroborated with 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 18.12.2018 (in first call), the following

RESOLUTION

Art. 1 1. Approves the election of Mrs/Mras Secretary of the Ordinary General Meeting of Shareholders;

Art. 2 The approval of financial and non-financial performance indicators, which will be annex to the administrators mandate contracts (may be mentioned).

Art. 3 Approves the amount of the variable component of the administrators’ remuneration, respectively 156,264 RON representing 12 monthly fix gross allowances for every year of mandate (13.022 x 12), by the observance of the means of calculations and the awarding which will be provided in the addendum to the mandate contracts.

Art. 4 Approval of the conclusion of the addendum to the contracts of mandate of the administrators in capacity, having as scope:

a) the financial and non-financial performance indicators for the period of the contract of mandate, respectively the key performance indicators based on which is being determined and awarded the variable component of the administrators' remuneration.

b) the exchange value of the variable component of the administrators' remuneration, the means to calculate and award the remuneration.

Art. 5 Appointment of the representative of the Ministry of Energy / Mr.to sign the addendum to the contracts of mandate concluded with the administrators in capacity of the Company "CONPET" S.A..

Art. 6 Approves the general limits of the remuneration of the Director General and Economic Director, as follows: for the Director General: the fixed allowance within the limits of the amount of 33,000 RON and the variable component within the limits of 396,000 RON; for the Economic Director: fixed allowance within the limits of the amount of 27,000 RON and the variable component within the limits of 270,000 RON.

Art. 7 Approval of the registration date 15.01.2019 proposed by the Board of Administration, with ex-date 14.01.2019.

Art. 8 Approves the Empowerment:

- a) of the President of the Ordinary General Meeting of Shareholders to sign the OGMS Resolution;
- b) of the Director General to perform the necessary diligence in order to register this OGMS Resolution, as well as to be granted the right to delegate the mandate to another person in relation to The Trade Register Office attached to Prahova Law Court.

Chairman of the General Meeting

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Representative of the Ministry of Energy

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Technical Secretariate

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