

## **ANNEX II**

### **NOTICE FOR RECRUITMENT AND SELECTION OF THE DIRECTOR GENERAL, DEPUTY DIRECTOR GENERAL AND FINANCIAL DIRECTOR**

The company CONPET S.A. recruits the Directors with mandate contract (Director General, Deputy Director General and Financial Director) to whom the delegation of powers for the Company management is being performed in compliance with the provisions of Art. 143 of Law no. 31/1990 *regarding the companies* and GEO no. 109/2011 *regarding the corporate governance of public enterprises*.

CONPET S.A. (“The company”) is a public enterprise according to the provisions of GEO no. 109/2011, headquartered in Ploiești, providing specialized crude oil transport services via pipelines and by railway tanks, enabling the feeding of the refineries with crude oil and derivatives from domestic production and from import. The company operates a pipeline network having 3800 km in length, crossing over 24 Romanian counties. CONPET is a company listed at the Bucharest Stock Exchange, registering, on 31.12.2022, a turnover of over 94 million Euro and over 1,460 employees. Additional information about the company is available on the websites: [www.conpet.ro](http://www.conpet.ro) and [www.bvb.ro](http://www.bvb.ro).

**The Director General** will organize and lead the activity of the company in compliance with the duties provided in the contract of mandate and the applicable legal regulations, acting as legal representative of the company.

The performance shall be quantified based on a set of financial and non-financial performance indicators which will be included in the contract of mandate which will be negotiated and convened with the Board of Directors, so as the company to reach the objectives set out in the administration plan which is approved in compliance with the legal provisions.

**The Deputy Director General** will organize and manage the legal, human resources, corporate governance and internal management control activities of the company, as well as any other structures or activities, in accordance with the attributions provided in the mandate contract, the organizational structure and the applicable legal regulations and will replace the Director General when his absence is based on reasoned grounds.

The performance shall be quantified based on a set of financial and non-financial performance indicators which will be included in the contract of mandate negotiated and convened with the Board

of Directors, so as the company to reach the objectives set out in the Administration plan approved in compliance with the legal provisions.

**The Financial Director**, also called Economic Director, will organize and lead the accounting activities and the activities related to the development and implementation of the financial strategy and integrated system for the management of the company's resources in compliance with the duties provided in the contract of mandate and the applicable legal regulations.

The performance shall be quantified based on a set of financial and non-financial performance indicators which will be included in the contract of mandate which will be negotiated and convened with the Board of Directors, so as the company to reach the objectives set out in the administration plan which is to be approved in compliance with the legal provisions.

The duration of the mandate contracts of the Directors will be of 4 years, starting with the date of their appointment by the Board of Directors.

**The stages of the recruitment and selection process and the calendar of the procedure**, as follows:

- Publication of the notice in newspapers regarding the selection of the Directors - deadline 01.09.2023
- Time for submission of the candidacies 04.09.2023 - 05.10.2023
- Evaluation of the long list of candidates 06.10.2023 - 09.10.2023
- Settlement of the short list 10.10.2023 - 11.10.2023
- The presentation of the statement of intent of the candidates from the short list, performance of interviews, application of scoring, presentation of the report containing the nomination proposals, 12.10.2023 - 02.11.2023
- Appointment of the directors, contract execution 03.11.2023

The deadlines may be extended due to objective reasons, by the prior joint endorsement of the President of the Nomination and Remuneration Committee and of the Chairman of the Board of Directors, by the observance of the minimum period of 30 days for filing the candidacies as of the publishing date of the notice in the media and of the 15 days deadline regarding the submission of the statements of intent.

