



# Notă: Situații

Situațiile financiare prezentate în acest material sunt auditate și întocmite în conformitate cu sistemul românesc de contabilitate; toți indicatorii se referă la Petrom SA, cu excepția situațiilor în care este menționat altfel.

Fotografia de pe copertă reprezintă macheta Petrom City, viitorul sediu central al companiei ce va găzdui aproximativ 2.500 de angajați.

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### Statement of the Chief Executive Officer

#### Dear shareholders.

In 2007 we made a significant progress in restructuring and modernizing Petrom, and continued to lay the foundations for the sustainable development of the Company. The results we achieved this year are good, being not only above the budget approved by the Shareholders Meeting, but also achieved during a period of heavy investment efforts.

The economic environment in 2007 was highly volatile and significantly impacted our operations. High oil prices positively affected our E&P results, but also led to significant cost inflation in the industry, while the refining margins decreased further. Moreover, the continuous appreciation of the RON against USD during almost all of 2007, also negatively affected our results.

Our restructuring and modernization efforts were reflected in a significant increase in our capital expenditure to RON 3,820 mn, up by 30% as compared to 2006.

The results we achieved not only enable us to invest for the Company's future sustainable growth, but also to propose to the forthcoming General Meeting of Shareholders on April 22, 2008, the payment of a dividend of RON 0.0191 per share, higher by 7% than in the previous year.

Although the more visible results of our investment program will finally start to materialize by 2011, 2007 already saw significant improvements in the efficiency of operations in all our business segments.

In 2007, we accomplished several important milestones of our strategy in both restructuring and growth:

In Exploration and Production we succeeded in stabilizing oil production and increasing the domestic reserves replacement rate to 38% from 13% in 2006. Exploration activities stepped up as several discoveries of new reservoirs onshore and offshore were recorded, based on modern technology.

- In the Refining segment we improved the product yield and reduced our own fuel consumption and energy losses, with direct impact on our costs base.
- ► In the Marketing segment we succeeded in transferring all our filling stations to the Full Agency System and increased our throughput per station from 2.4 to 3.2 mn liters, above our 2010 target of 3 mn liters.
- In the Gas segment we increased the efficiency by spinning off the small gas distribution network into a wholly-owned company, Petrom Distributie Gaze

Two new divisions were established, enhancing our scope of activities and further developing the value chain:

The Power division, following the decision to build a 860 MW gas fired power plant at Petrobrazi, and reflecting our expectation of additional value to be generated through the expansion of the gas value chain in the downstream business.

The Exploration and Production Services division, following the acquisition of oil service business of Petromservice for EUR 328.5 mm, which will allow us to enhance the quality and efficiency of the operations and to support the reduction of production costs and the increase of production

Another growth project was the acquisition of Shell Gas Romania that strengthens our position on the LPG market in Romania and creates synergies with our own LPG business.

In Finance, major achievements were the centralization of accounting systems, the implementation of SAP in all business segments and the establishment of an OMV group-wide service centre for Finance and IT.

#### A socially responsible company

The transformation and modernization of Petrom not only encompasses the company business, but also its role in the Romanian society. Consequently, management's effort was also focused on transforming Petrom into a trully socially responsible company, involved in various areas of social development.

As a company with significant influence on the Romanian economy, acting in a socially responsible manner is a pre-requisite for our sustainable long-term development. As an integrated oil and gas company, currently employing directly over 35,000 people (including the newly acquired oil services activities of Petromservice), and impacting the lives of many more other through its commercial operations, we want to make sure that we preserve and develop the environment in which we operate. Our platform called "Respect for the future" aims specifically at that, through various corporate social responsability programs.

We are proud of our successes registered in 2007 and in the previous years. The transformation of Petrom into a modern company committed to sustainable development would not have been possible without the strong commitment of our talented employees. We therefore place great emphasis on the continuous development of our employees and on maintaining their motivation and commitment.

We hope our achievements justify your confidence in us, and assure you that we will pursue our strategic objectives with the same commitment and determination in the years to come, in order to become the leading oil and as company in South-Eastern Europe.

