



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



No. 6585 / 18.02.2019

**Current Report no. 4/ 2019**

**As per Law no. 24/ 2017 and ASF Regulation no. 5/2018**

Date of the report:	18.02.2019
Name of the issuing entity:	CONPET S.A. Ploiești
Registered offices:	No. 1-3, Anul 1848 Street, Ploiesti
Telephone/facsimile/email:	0244/ 401360/ 516451/ 402385/ <u>actionariat@conpet.ro</u>
Tax Identification Number:	1350020
No. at the Trade Registry:	J29/6/22.01.1991
Subscribed and paid-up share capital:	28,569,842.40 RON
Total number of shares:	8,657,528 nominative shares
The regulated market where the issued securities are being traded:	B.S.E., PREMIUM Category

**Reporting significant events:**

- I. The call of OGMS for the date of 26.03.2019 (in first call)/ 27.03.2019 (in second call), 10:00 a.m.
- II. The call of EGMS for the date of 26.03.2019 (in first call)/ 27.03.2019 (in second call), 11:00 a.m.
- III. Appointment of the Deputy Director General of the company.

I. - II. The OGMS and EGMS convening notice for the date of 26.03.2019 (in first call)/ 27.03.2019 (in second call), 10:00 a.m., respectively 11:00 a.m.

Following the decision of the Board of Administration meeting dated 18.02.2019, the company CONPET S.A. informs the investing public on the call of OGMS and EGMS for the date of 26.03.2019 (in first call)/ 27.03.2019 (in second call).

The OGMS is being convened for the date of 26.03.2019 (in first call)/ 27.03.2019 (in second call), at 10:00 a.m., at the company's registered offices, located in Ploiești, no. 1-3, Anul 1848 Street. The reference date of OGMS is 15.03.2019. The registration date advanced by the Board of Administration for the meeting is 12.04.2019, the settlement of the date 11.04.2019 as ex-date related to OGMS.



e-mail: [conpet@conpet.ro](mailto:conpet@conpet.ro)  
[www.conpet.ro](http://www.conpet.ro)





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**The OGMS convening notice includes the following Agenda:**

1. Election of a Secretary of the Ordinary General Meeting of Shareholders.
2. Transaction approval with the S.N.T.F.M “CFR MARFĂ” S.A. that will result in the conclusion of a contract having as object “Transport services by rail of oil and rich gas from the loading ramps to the destinations set by CONPET S.A.”.
3. Approval of the registration date 12.04.2019 advanced by the Board of Administration, with ex-date 11.04.2019.
4. 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 the present OGMS Resolution, publish it 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.

**The EGMS is being convened for the date of 26.03.2019 (in first call)/ 27.03.2019 (in second call), at 11:00 a.m., at the company’s registered offices, located in Ploiești, no. 1-3, Anul 1848 Street. The reference date of EGMS is 15.03.2019. The registration date advanced by the Board of Administration for the meeting is 12.04.2019, the settlement of the date 11.04.2019 as ex-date related to EGMS.**

**The EGMS convening notice includes the following Agenda:**

1. Election of a Secretary of the Extraordinary General Meeting of Shareholders.
2. Approval of the initiation of the procedure for the augmentation of the share capital of the company CONPET S.A. by the value of the land plots held based on 48 land ownership certificates and approval of the formulation of a request to the Trade Register office attached to Prahova Law Court for the appointment of an authorized appraiser for the evaluation of the land plots in total surface of 554,537.61 sqm., corresponding to the 48 land ownership certificates, in view of augmentation of the share capital of CONPET S.A.
3. Approval of the registration date 12.04.2019 advanced by the Board of Administration, with ex-date 11.04.2019.



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#### 4. The Empowerment:

- a) of the President of the Extraordinary General Meeting of Shareholders to sign the EGMS Resolution;
- b) of the Director General to perform the necessary diligence in order to register the present EGMS Resolution, publish it 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.

