

SPECIAL EMPOWERMENT

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS¹

The undersigned.....

(First and last name 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 legal representative capacity is being ascertained based on the list of shareholders at the reference date, received from Depozitarul Central)

PIN....., Identified with Identity card/ Passport... series.....number....., issued

by.....on.....,having

domicile.....

.....

.....(full address),

owner of a number of.....shares issued by “CONPET” SA, representing.....% out of the total number of 8,657,528 “CONPET” S.A shares, which entitles me to a number of _____ voting rights in the Extraordinary General Meeting of Shareholders representing, from the total number of 8,657,528 shares issued by “CONPET” S.A

I hereby empower

(name and surname /name of the representative whom the empowerment is granted to)

domiciled in/headquartered in.....

.....

Personal Identification Number....., identified with ID/Passport series.....no.....issued by

(for the representatives natural persons)

(for the representatives natural persons)

Fiscal Identification Code

(for the representatives legal persons)

to represent me in **the Extraordinary General Meeting of Shareholders of “CONPET” S.A. convened on 26.03.2019, 11:00 AM**, 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 doesn't take place, to exercise the voting right related to my holding of shares registered in the Shareholders' Registry by Depozitarul Central S.A. Bucharest, at the reference date **15.03.2019**, as follows:

1. Election of a Secretary of the Extraordinary General Meeting of Shareholders.

| For | Against | Abstention |
|------------|----------------|-------------------|
| | | |

2. a) Approval of the initiation of the procedure for the augmentation of the share capital of CONPET S.A. by the value of the land plots held based on 48 land ownership certificates;

| For | Against | Abstention |
|------------|----------------|-------------------|
| | | |

and

b) the approval of the formulation of a request to the Trade Office Register 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.

| For | Against | Abstention |
|------------|----------------|-------------------|
| | | |

3. Approval of the registration date 12.04.2019 advanced by the Board of Administration, with ex-date 11.04.2019.

| For | Against | Abstention |
|------------|----------------|-------------------|
| | | |

4. The Empowerment:

a) of the President of the Extraordinary General Meeting of Shareholders to sign the EGMS Resolution;

| For | Against | Abstention |
|------------|----------------|-------------------|
| | | |

B) of the Director General to perform the necessary diligence in order to register this EGMS Resolution, as well as to be granted the right to delegate the proxy to another person, in relation to the Trade Register Office attached to Prahova Law Court.

| For | Against | Abstention |
|------------|----------------|-------------------|
| | | |

NOTE: As per Art. 201 of ASF (Financial Supervisory Authority) Regulation no. 5/2018, regarding the issuers of financial instruments and market operations, at every point of the Agenda of the General Meeting, the shareholder will express the “For” or “Against” vote, or, as the case may be, mention (check) “Abstention”. The other boxes shall remain blank.

The Special Empowerment is prepared in three original counterparts, out of which: 1 original copy shall be submitted, along with the documents requested in the EGMS Convening Notice, by at least 24 hours prior to the general meeting, respectively the date of **25.03.2019, 11.00 AM**, to CONPET S.A. headquarters in Ploiesti, no. 1-3, Anul 1848 street, in closed envelope, with the mention: “BOA and GMS Secretariat Bureau - For the Extraordinary General Meeting of Shareholders to be held on 26.03.2019”; the representative will be present at the general meeting of shareholders with the second original copy and the third original copy will remain to the represented shareholder.

The Special Empowerment, together with the requested supporting documents, can be also submitted by electronic extended signature, as per the provisions of Law no. 455/2001 regarding the electronic signature, up to the date and time mentioned in the EGMS Convening notice, to the e-mail address: actionariat@conpet.ro, under the penalty provided by Art. 125 paragraph 3 of Law no.31/1990 regarding companies, subsequent amendments and additions.

This special empowerment is only valid in relation to the Extraordinary General Meeting of Shareholders convened on 26.03.2019 (in the first call)/27.03.2019 (in the second call).

DATE _____

NAME AND SURNAME _____

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

SIGNATURE _____

(name and surname of the shareholder natural person or signature and stamp for the legal representative of the shareholder legal person)

Note:

¹The content is compliant with ASF Regulation no. 5/2018, further amendments and completions.