Mariana Gheorghe

## Supervisory Board

### Wolfgang Ruttenstorfer - President

CEO and Chairman of the OMV Executive Board First elected at the GMS held on January 11, 2005

#### Gerhard Roiss - Deputy Chairman

Deputy Chairman of OMV Executive Board and responsible for Refining and Marketing including petrochemicals and Chemicals First elected at the GMS held on January 11, 2005

#### David C. Davies - Member

Chief Financial Officer of OMV First elected at the GMS held on January 11, 2005

#### Helmut Langanger - Member

Member of the OMV Executive Board, responsible for Exploration and Production

First elected at the GMS held on January 11, 2005

#### Werner Auli - Member

Member of the OMV Executive Board, responsible for Gas First elected at the GMS held on April 25, 2006

#### Kevin E. Bortz - Member

Director of Natural Resources Team within EBRD First elected at the GMS held on April 25, 2006

#### Victor - Paul Dobre - Member

Secretary of State for the Relation with Prefectures, Ministry of Administration and Interior

First elected at the GMS held on November 22, 2005

#### Emanoil Negut - Member

Secretary of State in the Government's Controlling Authority within the Prime Minister's Office, representing the Authority for State Assets Recovery (AVAS) in Petrom's Supervisory Board First elected at the GMS held on April 17, 2007

#### Cristian Marian Olteanu - Member

Counsellor of the President of the Authority for State Assets Recovery, representative of the Property Fund
First elected at the GMS held on April 17, 2007

#### Mariana Gheorghe - CEO and President of the Executive Board

Responsible for: Corporate Communications; Health, Safety, Security and Environment (HSE); Corporate Human Resources; Corporate Development and Investor Relations; Corporate Affairs and Compliance; Legal

#### Reinhard Pichler - Chief Financial Officer

Responsible for: Corporate Controlling and Accounting, IT; Taxation; Financial Administration and Services; Internal Audit; Treasury and Risk Management

#### Johann Pleininger - Member of the Executive Board

Responsible for Exploration and Production

Jeffrey Rinker - Member of the Executive Board

Responsible for Refining and Petrochemicals

Tamas Mayer - Member of the Executive Board

Responsible for Marketing

Gerald Kappes - Member of the Executive Board

Responsible for Gas, Power and Chemicals (Doljchim)

Siegfried Gugu - Member of the Executive Board

Responsible for Exploration and Production Services

**Executive Board** 

At the end of 2007, two Board members retired:

Werner Schinhan – who held the position of Deputy CEO between January 2005 and December 2007, with responsibilities for Corporate Affairs, M&A, Capital Market Relations, Treasury and Risk Management, Gas, Power and Dolichim.

Werner Ladwein – who was responsible for Exploration and Production during January 2005 and June 15, 2007 and for the International E&P activities until the end of 2007.

## Petrom's Strategy in Action

#### Vision

We committed ourselves to becoming the leading oil and gas company in South-Eastern Europe, leveraging on our role as the OMV Group operational hub for marketing in South-Eastern Europe, and for exploration and production in Romania and the Caspian region.

| Petrom objectives for 2010 |   |
|----------------------------|---|
| E&P                        | Stabilize and increase Romanian oil and gas production  |
|                            | Growth in the Caspian region, Russia and Black Sea  |
|                            | Significantly reduce production costs in Romania  |
|                            | Achieve a higher reserve replacement ratio  |
| R&M                        | Expand Petrobrazi capacity to 6 mn tons/year and improve the cost base                          |
|                            | Improve efficiency of own crude oil consumption   |
|                            | Increase turnaround interval to five years  |
|                            | Maintain average filling stations' throughput above 3 mn liters/year                            |
|                            | 250 new PetromV operating filling stations  |
|                            | Spin off the Petrom LPG activity and merge it with Shell Gas                                    |
| Gas                        | Achieve gas marketing volume of more than 7 bcm in Romania with a market share of at least 35%  |
|                            | Become a leading player in the gas market in the neighboring countries                          |
|                            | Develop trading and storage businesses  |
|                            | Work towards the alignment of the Romanian gas market with mature competitive markets in Europe |
|                            | Prepare entry on the power market in 2011, with the construction of the Petrobrazi power plant  |

## Key figures for Petrom shares

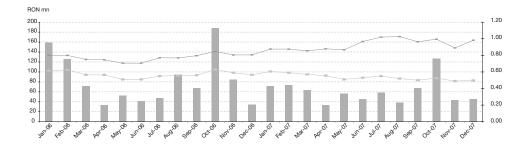
|  | 2004           | 2005           | 2006           | 2007                |
|--|----------------|----------------|----------------|---------------------|
| Number of shares                           | 56,000,506,078 | 56,000,506,078 | 56,644,108,335 | 56,644,108,335      |
| Market capitalization, RON mn <sup>1</sup> | 18,592         | 26,712         | 32,004         | 28,152              |
| Market capitalization, EUR mn <sup>1</sup> | 4,721          | 7,264          | 9,077          | 8,056               |
| Year's high, RON                           | 0.3430         | 0.5300         | 0.6550         | 0.6200              |
| Year's low, RON                            | 0.1400         | 0.2760         | 0.4410         | 0.4790              |
| Year end, RON                              | 0.3320         | 0.4770         | 0.5650         | 0.4970              |
| EPS, RON/share                             | -              | 0.0253         | 0.0405         | 0.0314              |
| Dividend per share (RON)                   | -              | 0.0130         | 0.0179         | 0.0191 <sup>2</sup> |
| Dividend yield <sup>1</sup>                | -              | 2.4%           | 3.2%           | 3.8%                |
| Payout ratio                               | -              | 52%            | 44%            | 61%                 |
|  |                |                |                |                     |