### III. The Appointment of the Deputy Director General of the Company

Following the performance of the recruitment and selection procedure of the Deputy Director General carried out as per the provisions of EGO no.109/ 2011 *on the corporate governance of the public enterprises*, the Board of Administration has approved, by Decision no.5/18.02.2019, the appointment of Mrs. Dumitrache Mihaela - Anamaria in the capacity of Deputy Director General starting 18.02.2019, with a mandate of 4 years, namely until 17.02.2023 (inclusive of), delegating the management of the company according to the legal provisions in force and the mandate Contract.

*We hereby attach to this current report the OGMS and EGMS Convening notices called for the date of 26.03.2019 (27.03.2019).*

**Director General**  
Eng. Timur – Vasile CHIȘ  
S.s. Illegible, Stamp



e-mail: [conpet@conpet.ro](mailto:conpet@conpet.ro)  
[www.conpet.ro](http://www.conpet.ro)



## CONVENING NOTICE

### **The Board of Administration (BoA) of the company “CONPET” S.A.**

unitary-system administered company incorporated and functioning according to the applicable Romanian legislation, registered at the Trade Registry Office attached to Prahova Law Court under no. J29/6/1991, tax registration number RO 1350020, headquartered in Ploiești, No. 1-3, Anul 1848 Street, with a subscribed and paid-in capital amounting to 28,569,842.40 RON (hereinafter called “CONPET” S.A. or “Company”), in compliance with the provisions of Law no.31/1990 on the companies, republished, subsequent amendments and completions, of ASF Regulation no.5/2018 on issuers of financial instruments and market operations, of Law no.24/2017 on issuers of financial instruments and market operations and other applicable documents, as well as with the Articles of Incorporation of the Company, summoned in the Board of Administration meeting dated 18.02.2019.

### CONVENES

#### **THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS)**

for the date of **26.03.2019, 10:00 AM**, which will take place at the Company’s headquarters in Ploiesti, No. 1-3, Anul 1848 Street, Prahova County, to which have the right to participate and vote only the persons acting as shareholders, respectively they are registered in the Company’s Shareholders’ Registry at the end of the reference date **15.03.2019**, with the following:

#### AGENDA

1. Election of a Secretary of the Ordinary General Meeting of Shareholders.
2. Transaction approval with the S.N.T.F.M “CFR MARFĂ” S.A. that will result in the conclusion of a contract having as its object “Transport services by rail of oil and rich gas from the loading ramps to the destinations set by CONPET S.A.”.
3. Approval of the registration date 12.04.2019 advanced by the Board of Administration, with ex-date 11.04.2019.
4. 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 the present OGMS Resolution, publish it 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.

In case that, in first call of the OGMS, respectively **26.03.2019, 10.00 A.M.**, have not been accomplished the quorum/validity conditions stipulated by law and the Articles of Incorporation for the carry out of the general meeting, the OGMS is being convened for the date of **27.03.2019, 10:00 AM**, at the Company's headquarters in Ploiești, No. 1-3, Anul 1848 Street, with the same Agenda.

At OGMS (in first call/in second call) have the right to participate and vote only shareholders who are registered as "CONPET" S.A. shareholders on **15.03.2019 (the reference date)**, in the Company's Shareholders Registry held and issued by Depozitarul Central S.A..

The OGMS draft resolution and the meeting materials related to the Agenda of the OGMS shall be made available to the shareholders at the Company (BoA and GMS Secretariat Bureau), for review thereof, starting **22.02.2019**, during working days, between 8:00–14:30.

All materials for the general meeting will be published also on the Company's web page, in Romanian and English, at the address [www.conpet.ro](http://www.conpet.ro), section **"Investor Relations/GMS Documents section – GMS Documents" – OGMS dated 26.03.2019..**

One or more shareholders, representing, individually or collectively, at least 5% of the Company's share capital, have the right to:

- 1) introduce new items on the Agenda of the OGMS, provided that every item be attached by a substantiation or a draft decision proposed to be adopted by the general meeting, the requests following to be received by "CONPET" S.A., in no more than 15 days as of the convening notice publishing date, namely the date of 07.03.2019, 10.00 A.M.
- 2) submit draft resolutions for the items included or proposed to be included on the Agenda of general meeting, the requests following to be received by "CONPET" S.A. in no more than 15 days as of the convening notice publishing date, namely the date of 07.03.2019, 10:00 AM.

