

Logo: Romanian Government

Ministry of Energy, Small and Medium enterprises and Business Environment

General Department – Companies

To: OMV Petrom SA Bucharest

Mrs. Mariana Gheorghe, President of the Executive Board

Re: *The Ordinary General Meeting of Shareholders of OMV Petrom SA, Bucharest, convened on 28 April 2015*

In accordance with the provisions of art. 117¹ of Company Law no. 31/1990, republished, further amended and supplemented, on the exercise of certain rights of the shareholders,

The Ministry of Energy, Small and Medium Enterprises and Business Environment (MESMEBE), in the name of the Romanian State as shareholder holding a number of 11,690,694,418 shares representing 20,64% of the share capital of OMV Petrom SA Bucharest, hereby requests the supplementing of the agenda of the Ordinary General Meeting of Shareholders by inserting two new items, having the following wording:

- 1. "Revocation of Mr. Lucian-Dan Vladescu's mandate of member of the Supervisory Board of OMV Petrom SA;*
- 2. Appointment of a new member of the Supervisory Board for the remaining period of the mandate granted to Mr. Lucian-Dan Vladescu, further to the approval of the revocation of his mandate of member of the Supervisory Board"*

The list of persons proposed by MESMEBE for the appointment as member of the Supervisory Board of OMV Petrom SA is presented in the Appendix attached hereto. In accordance with the art. 17.4 of the Articles of Association of the Company "The proposal for a candidate to a vacant Supervisory Board position will be submitted only after consultation with the shareholder which had proposed the Supervisory Board member whose mandate's termination generated the vacancy."

We also send the draft resolution of the of the Ordinary General Meeting of Shareholders for the items mentioned above, as follows

Resolution no.

of the Ordinary General Meeting of Shareholders of OMV Petrom SA of 28 April 2015

The Ordinary General Meeting of Shareholders (hereinafter referred to as the "**OGMS**") of **OMV PETROM S.A.**, a company managed in a two-tier system, incorporated and functioning under the laws of Romania, registered with the Trade Registry Office of Bucharest Court under number J40/8302/1997, fiscal code 1590082, having its headquarters at 22 Coralilor Street, Sector 1, Bucharest ("Petrom City"), with a 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 (hereinafter referred to as the „**Company**”),

convened via the convening notice published in the Official Gazette of Romania, Part IV, no of..... March 2015 and in the following widely-spread newspapers: “Bursa” and “Ziarul Financiar” of March 2015,

held on **28 April 2015**, 11.00 AM, at “Crown Ballroom” conference room of the CROWNE PLAZA Hotel, located in Bucharest, 1 Poligrafiei Boulevard, Sector 1, at the first convening,

in accordance with Company Law no. 31/1990, republished, Capital Markets Law no. 297/2004, Regulation no. 1/2006 on issuers and trading of securities, Regulation no. 6/2009 on the exercise of certain rights of shareholders in general shareholders meetings of the companies and with Articles of Association of the Company,

Hereby decides upon items no.of the agenda of the meeting as follows:

Item no..... In the presence of the shareholders representing % of the share capital and % of the total voting rights, with the affirmative and secret votes of the shareholders representing % of the share capital and % of the casted votes, approves the revocation ofas member of the Supervisory Board of OMV Petrom SA.

Item no..... In the presence of the shareholders representing % of the share capital and % of the total voting rights, with the affirmative and secret votes of the shareholders representing % of the share capital and % of the casted votes, appoints [...] (identification details) as the new member of the Supervisory Board for the remaining term of the mandate granted to his predecessor, respectively until 28 April 2017.

Sincerely yours

Bogdan Stanescu

General Manager

APPENDIX**LIST****OF PERSONS PROPOSED BY THE MINISTRY OF ENERGY, SMALL AND MEDIUM
ENTERPRISES AND BUSINESS ENVIRONMENT**

No.	Name and Surname	Identification details	Position
1	BADEA Bogdan Nicolae	Domiciled in Bucharest, Sector 4, 207 Cal Vacaresti, bl 85B sc A, 6 floor, ap. 23 PIN: 1780416384235, CI series RR, no. 921892, issued on 19.04.2012 by SCPEP sector 4	State Secretary - Ministry of Energy, Small and Medium enterprises and Business Environment

Bogdan Stanescu**General Manager**