

SPECIAL EMPOWERMENT

THE ORDINARY 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),

holder/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 Ordinary 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 **Ordinary General Meeting of Shareholders of “CONPET” S.A. convened on 19.11.2019, 10:00 A.M.** 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 **08.11.2019**, as follows:

1. Election of a Secretary of the Ordinary General Meeting of Shareholders (OGMS).

For	Against	Abstention

*** representative of the Ministry of Energy, according to the proposal of the majority shareholder or other shareholder present in the OGMS**

2. Information related to the extension, up to 31.03.2020, of the term for the fulfillment of the measures that are to be fulfilled from Decision no. 28/29.03.2013 disposed by Prahova Chamber of Accounts.

Note: The material is submitted for the information of the OGMS.

3. Presentation of the Report of the Board of Administration on the technical breakdowns recorded during 2017, having the following proposals:

a). approval of the degree of fulfillment of the performance indicator “decrease in the number of technical breakdowns” of the administrators recalculated for the year 2017 and consequently approval of the total degree of fulfillment of the performance indicators of the administrators, recalculated for 2017

For	Against	Abstention

b). approval of the recalculation of the variable subcomponent of the administrators’ allowance for the year 2017 according to the total degree of fulfillment of the performance indicators of the company’s administrators, recalculated for 2017 and taking the necessary measures by the executive management for the recovery of the gaps from the respective administrators.

For	Against	Abstention

4. Approval of the date of 10.12.2019 proposed by the Board of Administration as registration date of the shareholders who fall under the effects of the Ordinary General Resolution of Shareholders, according to the legal provisions in force, with ex-date 09.12.2019.

For	Against	Abstention

5. The Empowerment:

a) of the President of the Ordinary General Meeting of Shareholders to sign the OGMS Resolution;

For	Against	Abstention

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.

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 item 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 3 original counterparts, out of which: 1 original copy shall be submitted, along with the documents requested in the OGMS Convening Notice, up to 24 hours prior to the general meeting, respectively the date of **18.11.2019, 10.00 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 Ordinary General Meeting of Shareholders to be held on 19.11.2019”; 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 same above-mentioned date and time, to the e-mail address: actionariat@conpet.ro, under the sanctions stipulated in art. 125 par. (3) of Law no. 31/1990 on companies, and subsequent amendments.

This special empowerment is only valid in relation to the Ordinary General Meeting of Shareholders convened on 19.11.2019 (in first call)/20.11.2019 (in 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: _____

(Signature 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.