<sup>&</sup>lt;sup>1</sup> Calculated based on the share price as of the last trading day of the respective year

<sup>&</sup>lt;sup>2</sup> Proposed dividend

## Key figures for Petrom shares

### Evolution of Petrom share price and BET



Monthly trading value (RON) —— Closing price in RON —— BET (±10,000)

Key figures for Petrom

| Key ratios and operating statistics | 2004 | 2005 | 2006 | 2007 |
|-------------------------------------|------|------|------|------|
| Revenues growth, %yoy               | 22   | 24   | 22   | (7)  |
| EBIT margin, %                      | (7)  | 18   | 21   | 16   |
| EBITDA margin, %                    | 1    | 26   | 28   | 25   |
| ROFA, %                             | (11) | 13   | 17   | 11   |
| ROACE, %                            | (13) | 22   | 21   | 16   |
| ROE, %                              | (11) | 14   | 20   | 14   |
| Current ratio                       | 4.9  | 3.2  | 2.8  | 1.9  |
| Quick ratio                         | 3.9  | 2.6  | 2.2  | 1.1  |

### Petrom personnel data

| Activity   | 2004   | 2005   | 2006   | 2007   |
|------------|--------|--------|--------|--------|
| E&P        | 26,473 | 22,598 | 18,604 | 16,520 |
| Refining   | 7,414  | 6,492  | 4,893  | 4,001  |
| Marketing  | 14,010 | 12,285 | 6,465  | 3,001  |
| Doljchim   | 1,548  | 1,588  | 1,534  | 1,313  |
| Corporate* | 565    | 583    | 1,341  | 1,562  |
| TOTAL      | 50,010 | 43,546 | 32,837 | 26,397 |

Headcount as of December 31

<sup>\*)</sup> In 2007, Corporate headcount also includes Petrom Solutions' employees (939) and Gas Headquarters' employees (18).

Key figures for Petrom

| Financial highlights, RON mn | 2004  | 2005   | 2006   | 2007   |
|------------------------------|-------|--------|--------|--------|
| Fixed assets                 | 9,589 | 10,609 | 13,093 | 16,375 |
| Current assets               | 6,080 | 7,204  | 6,366  | 4,786  |
| Non-current liabilities      | 5,020 | 4,855  | 4,878  | 5,397  |
| Current liabilities          | 1,257 | 2,231  | 2,258  | 2,580  |
| Shareholders' Equity         | 9,392 | 10,727 | 12,325 | 13,184 |

| Financial results           | 2004  | 2005   | 2006   | 2007   |
|-----------------------------|-------|--------|--------|--------|
| Turnover, RON mn            | 8,688 | 10,760 | 13,078 | 12,284 |
| EBITDA, RON mn              | 114   | 2,775  | 3,596  | 3,111  |
| EBIT, RON mn                | (581) | 1,884  | 2,777  | 1,965  |
| Net (loss)/profit, RON mn   | (974) | 1,416  | 2,285  | 1,778  |
| Operating Cash flow, RON mn | 1,856 | 2,771  | 2,957  | 2,485  |
| Investments*, RON mn        | 1,303 | 1,117  | 2,937  | 3,820  |

<sup>\*</sup> the investments include increases of Petrom share participations

## Consolidated cash flows and investments by segments

| Cash flow, RON mn   | 2004    | 2005    | 2006    | 2007    |
|---|---------|---------|---------|---------|
| Net cash flow from operating activities incl. change in Working Capital | 1,856   | 2,771   | 2,955   | 2,485   |
| Net cash used from investment activities                                | (1,499) | (2,170) | (3,168) | (3,761) |
| Net cash used for financial activities                                  | 3,361   | (219)   | (836)   | (1,423) |
| Cash and cash equivalents at the end of the year                        | 4,117   | 4,500   | 3,451   | 753     |

| Investments* by segments, RON mn | 2004  | 2005  | 2006  | 2007  |
|----------------------------------|-------|-------|-------|-------|
| Exploration & Production**       | 669.3 | 531   | 1,336 | 2,465 |
| Refining & Marketing             | 625   | 585   | 1,298 | 1,004 |
| Gas                              | -     | -     | 1     | 32    |
| Chemicals                        | 8.6   | 1.6   | 5.5   | 16    |
| Corporate                        | -     | -     | 297   | 303   |
| TOTAL                            | 1,303 | 1,117 | 2,937 | 3,820 |

