

SPECIAL POWER-OF-ATTORNEYⁱ
for representation in the
Ordinary General Meeting of Shareholders of OMV Petrom S.A. as of
22 / 23 September 2015

I, the undersignedⁱⁱ _____ [*name and surname of the shareholder – natural person*], identified with _____ [*identity card*], series ____, number _____, issued by _____, on _____, valid until _____, having the domicile in _____, personal identification number _____,

or

I, the undersignedⁱⁱⁱ _____ [*name of the shareholder – legal person*], having the registered office located at _____, registered with the Trade Registry/ _____ [*equivalent body - for non-resident legal person*] under no. _____ sole registration code/ _____ [*equivalent identification no. - for non-resident legal person*] _____, legally represented^{iv} by _____,

shareholder at **the Reference Date of 11 September 2015** of **OMV Petrom S.A.**, a company managed in a two tier system, incorporated and functioning under the laws of Romania registered with the Bucharest Trade Registry Office under no. J40/8302/1997, sole registration code 1590082, having the headquarters at 22 Coralilor Street, Sector 1, (Petrom City) Bucharest, Romania, having the subscribed and paid share capital of RON 5,664,410,833.50 divided in 56,644,108,335 common, nominative shares, having a face value of RON 0.1 each (the **"Company"** or **"OMV Petrom"**),

holding a number of _____ shares, representing _____ % of the total number of shares issued by the Company,

I hereby empower^v

_____ [*name of the proxy holder - natural person*]
having the domicile in _____, identified with _____
[*identity card*], series ____, number _____, issued by _____, on _____, valid until _____, personal identification number _____,

or

_____ [*name of the proxy holder - legal person*],
having the registered office located at _____, registered
with the Trade Registry/ _____ [*equivalent body - for non-resident legal person*]
under no. _____ sole registration code/ _____
[*equivalent identification no. - for non-resident legal person*] _____, represented
by^{vi} _____ having the domicile in _____,
identified with _____ [*identity card*], series ____, number _____, issued by _____,
on _____, valid until _____, personal identification number _____,

to represent me in the **Ordinary General Meeting of Shareholders ("OGMS") of OMV Petrom convened for 22 September 2015, starting at 12:00 PM**, at "Crown Ballroom" conference room of the CROWNE PLAZA Hotel, located in Bucharest, 1 Poligrafiei Boulevard, sector 1, or, should the OGMS of OMV Petrom not be held at the first convening date of 22 September 2015, for the second convening of the OGMS of OMV Petrom set for 23 September 2015, starting at 12:00 PM, at OMV Petrom's headquarters located in 22 Coralilor Street, sector 1, Bucharest ("Petrom City"), Infinity building, Oval B,

to exercise the voting rights associated to the shares held by the undersigned as follows:

1. For item 1 on the OGMS Agenda, [i.e. **"Appointment of a new member of the Supervisory Board for the remaining period of the mandate granted to Mr. Gerhard Roiss, further to the waiver of his mandate of member of the Supervisory Board"**]^{vii}:

The proposal no. 1 for the new member of the Supervisory Board is the following: Mr. Rainer Seele

For _____ Against _____ Abstention _____

Note! The proposals for the position of Supervisory Board member received by the time of publishing the convening notice and the supporting materials are included on the list mentioning the candidates for the position of member of the Supervisory Board. The deadline for the shareholders to submit such proposals is 7 September 2015. Further to the lapse of the above mentioned deadline, OMV Petrom will publish an updated voting bulletin including the complete list of the proposals, if applicable.

2. For item 2 on the OGMS Agenda, [i.e. **"In accordance with National Securities Commission Regulation no. 1/2006, approval of: (i) the date of 9 October 2015 as Registration Date, for identifying the shareholders upon which the resolutions of the OGSM will take effect as per article 238, para. (1) of Capital Market Law no. 297/2004; (ii) the date of 8 October 2015 as Ex-Date, computed in accordance with the definition provided by article 2, letter f) of National Securities Commission Regulation no. 6/2009."**], as follows:

- a) The proposal to approve the date of **9 October 2015** as Registration Date as per article 238, para. (1) of Capital Market Law no. 297/2004:

For _____ Against _____ Abstention _____

- b) The proposal to approve the date of **8 October 2015** as Ex-Date, computed in accordance with the definition provided by article 2, letter f) of National Securities Commission Regulation no. 6/2009:

For _____ Against _____ Abstention _____

3. For item 3 on the OGMS Agenda, [i.e. **"Empowering any of the two Ms. Mariana Gheorghe, President of Executive Board and Chief Executive Officer or Mr. Andreas Matje, member of the Executive Board and Chief Financial Officer, to sign in the name of the shareholders the decisions of the OGMS and to perform any act or formality required by law for the registration of the decisions of the OGMS. Ms. Mariana Gheorghe or Mr. Andreas Matje may delegate all or part of the above mentioned powers to any competent person(s) to perform such mandate."**]:

For _____ Against _____ Abstention _____

I hereby attach a copy of my valid identification document (i.e. identity card/passport for natural persons and for legal persons, identity card/passport of the legal representative).

Date _____

viii _____ [signature]

ix _____

[Surname and name of the natural-person shareholder or of the representative of the legal-person shareholder, in capital letters]

ⁱ a shareholder may be represented in the OGMS only by one proxy holder, holding a special power of attorney granted specifically for the OGMS held on 22/23 September 2015

ⁱⁱ to be filled in only by shareholders - natural persons

ⁱⁱⁱ to be filled in only by shareholders - legal persons

^{iv} to be entered the legal representative of the legal person mentioned in the documents attesting the legal representative capacity

^v to be entered the name of the appointed representative (i.e. proxy holder)

^{vi} to be entered the details of the proxy holder to represent the legal person who may be a different person than the legal representative

^{vii} in case a proposal for cumulative voting is received in due time, for this item of the agenda a specific power of attorney will be made available

^{viii} in case of natural persons, to be signed; in case of legal persons, to be signed by the legal representative(s) and stamped (if a stamp exist)

^{ix} in case of legal persons, the position of the legal representative shall be mentioned