

**Results of the votes on the Resolutions  
of the Ordinary General Meeting of Shareholders  
of OMV Petrom SA held on 29 April 2014**

In accordance with article 19 of Regulation no. 6/2009 of the National Securities Commission regarding the exercise of some rights of the shareholders in the general meetings of shareholders, **OMV Petrom SA** a company managed in a two tier system, incorporated and functioning under the laws of Romania, registered with the Bucharest Trade Registry Office under number J/40/8302/1997, sole registration code 1590082, having the headquarters at 22 Coralilor Street, Sector 1, Bucharest ("Petrom City"), having the subscribed and paid share capital of 5,664,410,833.50 RON divided in 56,644,108,335 common, nominative shares of stock with a face value of RON 0.1 each (hereinafter referred to as the „**Company**”), hereby publishes the results of the votes from the Ordinary General Meeting of Shareholders (hereinafter referred to as “**OGMS**”) held upon first convening and in observance of legal validity requirements on 29 April 2014 at “Crown Ballroom” conference room of the CROWNE PLAZA Hotel, located in Bucharest, 1 Poligrafiei Boulevard, sector 1, as follows,

**A. Status of shares and voting rights as at the Date of OGMS:**

Share capital: de 5,664,410,833.50 lei

Nominal value per share: 0.1 lei

Voting rights per share: 1

Type of shares: common, nominative:

Total number of shares: 56,644,108,335

Voting right shares: 56,644,108,335

Total number of voting rights: 56,643,903,559

Suspended voting right shares: 204,776

**B. Results of the votes in the OGMS held on 29 April 2014**

- 1. For the appointment of Mr. Ovidiu – Constantin Gaitan** as secretary of the OGMS,  
the following results were recorded:

- Quorum: 53,208,238,570 shares representing 93.93428% of the share capital and 93.93462% of the voting rights;
- Total number of valid votes cast: 51,460,536,510;
- Total number of shares for which valid votes were cast 51,460,536,510 representing 90.84887% of the share capital;
- Votes:
  - o For: 51,460,516,010 shares representing 90.84884% of the share capital and 99.99996% of the casted votes;
  - o Against: 20,500 votes;
  - o Abstentions: 15,600 votes.

**2. For item no. 1 on the agenda of the OGMS,** regarding the approval of the individual financial statements of OMV Petrom for the financial year ended on 31 December 2013 prepared in accordance with International Financial Reporting Standards (IFRS), as stipulated into Ministry of Finance Order no.1286/2012, based on the Financial Auditor's Report, the Report of the Executive Board and the Report of the Supervisory Board for the 2013 financial year,

**the following results were recorded:**

- Quorum: 53,208,245,770 shares representing 93.93429% of the share capital and 93.93463% of the voting rights.
- Total number of valid votes cast: 53,208,230,770;
- Total number of shares for which valid votes were cast 53,208,230,770, representing 93.93427% of the share capital;
- Votes:
  - o For: 53,208,230,270 votes representing 93.93427% of the share capital and 99.99999% of the casted votes;
  - o Against: 500 votes;
  - o Abstentions: 15,000 votes.

**3. For item no. 2 on the agenda of the OGMS,** regarding the approval of the consolidated financial statements for the year ended on 31 December 2013, prepared in accordance with IFRS based on the Financial Auditor's Report, the Report of the Executive Board and the Report of the Supervisory Board for the 2013 financial year,

**the following results were recorded:**

- Quorum: 53,208,245,770 shares representing 93.93429% of the share capital and 93.93463% of the voting rights.
- Total number of valid votes cast: 53,208,230,770;
- Total number of shares for which valid votes were cast 53,208,230,770, representing 93.93427% of the share capital;

- Votes:
  - o For: 53,208,230,270 votes representing 93.93427% of the share capital and 99.99999% of the casted votes;
  - o Against: 500 votes;
  - o Abstentions: 15,000 votes.

