

## Nota 5 AGEA

**Imputernicirea Doamnei Mariana Gheorghe, in calitate de Director General Executiv, de a semna in numele actionarilor hotararile AGEA si Actul Constitutiv actualizat si de a indeplini orice actiune sau formalitate cerute de lege pentru inregistrarea si aducerea la indeplinire a hotararilor AGEA.**

In conformitate cu art. 131 alin. (4) din Legea privind societatile comerciale, hotararile adunarilor generale ale actionarilor trebuie depuse la Oficiul Registrului Comertului pentru a fi opozabile tertilor. Depunerea ar trebui facuta in termen de 15 zile de la data la care aceste hotarari sunt aprobate pentru a fi inregistrate in evidentele Oficiului Registrului Comertului si publicate in Monitorul Oficial al Romaniei, Partea a IV-a.

De asemenea, trebuie sa fie notificati cu privire la aceste decizii investitorii, prin intermediul Bursei de Valori Bucuresti, precum si Comisia Nationala a Valorilor Mobiliare.

Pentru a indeplini aceste formalitati, ***prin prezenta se propune adunarii generale a actionarilor sa o imputerniceasca pe Doamna Mariana Gheorghe, Director General, sa semneze in numele actionarilor hotararile AGEA si Actul Constitutiv actualizat si sa intreprinda orice actiune sau formalitate prevazuta de***

## Note 5 EGMS

**Empowering Ms Mariana Gheorghe, Chief Executive Officer, to sign in the name of the shareholders the resolutions of the EGMS and the updated Articles of Association and to perform any act or formality required by law for the registration and the enforcement of the resolutions of the EGMS.**

In accordance with article 131 paragraph 4 of Company Law, the resolutions of the general meetings of shareholders must be submitted to the Trade Registry Office in order to be valid against third parties. The submission should be done in 15 days since such resolutions are passed in order to be registered in the Trade Registry records and published in the Official Gazette of Romania, part IV.

The investors must also be notified concerning in respect of the resolutions via Bucharest Stock Exchange, while the National Securities Commission will be informed as well.

In order to comply with these formalities, ***it is hereby proposed to the general meeting to empower Ms Mariana Gheorghe, Chief Executive Officer, to sign in the name of the shareholders the resolutions of the EGMS and update Articles of Association and to perform any act or formality required by law for the***

***lege pentru inregistrarea si aplicarea hotararilor AGEA. Doamna Mariana Gheorghe poate delega toate sau o parte din atributiile mentionate mai sus oricarei (oricaror) persoane in vederea aducerii la indeplinire a unui astfel de mandat.***

***registration and the enforcement of the resolutions of the EGMS. Ms Mariana Gheorghe may delegate all or part of the above mentioned powers to any other person(s) to perform such the mandate.***

**Mariana Gheorghe,**

**Director General Executiv/Chief Executive Officer  
Presedinte al Directoratului/President of the Executive Board  
OMV PETROM SA**

---