

Nota 11 AGOA

Numirea auditorului financiar al Societatii, in urma expirarii contractului de prestari de servicii de audit, stabilirea duratei minime a contractului de prestari servicii de audit si a remuneratiei acordate auditorului financiar.

Din perspectiva guvernantei corporative, in vederea asigurarii unor standarde inalte de independenta, a fost desfasurata o procedura de licitatie in vederea selectarii unui auditor financiar care a indicat Ernst & Young Assurance Services SRL drept cea mai buna optiune pentru OMV Petrom.

Se propune ca Ernst & Young Assurance Services SRL sa fie numit auditor al OMV Petrom pentru anul 2011.

De asemenea, onorariul propus pentru anul 2011 este de 412.000 euro si durata propusa contractului de audit financiar este de un an, respectiv pentru auditul aferent 2011 .

Propunerile au fost aprobate de catre Directorat in sedinta din data de 16 martie 2011, analizate de catre Comitetul de Audit in cadrul sedintei sale din 24 martie 2011 si aprobate de catre Consiliul de Supraveghere in sedinta din data de **24 martie 2011.**

Prin urmare, se propune AGOA sa aprobe numirea Ernst & Young

Note 11 OGMS

Appointment of the Company's financial auditor, pursuant to the expiry of the audit service agreement, establishment of the minimum duration of the audit service agreement and the remuneration of the financial auditor.

From a corporate governance perspective, to ensure high independence standards, a tendering process has been carried out for the selection of the financial auditor which pointed out Ernst & Young Assurance Services SRL as the best option for OMV Petrom.

Ernst & Young Assurance Services SRL is hereby proposed as financial auditor of OMV Petrom SA ("OMV Petrom") for the financial year 2011.

Likewise, the proposed fee for the 2011 audit is EUR 412,000 and the proposed duration is one year for the financial audit agreement (i.e. for 2011 financial year).

The proposals were approved by the Executive Board in its meeting of March 16, 2011, reviewed by the Audit Committee in its meeting of March 24, 2011 and approved by the Supervisory Board in its meeting of March 24, 2011.

Therefore, it is proposed to OGMS to approve the appointment of Ernst &

Assurance Services SRL ca auditor Young Assurance Services SRL as the financial auditor, the duration of one year for the financial audit agreement aferent 2011 precum si remuneratia mai sus mentionata a auditorului financiar. (i.e. for 2011 financial year)as well as the above mentioned remuneration of the financial auditor.

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