In case the act of exercising one's right to introduce new items on the Agenda of the general meeting determines the amendment of the Agenda of the published Convening Notice, the Company will make all due diligence to republish the OGMS Convening Notice considering the complemented/revised Agenda, prior to the reference date of 15.03.2019.

In case the Agenda of the General meeting is being complemented/revised and the shareholders fail to submit the updated special empowerment forms and/or the correspondence voting bulletins, the special empowerments and the correspondence voting bulletins submitted prior to the complementation/revision of the Agenda will be considered exclusively for the items herein included in the complemented/revised Agenda.

The requests regarding the introduction of items on the OGMS Agenda and substantiation or draft resolutions for the items included or proposed to be included on the Agenda of the OGMS must be formulated in writing by the Board of Administration, in compliance with the aforementioned deadlines and shall be submitted by any form of courier service with receipt of confirmation, directly to "CONPET" S.A., headquartered in Ploiesti, No. 1-3, Anul 1848 Street Prahova County, in closed envelope or by email with incorporated, extended electronic signature as per law no. 455/2001 regarding the electronic signature, at the address [actionariat@conpet.ro](mailto:actionariat@conpet.ro), with the mention **"BOA and GMS Secretariate Bureau - for the Ordinary General Meeting of Shareholders dated 26.03.2019"**.

The Company's shareholders, notwithstanding their contribution to the share capital, have the right to address questions in writing, in Romanian or English, regarding the items on the agenda of the OGMS, these questions will be, then, submitted and registered to the Company's headquarters in Ploiesti, 1-3 Anul 1848 Street Prahova, by any form of courier service with receipt of confirmation, directly to "CONPET" S.A., headquartered in Ploiesti, No. 1-3, Anul 1848 Street Prahova County, in closed envelope or by email with incorporated, extended electronic signature as per law no. 455/2001 regarding the electronic signature, at the address [actionariat@conpet.ro](mailto:actionariat@conpet.ro), up to **15.03.2019, 10:00 AM**, with the mention **"BOA and GMS Secretariate Bureau - For the Ordinary General Meeting of Shareholders dated 26.03.2019"**.

In order to identify the shareholder natural person, or, as the case may be, the legal representative of the shareholder legal person or entity bearing no legal personality, addressing questions, making proposals for the complementation of the Agenda or advancing draft resolutions, they will have to attach to the named request also copies of the documents asserting their identity.

The answers to the addressed questions will be published on the Company's website at [www.conpet.ro](http://www.conpet.ro), section "Investor Relations - Trading Information - FAQ", as well as in the section **"Investor Relations/ GMS Documents" - OGMS dated 26.03.2019**.



At OGMS (in first call/in second call) may take part and vote only the shareholders registered in the consolidated Registry of Company Shareholders held by Depozitarul Central S.A. at the reference date **15.03.2019**, in person or by representatives, based on a special or general empowerment, as per the legal provisions.

The special and general empowerment will be available, as of **22.02.2019**, in Romanian and English language, at the company headquarters and in electronic format on its webpage, at the address [www.conpet.ro](http://www.conpet.ro), section **“Investor Relations/GMS Documents” - OGMS dated 26.03.2019**.

The special empowerment may be granted to any person for representation in only one general meeting and includes specific voting instructions from the shareholder, with the clear mention of the voting option for every item from the Agenda of the Ordinary General Meeting of Shareholders.

In case of discussing within the OGMS, in compliance with the legal provisions, of certain items not included on the published agenda, the empowered person may vote on these according to the interest of the represented shareholder.

The shareholder may grant a general empowerment valid for a period that will not exceed 3 years, allowing his representative to vote in all aspects under the debate of general meetings of shareholders of one or more issuers identified in the empowerment, individually or by general formulation related to a certain category of issuers, including what relates to the acts of disposition, provided that the empowerment be granted by the shareholder, as client, to an intermediary defined according to the provisions of art. 2 para. (1) item 20 from Law no. 24/ 2017 or to an attorney.

