

Correspondence Voting Bulletin
for the Extraordinary General Meeting of Shareholders of “CONPET” S.A.”
convened for 04.07.2019/05.07.2019

The Undersigned _____, domiciled in _____

identified with ID _____ series _____ number _____, issued by _____ on the date of _____ and Personal Identification Number _____, holder of _____ shares issued by CONPET S.A., representing _____% from the total number of 8,657,528 shares of CONPET S.A., which entitles me to a number of _____ voting rights in the Extraordinary General Meeting of Shareholders representing _____% from the total of 8,657,528 shares issued by CONPET S.A.

or

The **Undersigned** _____ with _____ registered offices in _____, registered at the Trade Registry Office attached to Court _____ under no. _____, tax registration number _____, holder of _____ shares issued by “CONPET” S.A., representing _____% from the total number of 8,657,528 shares of “CONPET” S.A., which entitles me to a number of _____ voting rights in the Extraordinary General Meeting of Shareholders representing _____ from the total of 8,657,528 shares issued by “CONPET” S.A. legally represented 1 by _____

_____, acting as _____, holder of Identity card/ Passport _____ series _____ no. _____,

pursuant to Article 208 paragraphs (2) and (3) of ASF Regulation no. 5/2018, I hereby exercise the correspondence voting right for the **Extraordinary General Meeting of Shareholders** which will take place on 04.07.2019, 10:00 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 one doesn't take place, as follows:

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

For	Against	Abstention

2. Approval of the augmentation of the share capital by the maximum value of 101,763,954.60 RON representing contributions in kind (lands) amounting to 59,751,935.10 RON and cash amounting to 42,012,019.50 RON from the current value of 28,569,842.40 RON to a maximum of 130,333,797 RON by issuing a maximum of 30,837,562 new shares, nominative, dematerialized, at a price of 3.3 RON/share, equal to the nominal value, without share premium, of which:

(i) 18,106,647 new shares in amount of 59,751,935.10 RON representing the contribution in kind of the Romanian State by representative the Ministry of Energy with lands covering 554,537.61 sq. m in total subject to 48 land ownership certificates for which CONPET has obtained, during 2001-2005 land ownership certificates.

(ii) 12,730,916 new shares in amount of 42,012,019.50 RON that will be offered, within the exercise of the preemption right, for subscription in exchange of the contribution in kind of the Romanian State by representative the Ministry of Energy to the other CONPET shareholders, namely to the persons entitled as shareholder at the registration date, in view of maintaining the shareholding held within CONPET at the registration date.

For	Against	Abstention

Note:

CONPET shareholders will be able to exercise the preemption rights within maximum one-month time as of the date mentioned in the prospectus, date subsequent to the registration date and the publishing date of the resolution of the Extraordinary General Meeting of Shareholders in the Official Gazette of Romania, Part IV, namely they will be entitled to subscribe a number of shares proportional to the number of shares held at the registration date.

The number of preemptive rights is equal to the number of shares registered in the shareholder register of CONPET SA at the registration date.

The new shares will be offered for subscription at the nominal values, namely 3.3 RON/share without share premium. The subscription rate will be of 3.561936 determined by the ration between the maximum number of new shares issued for the exercising of the preemption right (30,837,562 shares) and the total number of shares held by the shareholders in the existing share capital (8,567,528 shares). Therefore, each shareholder recorded at the registration date may subscribe to each held share 3.561936 newly issued shares.

The due number of new shares that can be subscribed based on the preemption rights held is being calculated by multiplication of the subscription Rate (3.561936) by the number of held shares and the result, in case it's not an integer, will be rounded down to the closest integer.

At the expiry of the term of exercising of the preemption rights all the **unsubscribed shares will be annulled.**

3. Approval of the transfer to the company's reserves of the amount of 1.9 RON representing the difference of contribution in kind of the Romanian State by representative the Ministry of Energy for which cannot be issued a whole share.

For	Against	Abstention

4. The Empowerment of the Board of Administration of the Company, as per the dispositions of Art.114 Para (1) of Law no.31/1990 republished and amended and the dispositions of Art. 85 of Law no. 24/2017 for the performance of any and all the necessary diligence for the fulfillment of the resolution of the Extraordinary General Meeting of Shareholders, here included but not limited to, the initiation (selection of the intermediary for the preparation of the offer prospectus and offer announcement with regards to the augmentation of the share capital and the coordination of the process for submission of all documents related to the approval of the offer Prospectus by the financial Supervisory Authority), the carry out (here included the establishing and approval of the subscription procedure, payment methods, payment date, the place where the operations are being performed, the ascertainment and validation of the performed subscriptions, cancellation of the unsubscribed shares, the settlement of the exact value by which the share capital is being augmented), the closing (approval of the augmentation of the share capital following subscription and payment of the

price/issuance of new shares), registration and performance of the augmentation of the share capital, the due amendment of the articles of incorporation of the Company, the wording and execution of all documents and the performance of all due diligence for the application and registration of the share capital to the competent authorities.

For	Against	Abstention

5. Approval of the registration date 23.07.2019 advanced by the Board of Administration, with ex-date 22.07.2019 and payment date 24.07.2019 (ASF Regulation 5/2018).

For	Against	Abstention

6. 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 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.

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.

This Correspondence Voting Bulletin contains information in compliance with ASF Regulation no. 5/2018 and the shareholder shall fill in all the registered sections thereof; subsequently, the Correspondence Voting Bulletin, together with the documents requested in the EGMS Convening Notice shall be submitted, in closed envelope, with the mention: “BOA and GMS Secretariat Bureau “ - For the Extraordinary General Meeting of Shareholders to be held on 04.07.2019”, 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 **03.07.2019, 10:00 AM**.

The Correspondence Voting Bulletin, 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 same above-mentioned date and time, 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.

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

This correspondence voting bulletin is only valid in relation to the Extraordinary General Meeting of Shareholders convened on 04.07.2019 (in first call)/05.07.2019 (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)

¹ *The legal representative capacity is being ascertained based on the list of shareholders at the reference/registration date, received from Depozitarul Central.*

² *In case of the shareholder legal person, shall be mentioned the position of the legal representative.*

³ *In case of the shareholder legal person, a valid stamp will be applied.*