**In the process of evaluation and subsequently, final selection of the candidates, the following will be considered:**

**Criteria for evaluation/final selection of the candidates:**

1. The application file with related documents
2. The Candidate Profile Matrix/ evaluation grid (degree of fulfillment of the selection criteria)
3. The Candidate's Statement of Intent
4. Interview

**Selection criteria:**

- Professional experience
- Competencies specific to the company's activity sector
- Professional competencies of strategic importance
- Corporate Governance competencies
- Social and professional skills
- Local and international experience
- Alignment with the letter of expectations

**Features:**

- Leading skills;
- Adaptability to various work environments and systems;
- Teamwork skills;
- Capacity to manage complex tasks and achieve the set targets;
- Negotiation skills;
- Capacity to motivate and grow the subordinated personnel;
- Ability to take responsibility in exercising job duties.
- Personal and professional reputation
- Integrity, reputation and ethical behavior
- Dynamism, determination
- Analysis, synthesis and managerial decision-making capability.

**Evaluation and selection conditions and criteria:** Each of the candidates for the Director General, Deputy Director General and Financial Director positions will be evaluated and selected according to the fulfillment of the following requirements:

<b>DIRECTOR GENERAL</b>	
<p><b>Mandatory minimum requirements:</b></p> <ol style="list-style-type: none"> <li>1. Romanian citizenship, citizenship of other EU or non EU member states and domicile in Romania;</li> <li>2. Knowledge of Romanian language (written and spoken production);</li> <li>3. Proper health condition and full exercising capacity;</li> <li>4. Graduate of long-term higher education, with bachelor's degree, master's degree in the economic, technical or legal field from Romania or abroad - recognized in Romania;</li> <li>5. Experience of:             <ol style="list-style-type: none"> <li>a. at least 10 years of work experience in the field of study, out of which, at least 5 years in management positions, where from at least 3 years of experience in companies with core business in the energy field;</li> <li>b) Coordination of various projects in companies with annual turnover of at least 50 million Euro;</li> <li>c. the implementation of projects/investment programs with a value greater than 25 million Euro;</li> <li>d. coordination of a minimum number of 200 employees within a company with a complex organizational structure, of at least 1,000 employees;</li> </ol> </li> <li>6. Certified knowledge of risk management (proved by presenting a professional training certificate/certification);</li> <li>7. Inter-personal communication skills;</li> <li>8. Respects the legal regime regarding incompatibilities and conflict of interests, imposed by the applicable legal provisions in force;</li> <li>9. Fiscal and criminal record bearing no mentions.</li> </ol>	<p><b>Conditions that constitute an advantage:</b></p> <ul style="list-style-type: none"> <li>✓ Knowledge of at least one language of international circulation;</li> <li>✓ Post university studies, MBA, PhD diploma;</li> <li>✓ Experience acquired in the core business of a hydrocarbon or gas pipeline transport company;</li> <li>✓ Relevant experience and proven negotiation skills in relation to social partners;</li> <li>✓ Experience in similar management positions (Director General, Deputy Director General, Director);</li> <li>✓ Certified knowledge in the oil field;</li> <li>✓ Exceeding the minimum conditions is an advantage.</li> </ul>

## DEPUTY DIRECTOR GENERAL

<b>Mandatory minimum requirements:</b>	<b>Requirements which constitute an advantage:</b>
<p>1. Romanian citizenship, citizenship of other EU or non-EU member states and domicile in Romania;</p> <p>2. Knowledge of Romanian language (written and spoken production);</p> <p>3. Adequate health and full exercise capacity;</p> <p>4. Graduate of long-term higher education, with a bachelor's degree, master's degree in the legal or economic field with specialization in management, in Romania or abroad - recognized in Romania;</p> <p>5. Experience of/in:</p> <ul style="list-style-type: none"> <li>a. minimum 10 years' experience in the legal or economic field with specialization in management, of which minimum 5 years in a management position;</li> <li>b. the implementation of investment projects/programs with a minimum value of 20 million euros;</li> <li>c. coordination of a minimum of 200 employees within a company with a complex organizational structure of at least 1,000 employees;</li> </ul> <p>6. Certified knowledge of labor legislation and human resources management (proved by presenting a professional training certificate/certification);</p> <p>7. Certified knowledge of risk management and management (proved by presenting a professional training certificate/certification);</p> <p>8. Experience in communicating with financial analysts during events regarding the presentation of the company's results;</p>	<ul style="list-style-type: none"> <li>✓ Knowledge of at least one foreign language;</li> <li>✓ Postgraduate studies, MBA, PhD;</li> <li>✓ Experience acquired in the core business of a hydrocarbon or gas pipeline transport company;</li> <li>✓ Certified knowledge of the fiscal field/ International Financial Reporting Standards - IFRS (proved by presenting a professional training certificate/certification or by participating in the preparation of at least one annual financial statement as per IFRS standards);</li> <li>✓ Relevant experience and proven negotiation skills in relation to social partners;</li> <li>✓ Experience in similar management positions (director general, deputy director general, director, head of unit);</li> <li>✓ Exceeding the minimum requirements is an advantage.</li> </ul>

