

I, the undersigned * _____, identified with _____,
[name of the shareholder – individual] [identity card]
series _____, number _____, issued by _____, on _____, having
the domicile in _____, and personal identification number _____,
or

I, the undersigned ** _____, having the registered
[name of the shareholder – legal entity]
office located at _____, registered with the Trade Registry under
no. _____, sole registration code _____, legal represented
by _____, personal identification number _____,

shareholder at the Reference Date of 24 July 2010, of SC OMV PETROM SA (the "Company"), company
managed in a dualist system, incorporated and functioning under the laws of Romania registered
with the Bucharest Trade Registry Office under no. J 40/8302/1997, sole registration code 1590082,
having the headquarters at 239 Calea Dorobanților, Sector 1, Bucharest, Romania, having the fully
subscribed and paid share capital of 5,664,410,833.50 lei, divided in 56,644,108,335 common nominative
shares,

owner of _____ shares, representing _____ % of the total number of shares issued
by the Company, which confer upon me _____ voting rights, representing _____ %
of the total number of the voting rights,

hereby empower _____
[name of the appointed representative]
having the domicile in _____, identified with _____,
[identity card]
series _____, number _____, issued by _____, on _____,
personal identification number _____,

to represent me for the Ordinary General Meeting of the Shareholders of OMV PETROM SA which will
take place at "D" Hall of the JW MARRIOTT Hotel, located in Bucharest, 90 Calea 13 Septembrie Street,
Sector 5, on 03 August 2010 (date of the first convening), or on 04 August 2010 (date of the second
convening), should the Ordinary General Meeting of the Shareholders not be held at the first convening
date, starting at 10:30 AM,

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

1. Acknowledge the resignation from the position of member of the Supervisory Board of OMV Petrom
of Mr. Helmut LANGANGER and appoints Mr. Jacobus Gerardus HUIJSKES, a Dutch citizen born on 05
March 1965 in Den Haag, Netherlands, domiciled in the city of 's-Gravenhage, Netherlands, as
member of the Supervisory Board of OMV Petrom;

For

Against

Abstention

2. Establishing 19 August 2010 as the "Registration Date" as per article 238 of the Capital Market Law no. 297/2004, i.e. the registration date of the shareholders who are to benefit of dividends or other rights and who are affected by the resolutions of this general meetings of shareholders;

For

Against

Abstention

3. Empowering Mrs. Mariana Gheorghe, Chief Executive Officer, to sign in the name of the shareholders the resolutions of this general meeting and to carry out any and all of the formalities required by law for the registration, the enforcement of and for making valid against third parties the resolutions passed by this general meeting. Mrs. Mariana Gheorghe is conferred upon the right to delegate her mandate with respect to performing the above-mentioned formalities to other persons;

For

Against

Abstention

I hereby attach a copy of my valid identification document***/ a copy of the identity card of the legal representative together with updated excerpt issued by the Trade Registry not older than 30 days ****

Date _____

***** _____

[the position of the legal representative]

Note:

- * to be completed only by natural persons;
- ** to be completed only by legal persons;
- *** applicable only to natural persons;
- **** applicable only to legal persons;
- ***** in case of individuals, to be signed; in case of legal persons, to be signed and stamped;

Criteria for the validity of vote:

- a vote shall be validly cast by ticking off one of the voting options " **For**", " **Against**" or " **Abstention**" for each proposal submitted to voting;
- failure to tick off any of the voting options " **For**", " **Against**" or " **Abstention**" for the proposal submitted to voting shall be deemed as unexpressed vote;
- ticking off two or three voting options " **For**", " **Against**" or " **Abstention**" for for the proposal submitted to voting shall result in vote cancellation;