**4. For item no. 3 on the agenda of the OGMS,** regarding the approval of the Annual Report which includes the Report of the Executive Board and the Report of the Supervisory Board for the 2013 financial year

**the following results were recorded:**

- Quorum: 53,208,245,770 shares representing 93.93429% of the share capital and 93.93463% of the voting rights;
- Total number of valid votes cast: 53,208,230,770;
- Total number of shares for which valid votes were cast 53,208,230,770, representing 93.93427% of the share capital;
- Votes:
  - o For: 53,208,230,270 votes representing 93.93427% of the share capital and 99.99999% of the casted votes;
  - o Against: 500 votes ;
  - o Abstentions: 15,000 votes.

**5. For item no. 4 on the agenda of the OGMS,** regarding the approval of the Executive Board's proposal to allocate the amount of RON 93,233,693 to legal reserves in order to comply with the legal requirements regarding the mandatory allocation of a profit quota for legal reserves

**the following results were recorded:**

- Quorum: 53,208,316,270 shares representing 93.93442% of the share capital and 93.93476% of the voting rights.
- Total number of valid votes cast: 53,208,209,770;
- Total number of shares for which valid votes were cast 53,208,209,770, representing 93.93423% of the share capital;
- Votes:
  - o For: 53,208,208,770 votes representing 93.93423% of the share capital and 99.99999% of the casted votes;
  - o Against: 1000 votes;

- Abstentions: 35,000 votes.
- 6. For item no. 5 on the agenda of the OGMS,** regarding the approval of the Executive Board's proposal to distribute dividends for the 2013 financial year, the manner of payment and the starting date of the payment; the Executive Board proposes to distribute dividends via the payment agent BRD Groupe Societe Generale S.A., having a gross value per share as its mentioned in the supporting materials, to OMV Petrom's shareholders recorded at the Registration Date, the payment being made starting with 5 June 2014

**the following results were recorded:**

- Quorum: 53,208,316,270 shares representing 93.93442% of the share capital and 93.93476% of the voting rights.
  - Total number of valid votes cast: 53,208,229,770;
  - Total number of shares for which valid votes were cast 53,208,229,770, representing 93.93427% of the share capital;
  - Votes:
    - For: 53,208,208,770 votes representing 93.93423% of the share capital and 99.99996% of the casted votes;
    - Against: 21,000 votes;
    - Abstentions: 15,000 votes.
- 7. For item no. 6 on the agenda of the OGMS,** regarding the approval of the 2014 Revenue and Expenditure Budget

**the following results were recorded:**

- Quorum: 53,208,317,270 shares representing 93.93442% of the share capital and 93.93476% of the voting rights.
- Total number of valid votes cast: 53,208,210,770;
- Total number of shares for which valid votes were cast 53,208,210,770, representing 93.93423% of the share capital;
- Votes:
  - For: 53,208,209,770 votes representing 93.93423% of the share capital and 99.99999% of the casted votes;
  - Against: 1000 votes;
  - Abstentions: 35,000 votes.

- 8. For item no. 7 on the agenda of the OGMS,** regarding the discharge of liability of the members of the Executive Board and of the members of the Supervisory Board for the 2013 financial year

**the following results were recorded:**

- Quorum: 53,206,678,951 shares representing 93.93153% of the share capital and 93.93187% of the voting rights.
- Total number of valid votes cast: 53,206,643,851;
- Total number of shares for which valid votes were cast 53,206,643,851, representing 93.93147% of the share capital;
- Votes:
  - o For: 53,206,642,851 votes representing 93.93146% of the share capital and 99.99999% of the casted votes;
  - o Against: 1000 votes;
  - o Abstentions: 35,100 votes.

**9. For item no. 8 on the agenda of the OGMS,** regarding the appointment of a new member of the Supervisory Board for the remaining period of the mandate granted to Mr. Jacobus Gerardus Huijskes, further to the waiver of his mandate of member of the Supervisory Board

**the following results were recorded:**

- Quorum: 53,206,710,770 shares representing 93.93158% of the share capital and 93.93192% of the voting rights.
- Total number of valid votes cast: 53,206,564,770;
- Total number of shares for which valid votes were cast 53,206,564,770, representing 93.93133% of the share capital;
- Votes:
  - o For: 53,206,564,270 votes representing 93.93132% of the share capital and 99.99999% of the casted votes;
  - o Against: 500 votes;
  - o Abstentions: 146,000 votes.