<p>9. Experience in the implementation and continuous development of the internal management control system;</p> <p>10. Interpersonal communication skills;</p> <p>11. Complies with the legal regime regarding the incompatibilities and conflict of interest, imposed by the applicable legal provisions in force;</p> <p>12. Tax and criminal record bearing no mentions.</p>	
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## **FINACIAL DIRECTOR**

<b>Mandatory Requirements:</b>	<b>Requirements which constitute an advantage:</b>
<p>1. Romanian citizenship, citizenship of other EU or non-EU member states and domicile in Romania;</p> <p>2. Knowledge of Romanian language (written and spoken production);</p> <p>3. Proper health and full exercise capacity;</p> <p>4. Graduate of long-term higher education, with a bachelor's degree, master's degree, international degrees recognized in Romania (economic profile);</p> <p>5. At least 1 (one) professional specialization/certification: financial auditor (CAFR member) or certified accountant (CECCAR member) or tax consultant (CCF member);</p> <p>6. Experience of at least 10 years in the financial - accounting field, of which at least 5 years in a management position in the financial - accounting field;</p> <p>7. Knowledge in the fiscal field/International Financial Reporting Standards - IFRS (proved by presenting a professional training</p>	<ul style="list-style-type: none"> <li>✓ Specializations, professional certifications from the category of those indicated under mandatory requirements, other than the minimum requirement;</li> <li>✓ Knowledge of at least one foreign language;</li> <li>✓ Postgraduate studies, MBA, PhD;</li> <li>✓ Experience acquired in the core business of a hydrocarbon or gas pipeline transport company;</li> <li>✓ Documented experience in running projects with a major financial component within companies/ institutions;</li> <li>✓ Experience in similar management positions (director general, economic/ financial director, director);</li> <li>✓ Exceeding the minimum requirements is an advantage.</li> </ul>

<p>certificate/certification or by participating in the preparation of at least one annual financial statement as per IFRS standards);</p> <p>8. Experience in using complex IT systems such as ERP;</p> <p>9. Experience in financial management - analysis, planning, treasury, reporting;</p> <p>10. Certified knowledge of risk management and management (proved by presenting a professional training certificate/certification);</p> <p>11. Experience in communicating with financial analysts during events regarding the presentation of the company's results;</p> <p>12. Interpersonal communication skills;</p> <p>13. Complies the legal regime regarding the incompatibilities and conflict of interest, imposed by the applicable legal provisions in force;</p> <p>14. Tax and criminal record bearing no mentions.</p>	
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▪ **Benefits**

The candidate selected for each of the positions (Director General, Deputy Director General and Financial Director) will benefit from a remuneration, consisting of a fixed and a variable component, in accordance with the responsibilities incurred by their capacity, with the effort made for the achievement thereof and with the obtained results, as per the applicable legal provisions and within the general limits approved by the OGMS.