The original special empowerment, signed and stamped, as the case may be, as well as the signed general empowerment, before its first use, in copy, with the mention of conformity with the original under the signature of the legal representative and accompanied by the affidavit in original, signed and stamped, as the case may be, given by the legal representative of the intermediary or by the attorney who received the power of attorney for representation by general empowerment, where from to result that the power of attorney is granted by that shareholder, as client, to the intermediary or attorney, as the case may be, and that the empowerment is signed by the shareholder, including by annexing the extended electronic signature, if applicable, as well as the mandate received by the Order of the Minister of Energy for the participation of the state representative in the General

Meeting of Shareholders, in original, shall be submitted, in Romanian or English language, at “CONPET” S.A. headquartered in Ploiesti, No. 1-3, Anul 1848 Street Prahova County, within at least 24 hours prior to the meeting, namely until **25.03.2019, 10:00 AM**, in closed envelope, with the mention: **“BOA and GMS Secretariat Bureau” - For the Ordinary General Meeting of Shareholders dated 26.03.2019**, or can be submitted by incorporated 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 by Art. 125, paragraph 3 of Law no.31/1990 regarding companies, subsequent amendments and additions.

If the shareholder is represented by a credit institution performing custody services, it may vote in the general meeting of shareholders based on the voting instructions received by electronic communication means, without being necessary to draw up the special or general empowerment by the shareholder. The custodian votes in the OGMS exclusively according to and within the limit of instructions received from its clients with the capacity of shareholders at the reference date 15.03.2019.

The Company’s shareholders may also vote by correspondence, before the OGMS, using the correspondence voting bulletin available in Romanian and English, starting **22.02.2019** at the Company headquarters and in electronic format on its webpage, at the address [www.conpet.ro](http://www.conpet.ro) section **“Investor Relations/GMS Documents” - OGMS dated 26.03.2019**.

The correspondence voting bulletins must be filled in and signed by the shareholders – natural persons and accompanied by the copy of the identity card of the shareholder signed according to the original by the holder of the identity card/filled in and signed by the legal representative of the shareholder – legal person, accompanied by the official document asserting its capacity of legal representative.

The capacity of shareholder, as well as, in case of shareholders – legal persons or entities without legal personality, legal representative is proved based on the list of shareholders on the reference/registration date, received by the Company from Depozitarul Central S.A. or, as the case may be, for different reference/registration data, based on the following documents submitted to the Company by the shareholder, issued by Depozitarul Central S.A. or by the participants defined in accordance with the legislation on the capital market, providing custody services:



- a) the bank statement which certifies the capacity of shareholder and number of held shares;
- b) the documents certifying the registration of information concerning the legal representative at Depozitarul Central S.A./respective participants.

The documents attesting the capacity of legal representative, drawn up in a foreign language, other than English, will be accompanied by the translation carried out by an authorized translator in Romanian or English language. The legalization or apostillation of documents certifying the capacity of legal representative of the shareholder is not necessary.

The correspondence voting bulletins, accompanied by legal documents, will be submitted in original, in Romanian or English language, by any form of courier services with acknowledgment of receipt, directly to “CONPET” S.A. headquartered in Ploiesti, No. 1-3, Anul 1848 Street, Prahova County, in closed envelope or by email with incorporated, extended electronic signature as per law no. 455/2001 regarding the electronic signature, at the address [actionariat@conpet.ro](mailto:actionariat@conpet.ro), up to **25.03.2019, 10.00 AM**, with the mention **“BOA and GMS Secretariate Bureau - For the Ordinary General Meeting of Shareholders dated 26.03.2019”**.

The correspondence voting bulletins/special or general empowerments that are not received at the Company’s Headquarters within the indicated terms will not be taken into account for determining the quorum and majority in the Ordinary General Meeting of Shareholders.

Additional information can be obtained from “CONPET” S.A. headquarters in Ploiesti, No. 1-3, Anul 1848 Street, BOA and GMS Secretariat Bureau, tel. no. 0244.401.360/2655, 2579, fax 0244.516.451, between 08.00 A.M. - 14.30 P.M., e-mail: [actionariat@conpet.ro](mailto:actionariat@conpet.ro).

