

**Results of the votes on the Resolutions  
of the Ordinary General Meeting of Shareholders  
of OMV Petrom SA held on 27 April 2012**

In accordance with the provisions of 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 J40/8302/1997, 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 lei divided in 56,644,108,335 common, nominative shares of stock with a face value of lei 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 27 April 2012 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: 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: 56,643,903,559

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 27 April 2012**

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

- Quorum: 54,556,385,665 shares representing 96.3143163% of the share capital and 96.31466449% of the voting rights.
- Total number of valid votes cast: 53,793,476,699;
- Total number of shares for which valid votes were cast 53,793,476,699, representing 94.9674702% of the share capital;
- Votes:
  - o For: 53,793,406,041 shares representing 94.9673455% of the share capital and 99.9998686% of the casted votes;
  - o Against: 70,658 votes;
  - o Abstentions: 100 votes;
  - o Annulled votes: 0 votes;
  - o Unexpressed votes: 762,908,866 shares.

- 2. For item no. 1 on the agenda of the OGMS,** regarding the approval of the financial statements prepared in accordance with Romanian Accounting Standards (RAS) for the financial year ended on 31 December 2011, based on the Financial Auditor's Report, the Report of the Executive Board and the Report of the Supervisory Board for the 2011 financial year,

**the following results were recorded:**

- Quorum: 54,556,425,165 shares representing 96.3143860% of the share capital and 96.31473422% of the voting rights.
- Total number of valid votes cast: 54,556,404,665;
- Total number of shares for which valid votes were cast 54,556,404,665, representing 96.3143498% of the share capital;
- Votes:
  - o For: 54,556,384,565 votes representing 96.3143144% of the share capital and 99.9999632% of the casted votes;
  - o Against: 20,100 votes;
  - o Abstentions: 20,000 votes;
  - o Annulled votes: 0 votes.
  - o Unexpressed votes: 500 shares.

- 3. For item no. 2 on the agenda of the OGMS,** regarding the approval of the consolidated financial statements prepared in accordance with the International Financial Reporting Standards (IFRS) for the year ended on 31 December 2011, based on the Financial Auditor's Report, the Report of the Executive Board and the Report of the Supervisory Board for the 2011 financial year,

**the following results were recorded:**

- Quorum: 54,556,425,165 shares representing 96.3143860% of the share capital and 96.31473422% of the voting rights.
- Total number of valid votes cast: 54,556,019,165;
- Total number of shares for which valid votes were cast 54,556,019,165, representing 96.3136693% of the share capital;
- Votes:
  - o For: 54,555,924,478 votes representing 96.3135021% of the share capital and 99.9998264% of the casted votes;
  - o Against: 94,687 votes;
  - o Abstentions: 20,000 votes;
  - o Annulled votes: 0 votes;
  - o Unexpressed votes: 386,000 shares.

**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 2011 financial year,

**the following results were recorded:**

- Quorum: 54,556,425,165 shares representing 96.3143860% of the share capital and 96.31473422% of the voting rights;
- Total number of valid votes cast: 54,556,065,434;
- Total number of shares for which valid votes were cast 54,556,065,434, representing 96.3137510% of the share capital;
- Votes:
  - o For: 54,556,045,334 votes representing 96.3137155% of the share capital and 99.9999632% of the casted votes;
  - o Against: 20,100 votes ;
  - o Abstentions: 281,231 votes;
  - o Annulled votes: 0 votes;
  - o Unexpressed votes: 78,500 shares.

**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 lei 209,401,533 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: 54,556,427,165 shares representing 96.3143896% of the share capital and 96.31473775% of the voting rights.
- Total number of valid votes cast: 54,556,424,665;
- Total number of shares for which valid votes were cast 54,556,424,665, representing 96.3143851% of the share capital;
- Votes:
  - o For: 54,556,335,007 votes representing 96.3142269% of the share capital and 99.9998357% of the casted votes;
  - o Against: 89,658 votes;
  - o Abstentions: 0 votes;
  - o Annulled votes: 0 votes;
  - o Unexpressed votes: 2,500 shares.

**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 2011 financial year, the manner of payment and the starting date; the Executive Board proposes to distribute starting with 18 June 2012, via payment agent, to OMV Petrom's shareholders recorded at the registration date, dividends with a gross value per share as detailed in the in the supporting materials,

**the following results were recorded:**

- Quorum: 54,556,427,165 shares representing 96.3143896% of the share capital and 96.31473775% of the voting rights.
- Total number of valid votes cast: 54,556,424,665;
- Total number of shares for which valid votes were cast 54,556,424,665, representing 96.3143851% of the share capital;
- Votes:
  - o For: 54,556,355,007 votes representing 96.3142622% of the share capital and 99.9998723% of the casted votes;
  - o Against: 69,658 votes;
  - o Abstentions: 0 votes;
  - o Annulled votes: 0 votes;
  - o Unexpressed votes: 2,500 shares.

**7. For item no. 6 on the agenda of the OGMS,** regarding the approval of the Executive Board's proposal not to establish an employees' award fund out of the Company's profits for the 2011 financial year pursuant to article 106 of the Company's Collective Labor Agreement in force and, as a result, not to make any payments for the 2011 financial year,

**the following results were recorded:**

- Quorum: 54,556,427,165 shares representing 96.3143896% of the share capital and 96.31473775% of the voting rights.
- Total number of valid votes cast: 54,556,351,165;
- Total number of shares for which valid votes were cast 54,556,351,165, representing 96.3142554% of the share capital;
- Votes:
  - o For: 42,865,611,688 votes representing 75.6753225% of the share capital and 78.5712585% of the casted votes;
  - o Against: 11,690,739,477 votes;
  - o Abstentions: 73,500 votes;
  - o Annulled votes: 0 votes;
  - o Unexpressed votes: 2,500 shares.