▪ **Candidacy documents**

**The candidates' registration files** will be sent to the address of the company CONPET - 1-3 Anul 1848 Street, postal code 100559, Ploiești, Prahova, on paper, in a closed and sealed envelope, marked: "The selection procedure for DIRECTOR of CONPET, Candidate Name and Surname" - For the attention of Mr. Cornel Bănică - Head of the Legal Department, up to 05.10.2023 at the latest, 16:00

(Romanian time) and they **will compulsorily contain the following Documents in Romanian - filed:**

- a) Opis documents;
- b) Curriculum vitae, according to the common European model;
- c) Medical certificate;
- d) Criminal record;
- e) Tax record;
- f) Copies of the following documents:
  - ID copy;
  - Copy of the marriage certificate or other documents, only if the name on the submitted documents is different form the one on the ID;
  - Copy of the study diplomas (bachelor's diploma or equivalent; post-graduate, as the case may be);
  - Copies of training program graduation certificates (if applicable);
  - Reges/Revisal Excerpt / copy of workbook/ copy of mandate/ management contracts/ copy of certificates issued by employers certifying the professional experience;
  - Any other documents attesting the fulfillment of at least the minimum conditions.

All documents submitted in copy will be inscribed certified true copy by the applicant (with holographic signature).

- g) Filled-in and signed forms:
  - Request for application;
  - Affidavit on the conformity of the documents and information presented in the file, the lack of conflict of interests and the incompatibility situations;
  - Statement regarding the agreement on data attainment in view of information checking;
  - Consent for processing the personal data;
  - Statement of interests.

The paper submission of all documents requested by the Selection Notice is mandatory. The failure to submit all documents within the indicated deadline (05.10.2023, 16:00) will result in exclusion from the selection procedure.

At the same time, the applications received by the Company after 05.10.2023, 16:00, will no longer be taken into consideration.

Candidates selected on the shortlist are required to appear at the interview test with the original documents submitted in copy to the file.

**The application form samples can be found and downloaded from the website [www.conpet.ro](http://www.conpet.ro), as of the announcement publication date. Additional information may be requested by email, at the address [cornel.banica@conpet.ro](mailto:cornel.banica@conpet.ro), contact person, Mr. Cornel Bănică – Head of the Legal Department, telephone 0244- 401360, extension 2277.**

#### **Additional information. Candidacy submission**

The candidate's intent statement will subsequently be requested only from confirmed shortlisted candidates and will be drafted based on the letter of expectations submitted by the tutelary public authority, published on the company's website, Corporate Governance/Management section.

The shortlisted candidates admitted to the file selection stage will be evaluated during the interview, the time and venue of which will be personally communicated to them, by means of e-mail and by telephone.

By submitting the file, candidates give their implicit consent for their personal data to be processed for the purpose of carrying out the recruitment and selection procedure.

At the end of the selection process, the documents of the candidates who will not be confirmed for the position will be returned to the applicants, upon their requests, within 30 days or will be destroyed after the 30 days have passed since the completion of the selection.

In the selection process, the legal national and European provisions regarding equal employment opportunities between men and women should be considered.

## **Communication with the candidates**

Throughout this selection process, communication with candidates will be done by e-mail and telephone, therefore it is imperative that the e-mail address and telephone number mentioned in the C.V. be accurate.

According to the provisions of GEO no. 109/ 2011 and in accordance with the rules of professional ethics governing the recruitment activity, the long list, the shortlist, the nomination proposals for selection by the BoD and the results obtained by the candidates at each stage of the recruitment and selection procedure are confidential and will not be published; candidates will be notified by e-mail and telephone that they have or have not been confirmed on the long list/shortlist; after the completion of the recruitment and selection procedure, each candidate can be notified individually of the results they have obtained, namely by e-mail and by phone, only at the written request of the candidate.

In compliance with the rules for the protection of personal data, each candidate can request the Board of Directors/ Nomination and Remuneration Committee to receive information about the application of the selection criteria in their case, as well as about the obtained score.

Any candidate dissatisfied with the result of the selection procedure can challenge the result obtained, within 2 working days, to the Board of Directors which is obliged to resolve the appeal within 2 working days. The decision of the Board of Directors can be challenged within 15 days from the communication to the competent administrative court.

If the selection procedure is suspended by the court, the mandate(s) of the incumbent director/ directors shall continue until the court decision becomes final.

Any appeals should be submitted to the address CONPET S.A., 1-3 Anul 1848 Street, postal code 100559, Ploiești, Prahova county, in a sealed envelope, marked "For the attention of the Board of Directors of CONPET S.A."