**10. For item no. 9 on the agenda of the OGMS,** regarding the establishment of the remuneration of the members of the Supervisory Board for the current year and the general limit of the additional remunerations of the Supervisory Board members who were assigned specific positions within the Supervisory Board,

**the following results were recorded:**

- Quorum: 53,206,709,638 shares representing 93.93158% of the share capital and 93.93192% of the voting rights.
- Total number of valid votes cast: 53,203,564,138;
- Total number of shares for which valid votes were cast 53,203,564,138, representing 93.92603% of the share capital;
- Votes:

- For: 53,203,563,138 votes representing 93.92603% of the share capital and 99.99999% of the casted votes;
- Against: 1000 votes;
- Abstentions: 3,145,500 votes.

**11. For item no. 10 on the agenda of the OGMS,** regarding the 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,

**a. for the appointment of the financial auditor the following results were recorded:**

- Quorum: 53,206,710,670 shares representing 93.93158% of the share capital and 93.93192% of the voting rights.
- Total number of valid votes cast: 53,206,683,670;
- Total number of shares for which valid votes were cast 53,206,683,670, representing 93.93154% of the share capital;
- Votes:
  - For: 41,515,988,752 votes representing 73.29268% of the share capital and 78.02776% of the casted votes;
  - Against: 11,690,694,918 votes;
  - Abstentions: 27,000 votes.

**b. for the proposed remuneration the following results were recorded:**

- Quorum: 53,206,710,670 shares representing 93.93158% of the share capital and 93.93192% of the voting rights.
- Total number of valid votes cast: 53,203,565,170;
- Total number of shares for which valid votes were cast 53,203,565,170, representing 93.92603% of the share capital;
- Votes:
  - For: 41,512,867,274 votes representing 73.28717% of the share capital and 78.02647% of the casted votes;
  - Against: 11,690,697,896 votes;
  - Abstentions: 3,145,500 votes.

**12. For item no. 11 on the agenda of the OGMS,** establishing **16 May 2014** as the "**Registration Date**" as per article 238 of Capital Market Law no. 297/2004, i.e. the registration date which serves to the identification of the shareholders who are to benefit from dividends or other rights and who are affected by the decisions of the general meetings of shareholders,

**the following results were recorded:**

- Quorum: 53,206,710,770 shares representing 93.93158% of the share capital and 93.93192% of the voting rights.
- Total number of valid votes cast: 53,206,505,770;
- Total number of shares for which valid votes were cast 53,206,505,770, representing 93.93122% of the share capital;
- Votes:
  - o For: 53,206,485,270 votes representing 93.93119% of the share capital and 99.99996% of the casted votes;
  - o Against: 20,500 votes;
  - o Abstentions: 15,000 votes.

**13. For item no. 12 on the agenda of the OGMS,** empowering Mrs Mariana Gheorghe, President of Executive Board, to sign in the name of the shareholders the decisions of the OGMS and to perform any act or formality required by law for the registration and the application of the decisions of the OGMS. Mrs Mariana Gheorghe may delegate all or part of the above mentioned powers to any competent person(s) to perform such mandate.

**the following results were recorded:**

- Quorum: 53,206,710,770 shares representing 93.93158% of the share capital and 93.93192% of the voting rights.
- Total number of valid votes cast: 53,206,695,770;
- Total number of shares for which valid votes were cast 53,206,695,770, representing 93.93156% of the share capital;
- Votes:
  - o For: 53,206,695,170 votes representing 93.93156% of the share capital and 99.99999% of the casted votes ;
  - o Against: 600 votes;
  - o Abstentions: 15,000 votes;