**8. For item no. 7 on the agenda of the OGMS, regarding the approval of the 2012 Revenue and Expenditure Budget, the following results were recorded:**

- Quorum: 54,556,427,165 shares representing 96.3143896% of the share capital and 96.31473775% of the voting rights.
- Total number of valid votes cast: 54,533,080,265;
- Total number of shares for which valid votes were cast 54,533,080,265, representing 96.2731727 % of the share capital;
- Votes:
  - o For: 54,533,040,165 votes representing 96.2731019% of the share capital and 99.9999265% of the casted votes;
  - o Against: 40,100 votes;
  - o Abstentions: 23,344,400 votes;
  - o Annulled votes: 0 votes;
  - o Unexpressed votes: 2,500 shares.

**9. For item no. 8 on the agenda of the OGMS, regarding the approval of the discharge of liability of the members of the Executive Board and of the members of the Supervisory Board for the 2011 financial year,**

**the following results were recorded:**

- Quorum: 54,556,427,165 shares representing 96.3143896% of the share capital and 96.31473775% of the voting rights.
- Total number of valid votes cast: 54,533,079,765;

- Total number of shares for which valid votes were cast 54,533,079,765, representing 96.2731719% of the share capital;
- Votes:
  - o For: 54,532,915,520 votes representing 96.2728819% of the share capital and 99.9996988% of the casted votes;
  - o Against: 164,245 votes;
  - o Abstentions: 23,344,900 votes;
  - o Annulled votes: 0 votes;
  - o Unexpressed votes: 2,500 shares.

**10. For item no. 9 on the agenda of the OGMS,** regarding approval of the appointment of a new Supervisory Board member for the remaining term of Mr Werner Auli's mandate, due to the waiver of his mandate as member of the Supervisory Board,

**the following results were recorded:**

- Quorum: 54,556,427,165 shares representing 96.3143896% of the share capital and 96.31473775% of the voting rights.
- Total number of valid votes cast: 54,531,856,378;
- Total number of shares for which valid votes were cast 54,531,856,378, representing 96.2710121% of the share capital;
- Votes:
  - o For: 54,531,806,220 votes representing 96.2709235% of the share capital and 99.9999080% of the casted votes;
  - o Against: 50,158 votes;
  - o Abstentions: 24,568,287 votes;
  - o Annulled votes: 0 votes;
  - o Unexpressed votes: 2,500 shares.

**11. For item no. 10 on the agenda of the OGMS,** Establishing 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: 54,556,427,165 shares representing 96.3143896% of the share capital and 96.31473775 % of the voting rights.
- Total number of valid votes cast: 54,532,107,178;

- Total number of shares for which valid votes were cast 54,532,107,178, representing 96.2714548% of the share capital;
- Votes:
  - o For: 54,532,019,520 votes representing 96.2713001% of the share capital and 99.9998393 % of the casted votes;
  - o Against: 87,658 votes;
  - o Abstentions: 23,696,987 votes;
  - o Annulled votes: 620,500 votes;
  - o Unexpressed votes: 2,500 shares.

**12. For item no. 11 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,

**the following results were recorded:**

- Quorum: 54,556,425,165 shares representing 96.3143860% of the share capital and 96.31473422% of the voting rights.
- Total number of valid votes cast: 54,555,017,365;
- Total number of shares for which valid votes were cast 54,555,017,365, representing 96.3119007% of the share capital;
- Votes:
  - o For: 42,863,779,398 votes representing 75.6720878% of the share capital and 78.5698208% of the casted votes;
  - o Against: 11,691,237,967 votes;
  - o Abstentions: 290,000 votes;
  - o Annulled votes: 1,117,300 votes;
  - o Unexpressed votes: 500 shares.

**13. For item no. 12 on the agenda of the OGMS,** establishing 17 May 2012 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: 54,556,350,578 shares representing 96.3142544% of the share capital and 96.31460254% of the voting rights.
- Total number of valid votes cast: 54,554,075,457;

- Total number of shares for which valid votes were cast 54,554,075,457, representing 96.3102378% of the share capital;
- Votes:
  - o For: 54,554,055,357 votes representing 96.3102024% of the share capital and 99.9999632% of the casted votes;
  - o Against: 20,100 votes;
  - o Abstentions: 0 votes;
  - o Annulled votes: 0 votes;
  - o Unexpressed votes: 2,275,121 shares.

**14. For item no. 13 on the agenda of the OGMS**, empowering Ms Mariana Gheorghe, Chief Executive Officer, 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. Ms 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: 54,556,352,078 shares representing 96.3142570% of the share capital and 96.31460519% of the voting rights.
- Total number of valid votes cast: 54,553,762,457;
- Total number of shares for which valid votes were cast 54,553,762,457, representing 96.3096853% of the share capital;
- Votes:
  - o For: 54,553,692,799 votes representing 96.3095623% of the share capital and 99.9998723% of the casted votes;
  - o Against: 69,658 votes;
  - o Abstentions: 0 votes;
  - o Annulled votes: 313,000 votes;
  - o Unexpressed votes: 2,276,621 shares.