<sup>\*</sup>investments include increases of Petrom share participations

<sup>\*\*</sup>include the investments of Corporate (in 2005)

## Key figures by segments

| Revenues per segments of activity, RON mn | 2004    | 2005    | 2006     | 2007     |
|---|---------|---------|----------|----------|
| Exploration & Production                  | 6,158   | 7,137   | 7,370    | 7,429    |
| Refining & Marketing                      | 9,298   | 12,012  | 14,525   | 10,574   |
| Gas*                                      | N/A     | -       | 2,030    | 2,462    |
| Chemicals (Doljchim)                      | 345     | 374     | 418      | 470      |
| Inter-segment elimination                 | (6,268) | (8,550) | (10,927) | (8,453)  |
| TOTAL                                     | 9,533   | 10,973  | 13,416   | 12,485** |

<sup>\*</sup> Gas revenues were included in E&P revenues in the previous years. The separate reporting started in 2006.
\*\* 2007 total revenues figure also includes RON 3 mn from Corporate & others

| EBIT per segments of activity, RON mn          | 2004     | 2005  | 2006    | 2007    |
|--|----------|-------|---------|---------|
| Exploration & Production                       | 572      | 2,782 | 3,744   | 2,848   |
| Refining & Marketing, including petrochemicals | (1,153)* | (914) | (1,136) | (1,065) |
| Gas**  | -        | -     | 118     | 123     |
| Chemicals (Doljchim)                           | -        | 17    | 51      | 59      |
| TOTAL  | (581)    | 1,884 | 2,777   | 1,965   |

## Market indicators

|   | 2004  | 2005  | 2006  |       |
|---|-------|-------|-------|-------|
| Crude price for Brent in USD/bbl              | 38.22 | 54.38 | 65.14 | 72.39 |
| Crude price for Ural in USD/bbl               | 34.50 | 50.87 | 61.35 | 69.38 |
| Exchange rate EUR/RON                         | 4.05  | 3.62  | 3.53  | 3.34  |
| Realized crude Price Domestic in USD/bbl      | 31.97 | 49.43 | 55.65 | 63.00 |
| Regulated Domestic Gas Price in USD/1,000 cbm | -     | 110   | 122   | 184   |
| World crude demand in mn bbl/d                | 82.2  | 83.3  | 84.5  | 85.8  |
| World crude output in mn bbl/d                | 83.1  | 84.1  | 85.3  | 85.5  |

<sup>\*</sup> including Doljchim

\*\* the reporting of gas results started in 2006, previously included in E&P

#### Overview E&P activities

Our Exploration and Production business explores for and extracts oil and natural gas in Romania and other countries in the region (Russia and Kazakhstan). Petrom is the sole crude oil producer in Romania and accounts for half of Romanian gas production. Our domestic and international oil and gas production amounted to 72 mn boe in 2007. Our aim is to stabilize and increase the production of the mature fields we operate, through a sustained and comprehensive investment program.

In Romania, Petrom holds 17 onshore and 2 offshore exploration blocks, with a combined area of 60,000 km². During 2007, Petrom ratified contracts for three new exploration areas.

In Kazakhstan, the average production from existing fields increased to 4,600 boe/d (2006: 4,400 boe/d) despite the sale of the Sinelnikovskoe field.

The Komsomolskoe oil field development commenced, infrastructure was put in place and plant and pipeline constructions were carried out. For two discoveries in the Jusaly exploration block, a pilot production phase was agreed with the Kazakh authorities.

In Russia, three additional exploration licenses were awarded bringing the total number of licenses to nine in the Saratov region and two in the Komi region.

In 2007, Petrom made significant progress in stabilizing the oil production. We halted the 7% average decline and recorded an aggregate decline of 4% with stable production levels from Q2/07 onwards. Exploration activities stepped up and the first discoveries in Romania since the introduction of 30 seismic technologies were made. As a result, Petrom's reserve replacement rate reached in 2007 the level of 38% in Romania.

#### Outlook for 2008

The results of the modernization efforts are already visible and we expect production volumes to increase in 2008. The well modernization program will continue, together with efforts to further enhance production efficiency. We will also continue to maximize the production level in Romania through an intensive drilling program combined with field re-development of 50 major fields and the continuation of our successful well re-completion program. The newly discovered offshore field Delta 4 is expected to commence operations in mid-2008. Through the use of 3D seismic technology we continue our efforts to increase the reserve replacement rate and to accelerate the conversion of probable into proved reserves.

