



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



Subject to analysis and endorsement in the BoA meeting dated _____ and approval in the E.G.M.S. meeting dated _____

**Endorsed,
Board of Administration
by Decision no. _____, dated _____**

**Chairman
of the Board of Administration
Cristian – Florin GHEORGHE
S.s. Illegible**

NOTE

on the approval of augmentation of the share capital of the company Conpet S.A. by the value of lands held based on 48 land ownership certificates

I. General Aspects

As per the provisions of Art.15 of the Articles of Incorporation of CONPET S.A., the Extraordinary General Meeting of Shareholders is qualified to approve the augmentation of the share capital, within the conditions and in compliance with the procedure stipulated by the law.

II. Introduction

CONPET S.A. holds in the patrimony lands with total area of 554,537.61 sq.m lands held based on 48 land ownership certificates issued in the period 2001-2005. These lands have been appraised as per GD 834/1991 and the Criteria of the Ministry of Finances no. 2665/1C/311/1992 regarding the settlement and appraisal of certain land plots held by the State-owned trade companies, to the amount of 26,708,233 RON. In compliance with the provisions of Article 6 of GD 834/1992 on the settlement and appraisal of certain land plots held by the State-owned trade companies, the lands have been included in the company patrimony without augmentation of the share capital.

In 2013, the Court of Accounts has performed an audit on the status of the public patrimony; subsequently, it has disposed, under Decision 28/2013, the augmentation of CONPET share capital by the value of the lands for which have been obtained land ownership certificates, measure that has not been fulfilled within the initial deadline (30.09.2014), neither within the terms subsequently established by the Court of Accounts (30.06.2015, 31.08.2016 and 31.03.2018). Pursuant to decision no.2090/651/2013 dated 05.06.2018, Prahova Chamber of Accounts granted a new **term** for the fulfilment of the disposed measure, respectively **30.06.2019**.

The provisions of Art.12, Para. 5 of Law no.137/2002 on certain measures for the acceleration of privatization set out the followings: (i) "In case the release of the land ownership certificate has not been performed, prior