**CHAIRMAN OF THE BOARD OF ADMINISTRATION**  
**CRISTIAN - FLORIN GHEORGHE**

## CONVENING NOTICE

### **The Board of Administration (BoA) of the company CONPET S.A.**

unitary-system administered company incorporated and functioning according to the applicable Romanian legislation, registered at the Trade Registry Office attached to Prahova Law Court under no. J29/6/1991, tax registration number RO 1350020, headquartered in Ploiești, No. 1-3, Anul 1848 Street, with a subscribed and paid-in capital amounting to 28,569,842.40 RON (hereinafter called "CONPET" S.A. or "Company"), in compliance with the provisions of Law no.31/1990 on the companies, republished, subsequent amendments and completions, of ASF Regulation no.5/2018 on issuers of financial instruments and market operations, of Law no.24/2017 on issuers of financial instruments and market operations and other applicable documents, as well as with the Articles of Incorporation of the Company, summoned in the Board of Administration meeting dated 18.02.2019.

## CONVENES

### **THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (EGMS)**

for the date of **26.03.2019, 11:00 AM**, which will take place at the Company's headquarters in Ploiesti, No. 1-3, Anul 1848 Street, Prahova County, to which have the right to participate and vote only the persons acting as shareholders, respectively they are registered in the Company's Shareholders' Registry at the end of the reference date **15.03.2019**, with the following:

## AGENDA

1. Election of a Secretary of the Extraordinary General Meeting of Shareholders.
2. Approval of the initiation of the procedure for the augmentation of the share capital of the company CONPET S.A. by the value of the land plots held based on 48 land ownership certificates and approval of the formulation of a request to the Trade Register office attached to Prahova Law Court for the appointment of an authorized appraiser for the evaluation of the land plots in total surface of 554,537.61 sqm., corresponding to the 48 land ownership certificates, in view of augmentation of the share capital of CONPET S.A.
3. Approval of the registration date 12.04.2019 advanced by the Board of Administration, with ex-date 11.04.2019.



#### 4. The Empowerment:

- a) of the President of the Extraordinary General Meeting of Shareholders to sign the EGMS Resolution;
- b) of the Director General to perform the necessary diligence in order to register the present EGMS Resolution, publish it 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.

In case that, in first call of the EGMS, respectively **26.03.2019, 11.00 A.M.**, have not been accomplished the quorum/validity conditions stipulated by law and the Articles of Incorporation for the carry out of the general meeting, the EGMS is being convened for the date of **27.03.2019, 11:00 AM**, at the Company's headquarters in Ploiești, No. 1-3, Anul 1848 Street, with the same Agenda.

At EGMS (in first call/in second call) have the right to participate and vote only shareholders who are registered as "CONPET" S.A. shareholders on **15.03.2019 (the reference date)**, in the Company's Shareholders Registry held and issued by Depozitarul Central S.A..

The EGMS draft resolution and the meeting materials related to the Agenda of the EGMS shall be made available to the shareholders at the Company (BoA and GMS Secretariat Bureau), for review thereof, starting **22.02.2019**, during working days, between 8:00–14:30.

All materials for the general meeting will be published also on the Company's web page, in Romanian and English, at the address [www.conpet.ro](http://www.conpet.ro), section **"Investor Relations/GMS Documents section – GMS Documents" – EGMS dated 26.03.2019..**

One or more shareholders, representing, individually or collectively, at least 5% of the Company's share capital, have the right to:

- 1) introduce new items on the Agenda of the EGMS, provided that every item be attached by a substantiation or a draft decision proposed to be adopted by the general meeting, the requests following to be received by "CONPET" S.A., in no more than 15 days as of the convening notice publishing date, namely the date of 07.03.2019, 11.00 A.M.
- 2) submit draft resolutions for the items included or proposed to be included on the Agenda of general meeting, the requests following to be received by "CONPET" S.A. in no more than 15 days as of the convening notice publishing date, namely the date of 07.03.2019, 11:00 AM.