In 2008, the focus in E&P will be on reducing production costs through the integration of the oil service business of Petromservice and the initiation of a cost-cutting program. The integration of the recently acquired oil services business of Petromservice will allow us to directly control the modernization process of this business, in order to increase the quality and efficiency of the operations, increase production and support the reduction of production costs.

#### E&P at a glance

| Production and financial data                  | 2004  | 2005  | 2006               |       |
|--|-------|-------|--------------------|-------|
| Total production (mn boe)                      | 81.31 | 77.95 | 73.06              | 70.27 |
| Crude and NGL production (mn tons)             | 5.46  | 5.21  | 4.78               | 4.54  |
| Gas production (bcm)                           | 6.44  | 6.19  | 5.92               | 5.75  |
| Total revenues (RON mn)                        | 6,158 | 7,137 | 9,399 <sup>1</sup> | 7,429 |
| thereof: Inter-segment (RON mn)                | 4,206 | 5,379 | 7,272              | 6,962 |
| External sales (RON mn)                        | 1,536 | 1,704 | 1,923              | 399   |
| EBIT (RON mn)                                  | 572   | 2,782 | 3,744              | 2,848 |
| EBITDA (RON mn)                                | 1,071 | 3,414 | 4,334              | 3,556 |
| Exploration expenditures (RON mn) <sup>2</sup> | 50.7  | 150.6 | 140.9              | 230.0 |
| Investments (RON mn) <sup>3</sup>              | 669.3 | 530.5 | 1,336              | 2,465 |

<sup>1 2006</sup> E&P revenues in the above table include gas revenues

<sup>&</sup>lt;sup>2</sup> in addition RON 9.3 mn in 2005 and RON 29.4 mn in 2006 were spent in exploration but were capitalized and included in investments

<sup>3</sup> the unsuccessful wells investment is not included as they are expenses; 2005 figure includes the investments of Corporate

Figures in the above table refer only to Petrom SA, excl. Kazakhstan affiliates

## Refining and Marketing (R&M)

#### Overview R&M activities

Petrom is the number one downstream operator in Romania, with an installed capacity in its two refineries at Petrobrazi and Arpechim of 8 mn tons per year and operating together with its affiliates 550 filling stations in Romania, with another 257 stations in neighboring countries (Bulgaria, Republic of Moldova and Serbia). We are also the leading supplier of aviation fuel services and following the acquisition of Shell Gas Romania the number one player in the LPG market.

The nameplate capacity of Petrobrazi is 4.5 mn tons/year and of Arpechim is 3.5 mn tons/year.

In 2007, the Refining business realized the first positive effects of its restructuring efforts, delivering a significant improvement in the underlying performance. The results for 2007 were adversely impacted by the deteriorating margin environment, especially due to rising feedstock and energy costs.

The Marketing business saw an impressive increase in throughput per filling station to 3.2 mn liters/year and the complete transfer of the filling stations network to the full agency system, a new system for the administration of the filling stations that replaced the old COCO system (company owned, company operated), following the reorganization process started in 2005.

#### Outlook for 2008

Energy efficiency and yield improvement efforts will continue with a particular focus on reducing heavy fuel oil yield. Mechanical availability benefits will be realized from improved maintenance services under the new frame contracts.

We are pursuing our 2010 strategy focused on converting Romanian crude oil into high quality transport fuels for the South-East European market. We continue our investments to position Petrobrazi as the leading refinery in Romania, with 6 mn tons per year refinery capacity and a new grass-roots hydrocracker unit (the first in Romania).

In Marketing, our main focus will be to continue to modernize the filling station network. At the same time, we plan to demolish 45 old filling stations and 35 old storages. We also plan to consolidate Petrom Aviation and complete the integration of the newly acquired Shell Gas Romania into Petrom's LPG activity.

## Refining and Marketing (R&M)

#### R&M at a glance

|  | 2004    | 2005  | 2006    |         |
|--|---------|-------|---------|---------|
| Crude input (kt)   | 6,426   | 6,400 | 6,863   | 5,917   |
| thereof: imported crude (kt)                             | 1,465   | 1,404 | 2,138   | 1,570   |
| Arpechim* (kt)   | 2,993   | 3,290 | 3,437   | 2,798   |
| Petrobrazi* (kt)   | 3,433   | 3,110 | 3,426   | 3,119   |
| Refinery utilization rate                                | 83%     | 80%   | 86%     | 74%     |
| Sales (kt)   | 1,722   | 5,046 | 5,465   | 4,707   |
| thereof: Gasoline  | 643     | 1,849 | 2,120   | 1,587   |
| Diesel   | 909     | 1,581 | 1,794   | 1,835   |
| Number of operating filling stations within Petrom Group | 658     | 635   | 804     | 807     |
| thereof in Romania**                                     | 588     | 553   | 593     | 550     |
| Total revenues*** (RON mn)                               | 7,300   | 8,914 | 10,923  | 10,574  |
| thereof external sales (RON mn)                          | 7,152   | 8,752 | 10,792  | 9,566   |
| EBIT*** (RON mn)   | (1,153) | (914) | (1,136) | (1,065) |
| EBITDA*** (RON mn)                                       | (957)   | (662) | (914)   | (736)   |
| Investments*** (RON mn)                                  | 634     | 585   | 1,298   | 1,004   |

