

SPECIAL EMPOWERMENT

THE GENERAL MEETING OF SHAREHOLDERS¹ "CONPET" S.A.

Convened for the date 05.03.2020/06.03.2020

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)

Fiscal Identification Code

(for the representatives legal persons)

to represent me in the **Ordinary General Meeting of Shareholders of “CONPET” S.A.** convened on **05.03.2020, 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 **25.02.2020**, as follows:

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

For	Against	Abstention

*** the representative of the Ministry of Economy, Energy and Business Environment, according to the proposal of the mandate order or other shareholder present in the OGMS (if the representative of the majority shareholder is not present)**

2. Endorsement of Investments Program for 2020.

For	Against	Abstention

3. Approval of the Income and Expenditure Budget of CONPET S.A. for the year 2020, together with the Substantiation annexes 2-5.

For	Against	Abstention

4. Approval of the appointment of the representative of the tutelary authority the Ministry of Economy, Energy and Business Environment in the GMS to sign on behalf of the company CONPET S.A. the contract of mandate of Mr. Buică Nicușor – Marian appointed as administrator of the company by OGMS Resolution no. 5/30.09.2019.

For	Against	Abstention

5. Approval of the date 25.03.2020, proposed by the Board of Administration as registration date of the shareholders who will be subject of the effects of the Ordinary General of Shareholders Decision, under the law in force, ex-date 24.03.2020.

For	Against	Abstention

6. 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 at the Trade Registry attached to Prahova Law Court and 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-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.

This special empowerment shall be drafted in 3 original counterparts, out of which: one counterpart will be sent, together with the documents requested in the OGMS Convening Notice, in minimum 24 hours prior to the general meeting, respectively up to **04.03.2020, 10.00 AM** at “CONPET” S.A., headquartered 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 05.03.2020”; the second copy will be presented in the ordinary general meeting of shareholders, and the third copy will be kept by 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 05.03.2020 (in first call)/06.03.2020 (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 and stamp for the shareholder natural person or signature and stamp for the legal representative of the shareholder legal person)

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