In case the act of exercising one's right to introduce new items on the Agenda of the general meeting determines the amendment of the Agenda of the published Convening Notice, the Company will make all due diligence to republish the EGMS Convening Notice considering the complemented/revised Agenda, prior to the reference date of 15.03.2019.

In case the Agenda of the General meeting is being complemented/revised and the shareholders fail to submit the updated special empowerment forms and/or the correspondence voting bulletins, the special empowerments and the correspondence voting bulletins submitted prior to the complementation/revision of the Agenda will be considered exclusively for the items herein included in the complemented/revised Agenda.

The requests regarding the introduction of items on the EGMS Agenda and substantiation or draft resolutions for the items included or proposed to be included on the Agenda of the EGMS must be formulated in writing by the Board of Administration, in compliance with the aforementioned deadlines and shall be submitted by any form of courier service with receipt of confirmation, directly to "CONPET" S.A., headquartered in Ploiesti, No. 1-3, Anul 1848 Street Prahova County, in closed envelope or by email with incorporated, extended electronic signature as per law no. 455/2001 regarding the electronic signature, at the address [actionariat@conpet.ro](mailto:actionariat@conpet.ro), with the mention **"BOA and GMS Secretariate Bureau - for the Extraordinary General Meeting of Shareholders dated 26.03.2019"**.

The Company's shareholders, notwithstanding their contribution to the share capital, have the right to address questions in writing, in Romanian or English, regarding the items on the agenda of the EGMS; these questions will be, then, submitted and registered to the Company's headquarters in Ploiesti, 1-3 Anul 1848 Street Prahova, by any form of courier service with receipt of confirmation, directly to "CONPET" S.A., headquartered in Ploiesti, No. 1-3, Anul 1848 Street Prahova County, in closed envelope or by email with incorporated, extended electronic signature as per law no. 455/2001 regarding the electronic signature, at the address [actionariat@conpet.ro](mailto:actionariat@conpet.ro), up to **15.03.2019, 11:00 AM**, with the mention **"BOA and GMS Secretariate Bureau - For the Extraordinary General Meeting of Shareholders dated 26.03.2019"**.

In order to identify the shareholder natural person, or, as the case may be, the legal representative of the shareholder legal person or entity bearing no legal personality, addressing



questions, making proposals for the complementation of the Agenda or advancing draft resolutions, they will have to attach to the named request also copies of the documents asserting their identity.

The answers to the addressed questions will be published on the Company's website at [www.conpet.ro](http://www.conpet.ro), section "Investor Relations - Trading Information - FAQ", as well as in the section **"Investor Relations/ GMS Documents" - EGMS dated 26.03.2019.**

At EGMS (in first call/in second call) may take part and vote only the shareholders registered in the consolidated Registry of Company Shareholders held by Depozitarul Central S.A. at the reference date **15.03.2019**, in person or by representatives, based on a special or general empowerment, as per the legal provisions.

The special and general empowerment will be available, as of **22.02.2019**, in Romanian and English language, at the company headquarters and in electronic format on its webpage, at the address [www.conpet.ro](http://www.conpet.ro), section **"Investor Relations/GMS Documents" - EGMS dated 26.03.2019.**

The special empowerment may be granted to any person for representation in only one general meeting and includes specific voting instructions from the shareholder, with the clear mention of the voting option for every item from the Agenda of the Extraordinary General Meeting of Shareholders.

In case of discussing within the EGMS, in compliance with the legal provisions, of certain items not included on the published agenda, the empowered person may vote on these according to the interest of the represented shareholder.

The shareholder may grant a general empowerment valid for a period that will not exceed 3 years, allowing his representative to vote in all aspects under the debate of general meetings of shareholders of one of more issuers identified in the empowerment, individually or by general formulation related to a certain category of issuers, including what relates to the acts of disposition, provided that the empowerment be granted by the shareholder, as client, to an intermediary defined according to the provisions of art. 2 para. (1) item 20 from Law no. 24/ 2017 or to an attorney.