<sup>\*</sup> processed crude oil figure includes condensate and natural gas-associated liquids

#### Production

| Petroleum products, kt | 2004* | 2005* | 2006  | 2007  |
|------------------------|-------|-------|-------|-------|
| Gasoline               | 2,286 | 2,308 | 2,094 | 1,570 |
| Diesel                 | 1,860 | 1,617 | 1,794 | 1,726 |
| Kerosene               | 131   | 132   | 192   | 187   |
| HFO                    | 1,143 | 1,124 | 753   | 737   |
| LPG total              | 151   | 200   | 305   | 248   |
| Bitumen                | 127   | 139   | 166   | 129   |
| Petroleum coke         | 159   | 153   | 196   | 176   |

<sup>\* 2004-2005</sup> petroleum production includes internal transfers

<sup>\*\*</sup> the number of filling stations reported in 2004 Annual Report included non-operating filling stations as well (24 in 2004); figure includes the filling stations operated by affiliated companies

<sup>\*\*\*</sup> financial results (revenues, EBIT, EBITDA,) and investments for 2004 include also Doljchim

#### Gas

#### Overview Gas activities

Petrom is a powerful player on the Romanian gas market. 2007 saw the establishment of an effective gas marketing business. The small gas distribution network was spun off into a wholly-owned company - Petrom Distributie Gaze srl - achieving compliance with the European Union unbundling regulations.

The Gas business division of Petrom SA, formed in 2006, successfully established itself in the Romanian gas market. Along with the 100% Petrom affiliate Petrom Gas srl, the Gas business division supplies all Romanian market segments with natural gas.

In order to leverage the value of natural gas, the decision was taken to move the value chain one step forward by developing our power generation business. The Romanian power market is currently undergoing a major structural change and Petrom is in an excellent position to benefit via its investment in a 860 MW gas fired-power plant at Petrobrazi. The plant is designed to enter the Romanian power market as a mid-size player and to provide the captive consumers of Petrom with electricity and steam. The full production capacity of the plant will be delivered to the Romanian power grid by end of 2011.

#### Outlook for 2008

The focus in 2008 will be the construction of the 860 MW gas-fired power plant. In this context, Petrom will have to reach important milestones in order to keep the project timeline on track, notably concluding the tender negotiations, signing the lumps-sum turnkey and long-term service contracts and signing of an Owner's Engineer Contract.

Another important milestone for 2008 will be the launch of the electrical overhead line for the power plant and commencing the actual construction works for the plant.

#### Gas at a glance

|   | 2005  | 2006  | 2007  |
|---|-------|-------|-------|
| Consolidated gas sales <sup>1</sup> , mn cbm                | 5,612 | 5,242 | 5,546 |
| thereof Petrom SA   | 5,321 | 4,863 | 5,156 |
| EBIT (RON mn) <sup>2</sup>                                  | -     | 117   | 123   |
| Investments <sup>2</sup>                                    | -     | 1     | 32    |
| Regulated gas price for domestic producers in RON/1,000 cbm | 321   | 342   | 448   |
| Regulated gas price for domestic producers in USD/1,000 cbm | 110   | 122   | 184   |
| Import gas price in USD/1,000 cbm                           | 205   | 297   | 293   |

<sup>1</sup> Consolidated gas sales include the sales of Petrom SA, Petrom Gas SRL and Petrom Distributie Gaze as well as internal transfers to other segments

<sup>&</sup>lt;sup>2</sup> Gas results were separated from E&P and started to be reported in 2006

### Petrom's stock exchange and privatization history

2001: Petrom is listed on the Bucharest Stock Exchange. The SNP shares started trading on September 3, and close at 0.0720 RON.

