

RESOLUTION NO. 5
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (OGMS)
of the Company “CONPET” S.A. Ploiesti
dated 30.09.2019

The Ordinary General Meeting of Shareholders of the Company “CONPET” S.A., with registered offices 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 Articles of Incorporation, adopts today, during the meeting dated 30.09.2019 (in second call), following the shareholders debates, the following:

RESOLUTION

Art. 1. Approves the election of Mrs. Bărbuceanu Camelia - Mihaela as Secretary of the Ordinary General Meeting of Shareholders (OGMS.).

Art. 2. Approves the Revenues and Expenditure Budget (REB) amended for 2019.

Art. 3. Takes note of the Administrators' Report regarding the activity for Half I, 2019 (period January - June 2019), prepared as per the provisions of Art. 223 of ASF Regulation no.5/2018 and Art. 55 of EGO no.109/2011, accompanied by the Financial Statements at the date and for the period of six months ended June 30, 2019, as per Order of the Ministry of Public Finance no. 2844/2016 and the International Accounting Standard 34 “Interim Financial Reporting”, as well as the Revision Report of the interim financial statement drafted by the financial auditor BDO Audit SRL.

Art. 4. Approves the nomination of the company BDO Audit SRL Bucharest, as financial auditor of the company CONPET S.A., Romanian legal person, member of the Financial Auditors Chamber in Romania, holder of authorization no. 18/02.08.2001, headquartered in Bucharest, sector 3, 24 Invingătorilor street, 1, 2, 3, 4 floor, registered at the National Office of Trade Registry under no. J40/22485/07.12.1994, TIN 6546223, represented by Mr. Bulată Vasile, in the quality of Audit

Director and the settlement of the duration of the financial audit services contract for a period of 3 years starting the date of appointment thereof by the OGMS, namely for the years 2019, 2020 and 2021.

Art. 5. Appoints Mr. Buică Nicușor – Marian, Romanian citizen, Economist by profession, PIN, identified by, residing in, in the quality of administrator of the Company CONPET SA, the term of office of the appointed administrator being the date of the OGMS (30.09.2019) and up to the end of the mandate of the current Board of Administration (21.08.2022, inclusive of).

Art. 6. Approves the Contract of mandate that will be concluded with the new member of the Board of Administration.

Art. 7. Approves the designation of the representative of the Ministry of Energy in the Ordinary General Meeting of Shareholders, for the execution of the mandate contract of the administrator.

Art. 8. Acknowledges the Information Note no.31335/05.08.2019 to the Ordinary General Meeting of Shareholders with regards to the prescription of the shareholders' rights to the dividends related to the financial year 2015, unclaimed up to 31.07.2019.

Art. 9. Approves the registration date 17.10.2019 proposed by the Board of Administration, with ex-date 16.10.2019.

Art. 10. 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 the administrator, the financial auditor and this 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.

Chairman of the General Meeting

Gheorghe Cristian - Florin

GMS Secretary

Bărbuceanu Camelia-Mihaela

Technical secretariate

Modoran Adina

Petrescu Alina

Rusu Andreea