The original special empowerment, signed and stamped, as the case may be, as well as the signed general empowerment, before its first use, in copy, with the mention of conformity with the original under the signature of the legal representative and accompanied by the affidavit in original, signed and stamped, as the case may be, given by the legal representative of the intermediary or by

the attorney who received the power of attorney for representation by general empowerment, where from to result that the power of attorney is granted by that shareholder, as client, to the intermediary or attorney, as the case may be, and that the empowerment is signed by the shareholder, including by annexing the extended electronic signature, if applicable, as well as the mandate received by the Order of the Minister of Energy for the participation of the state representative in the General Meeting of Shareholders, in original, shall be submitted, in Romanian or English language, at “CONPET” S.A. headquartered in Ploiesti, No. 1-3, Anul 1848 Street Prahova County, within at least 24 hours prior to the meeting, namely until **25.03.2019, 11:00 AM**, in closed envelope, with the mention: **“BOA and GMS Secretariat Bureau“ - For the Extraordinary General Meeting of Shareholders dated 26.03.2019**, or can be submitted by incorporated 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 by Art. 125, paragraph 3 of Law no.31/1990 regarding companies, subsequent amendments and additions.

If the shareholder is represented by a credit institution performing custody services, it may vote in the general meeting of shareholders based on the voting instructions received by electronic communication means, without being necessary to draw up the special or general empowerment by the shareholder. The custodian votes in the EGMS exclusively according to and within the limit of instructions received from its clients with the capacity of shareholders at the reference date 15.03.2019.

The Company's shareholders may also vote by correspondence, before the EGMS, using the correspondence voting bulletin available in Romanian and English, starting **22.02.2019** at the Company headquarters and in electronic format on its webpage, at the address [www.conpet.ro](http://www.conpet.ro) section **“Investor Relations/GMS Documents” - EGMS dated 26.03.2019**.

The correspondence voting bulletins must be filled in and signed by the shareholders – natural persons and accompanied by the copy of the identity card of the shareholder signed according to the original by the holder of the identity card/filled in and signed by the legal representative of the shareholder – legal person, accompanied by the official document asserting its capacity of legal representative.



The capacity of shareholder, as well as, in case of shareholders – legal persons or entities without legal personality, legal representative is proved based on the list of shareholders on the reference/registration date, received by the Company from Depozitarul Central S.A. or, as the case may be, for different reference/registration data, based on the following documents submitted to the Company by the shareholder, issued by Depozitarul Central S.A. or by the participants defined in accordance with the legislation on the capital market providing custody services:

- a) the bank statement which certifies the capacity of shareholder and number of held shares;
- b) the documents certifying the registration of information concerning the legal representative at Depozitarul Central S.A./respective participants.

The documents attesting the capacity of legal representative, drawn up in a foreign language, other than English, will be accompanied by the translation carried out by an authorized translator in Romanian or English language. The legalization or apostillation of documents certifying the capacity of legal representative of the shareholder is not necessary.

The correspondence voting bulletins, accompanied by legal documents, will be submitted in original, in Romanian or English language, by any form of courier services with acknowledgment of receipt, directly to “CONPET” S.A. headquartered in Ploiesti, No. 1-3, Anul 1848 Street Prahova County, in closed envelope or by email with incorporated, extended electronic signature as per law no. 455/2001 regarding the electronic signature, at the address [actionariat@conpet.ro](mailto:actionariat@conpet.ro), up to **25.03.2019, 11.00 AM**, with the mention **“BOA and GMS Secretariate Bureau - For the Extraordinary General Meeting of Shareholders dated 26.03.2019”**.

The correspondence voting bulletins/special or general empowerments that are not received at the Company’s Headquarters within the indicated terms will not be taken into account for determining the quorum and majority in the Extraordinary General Meeting of Shareholders.

Additional information can be obtained from “CONPET” S.A. headquarters in Ploiesti, No. 1-3, Anul 1848 Street, BOA and GMS Secretariat Bureau, tel. no. 0244.401.360 /2655, 2579, fax 0244.516.451, between 08.00 A.M. - 14.30 P.M., e-mail: [actionariat@conpet.ro](mailto:actionariat@conpet.ro).

**CHAIRMAN OF THE BOARD OF ADMINISTRATION**  
**CRISTIAN - FLORIN GHEORGHE**