2004: On July 23, MEC and OMV signed the privatization contract whereby OMV acquired 51% stake in Petrom through a combination of a direct purchase of 33.34% (EUR 669 mn) and a simultaneous capital increase in Petrom (EUR 831mn). On December 7, OMV paid EUR 1.5 bn for 51% of Petrom share capital and on December 14, the closing of the Privatization Agreement took place. Thus, OMV became the majority shareholder and Petrom's share capital increased as of December 31 to 5,600,050,608 RON with a nominal value of RON 0.1 per share. EBRD converted USD 73 mn of the Loan Agreement concluded with Petrom in 2002 into 2,03% of the Company's share capital.

2005: On November 22, the General Meeting of Shareholders (GMS) approved the share capital increase, giving to the existing shareholders the right to subscribe shares, with the nominal value of 0.1 RON, in order to keep their holdings. The Ministry of Economy and Commerce (MEC) received 266,977,088 shares representing the value of the land for which the Company had obtained ownership titles between December 16, 2004 and October 10, 2005.

The trading period of the preference rights started on December 14, 2005 and ended on December 23, 2005. During this period, almost 198 mn Petrom rights were traded on the Bucharest Stock Exchange, the daily volume being between 12 mn and 58 mn rights. The price fluctuated between RON 0.0040 and RON 0.0046.

During the subscription period (January 9 – February 9, 2006), OMV subscribed 334,209,314 shares, the European Bank for Reconstruction and Development (EBRD) subscribed 13,275,740 shares, and a number of 3,924 shareholders, natural persons and legal entities, subscribed 29,140,115 shares. Same year, on March 15, ROTX index was launched on Vienna Stock Exchange. The index reflects in real-time the movement of the seven liquid blue chip stocks traded at the BSE, Petrom included with a weight representing approx. 24%.

2006: On February 27, at the request of Fondul Proprietatea S.A., 5,600,050,608 shares, issued by Petrom S.A. were transferred from the account of the Ministry of Economy and Commerce into the account of Fondul Proprietatea S.A.

Fondul Proprietatea is a fund created by the Romanian state in order to compensate the persons who suffered from the nationalization of their assets during the communist regime. Following the transfer and the share capital increase, the Ministry of Economy and Commerce now owns 17,481,773,996 shares and Fondul Proprietatea S.A. 5,600,050,608 shares, representing 30,87% and 9,89%, respectively, of the share capital. As of the end of the year, Petrom's main shareholder is OMV AG, with 51.01% of the share capital, followed by the Ministry of Economy and Commerce, with 30.87%. EBRD is a minority shareholder of Petrom (2.02%), while 6,21% of the share capital is free-float traded on the Bucharest Stock Exchange, being held by around 500,000 private and institutional investors from Romania and from shoad.

## Petrom's stock exchange and privatization history

On July 11, 2007, in compliance with the stipulations of the Government's

Emergency Statutory Order no. 81/2007, Depozitarul Central transferred

5,791,079,578 shares, representing 10.223% of Petrom's share capital, held by AVAS, into the account of Fondul Proprietatea S.A.

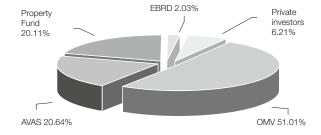
2007: Starting with February 26, MEC has been replaced by AVAS as the representative of the Romanian State in its capacity as Petrom shareholder.

According to the provisions of the E.G.O. no 101/2006, on February 26, 2007, Depozitarul Central transferred the Petrom shares owned by the Ministry of Economy and Commerce in the account of the Authority for State Assets Recovery (AVAS).

ares owned by the of the Authority for Subsequent to the transfer, AVAS owns 11,690,694,418 shares representing 20.64% of the share capital and Fondul Proprietatea S.A. owns 11,391,130,186 shares, representing 20.11% of the share capital.

Subsequent to the transfer, AVAS owns 17,481,773,996 shares representing 30,862% of the Petrom share capital.

## Shareholders' structure



## Abbreviations and definitions

bbl Barrel

bcm Billion cubic meters

bn Billion

boe Barrels of oil equivalent

Capital employed Equity + (Financial Current liabilities + Financial Non-current liabilities - Cash)

cbm Cubic meter

Current ratio Current Assets / Current Liabilities EBIT Earnings Before Interest and Taxes

EBITDA Earnings Before Interest, Taxes, Depreciation and Amortization

HFO Heavy Fuel Oil Thousand tons

LPG Liquefied Petroleum Gas

Million mn

NGL Natural Gas Liquids

NOPAT Net Operating Profit After Taxes = Net income + (Interest Expense - Interest income)\*(1-tax rate)

ROACE Return On Average Capital Employed = NOPAT / Average Capital Employed

ROE Return On Fixed Assets = NOPAT / Average Fixed Assets

ROFA Return On Equity = Net Profit / Average Equity

RON New Romanian leu

(Current Assets - Inventories) / Current Liabilities Quick ratio

Tons

## Financial calendar 2008

| Financial events  | Date              |
|---|-------------------|
| The presentation of the results for January-December and Q4 2007 1, 2 | February 26, 2008 |
| Publication of the Annual Report 2007                                 | April 22, 2008    |
| The General Meeting of Shareholders                                   | April 22, 2008    |
| The presentation of the results for January-March 2008                | May 7, 2008       |
| The presentation of the results for January-June and Q2 2008          | August 6, 2008    |
| The presentation of the results for January-September and Q3 2008     | November 6, 2008  |

According to Romanian Accounting Standards

<sup>&</sup>lt;sup>2</sup> Approved by the Executive Board and to be submitted for the GMS approval

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All important information and news for shareholders and analysts with respect to the company's activity is posted on Petrom's corporate website at www.petrom.com, Investor Relations section.

#### Mailing service

To obtain quarterly and annual reports in Romanian and English, please send an e-mail to investor.relations.petrom@petrom.com or use the ordering service under www.petrom.com.

| Petrom shares Symbols    |            |
|--------------------------|------------|
| ISIN                     | SNPPACNOR9 |
| Bucharest Stock Exchange | SNP        |
| Bloomberg                | SNP RO     |
| Reuters                  | SNPP.BX    |

## Petrom - Noutăti Investitori 2007

- 28.02. Petrom dezvoltă cel mai mare proiect de reabilitare ecologică din România "Verde la puterea Petrom"
- 06.03. Prezentarea rezultatelor pentru lanuarie-Decembrie si T4 2006
- 04.04. Petrom a semnat contractul de construcţie pentru Petrom City, cu compania Alpine SA
- 11.04. Petrom a semnat un contract de furnizare de biodiesel cu compania Prio Biocombustibil
- 18.04. Petrom vinde participaţia sa în Oztyurk Munai LLP, din Kazakhstan
- 08.05. Petrom decide să își exercite dreptul de preempțiune privind achiziționarea a 55% din acțiunile Shell Gas România și a 60% din acțiunile Trans Gas Services
- 14.05. Petrom anunță prima descoperire în România, pe baza aplicării de tehnologii moderne de explorare - sonda 570 Torcesti
- 16.05. Prezentarea rezultatelor pentru lanuarie-Martie 2007
- 28.05. Petrom a început procedura de închidere temporară a rafinăriei Arpechim
- 01.06. Oprirea temporară a rafinăriei Arpechim în condiții maxime de sigurantă
- 14.06. Petrom înființează o nouă companie petrochimică, Petrochemicals Arges
- 18.06. Consiliul de Supraveghere al Petrom aprobă proiectul de construire la Petrobrazi a unei centrale electrice pe bază de gaze, cu o capacitate de circa 860 MW
- 19.06. Petrom lansează proiectul "Parcurile viitorului"
- SC Fondul Proprietatea SA îşi măreşte participația în capitalul social al Petrom

- 07.08. Măsura de suspendare a autorizației integrate de mediu a rafinăriei Arpechim a fost ridicată
- 16.08. Prezentarea rezultatelor pentru lanuarie-lunie si T2 2007
- 06.09. Petrom anunță noi descoperiri de zăcăminte : "Delta 4" (tiţei),
  "Mamu 4320" (gaze și condensat), "900 Ochiuri" (tiţei),
  "Abramut" (tiţei și gaze) and "7 W Predesti" (gaze)
- 07.09. Petrom s-a alăturat celui mai mare proiect umanitar de constructie din România: Eurohabitat 2007
- 18.09. Petrom achiziţionează activitatea de servicii petroliere a Petromservice
- 24.09. Petrom înființează o nouă companie, Petrom Distribuție Gaze SRI
- 01.10. Înalta Curte de Casaţie şi Justiţie respinge irevocabil apelul dlui Dan Paul În dosarul nr. 47958/3/2005 privind cererea de anulare a Hotărârilor nr. 2, 3 şi 4 ale AGEA Petrom, din 22 noiembrie 2005
- 03.10. Petrom înființează o nouă Divizie de Energie ce devine operatională cu data de 1 Octombrie
- 16.10. Petrom lansează o nouă gamă de uleiuri de motor, Petrom Motor Oil
- 14.11. Petrom a început construcția depozitului de carburanți Jilava București
- 15.11. Prezentarea rezultatelor pentru lanuarie-Septembrie și T3 2007
- Toate staţiile de distribuţie Petrom în România operează în sistemul full agency
- 19.12. Petrom a construit 100 benzinarii premium în România începând din anul 2005, când prima stație de acest tip a fost deschisă în București

# PETROM SA

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