Results of the votes on the Resolutions of the Ordinary General Meeting of Shareholders of OMV Petrom SA held on 25 April 2017

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 S.A., 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, District 1, Bucharest (“Petrom City”), having the subscribed and paid share capital of RON 5,664,410,833.50, 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 the “OGMS”) held upon first convening and in observance of legal validity requirements on 25 April 2017, starting with 15:00 o’clock (Romanian time), at “JW Marriott” Hotel, “Constanta” Room, 90 Calea 13 Septembrie Street, District 5, Bucharest, Romania, as follows,

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

Share capital: RON 5,664,410,833.50
Nominal value per share: RON 0.1
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 25 April 2017

1. For the appointment of Mr. Ovidiu Gaitan as secretary of the OGMS

the following results were recorded:

- Quorum: 40,587,332,809 shares representing 71.65322% of the share capital and 71.65348% of the voting rights;
- Total number of valid votes cast: 40,587,020,612;
- Total number of shares for which valid votes were cast 40,587,020,612 representing 71.65267% of the share capital;
- Votes:
  - For: 40,587,020,612 votes representing 71.65267% of the share capital and 100% of the casted votes;
  - Against: 0 votes;
  - Abstentions: 312,197 votes.

2. For item no. 1 on the agenda of the OGMS, regarding the approval of the separate financial statements of OMV Petrom for the financial year ended on 31 December 2016 prepared in accordance with International Financial Reporting Standards (IFRS), as stipulated into Ministry of Finance Order no. 2844/2016, based on the Independent Auditor’s Report, the Report of the Executive Board and the Report of the Supervisory Board for the 2016 financial year

the following results were recorded:

- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,303,272,925;
- Total number of shares for which valid votes were cast 50,303,272,925, representing 88.80583% of the share capital;
- Votes:
  - For: 50,303,267,925 votes representing 88.80582% of the share capital and 99.99999% of the casted votes;
  - Against: 5,000 votes;

3. For item no. 2 on the agenda of the OGMS, regarding the approval of the consolidated financial statements of OMV Petrom for the financial year ended on 31 December 2016, prepared in accordance with IFRS, as endorsed by the European Union, based on the Independent Auditor’s Report, the Report of the Executive Board and the Report of the Supervisory Board for the 2016 financial year

the following results were recorded:

- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,303,272,925;
- Total number of shares for which valid votes were cast 50,303,272,925, representing 88.80583% of the share capital;
- Votes:
  - For: 50,303,267,925 votes representing 88.80582% of the share capital and 99.99999% of the casted votes;
Against: 5,000 votes;

4. **For item no. 3 on the agenda of the OGMS**, regarding the approval of the Annual Report which also includes the Report of the Executive Board and the Report of the Supervisory Board for the 2016 financial year the following results were recorded:

- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,303,272,925;
- Total number of shares for which valid votes were cast 50,303,272,925, representing 88.80583% of the share capital;
- Votes:
  - For: 50,303,267,925 votes representing 88.80582% of the share capital and 99.99999% of the casted votes;
  - Against: 5,000 votes;

5. **For item no. 4 on the agenda of the OGMS**, regarding the approval of the allocation of the profits, determined according to the law, as well as the distribution of dividends for 2016 financial year, as detailed and presented in the supporting materials

4.a For the approval of the Executive Board’s proposal regarding the allocation of the profits, determined according to the law, for the financial year ended December 31, 2016, as follows:

(i) to reserves from fiscal facilities (reinvested profit) an amount of **RON 66,688,881.67**

(ii) **distribution of dividends with a gross value amounting to RON 0.015 per share**; the payment of dividends is to be made in **RON** to OMV Petrom’s shareholders, registered with the shareholders registry kept by Depozitarul Central S.A., on the Registration Date established by this OGMS, starting with the Payment Date established by this OGMS; the net dividend and related tax on dividend is to be determined using the following computation method: the gross dividend corresponding to each shareholder will be computed by multiplying the number of shares held at the Registration Date by the respective shareholder with the gross dividend per share; the resulting amount will be then rounded down to two decimals according to the Code of Depozitarul Central S.A., as amended and supplemented by Decision of the Financial Supervisory Authority no. 150/01.02.2017; afterwards, the tax on dividend will be computed by applying the relevant tax rate to gross dividends already rounded down to two decimals; the amount of the net dividend to be paid will represent the difference between the gross dividend rounded down to two decimals and the amount of the related tax on dividends rounded up/down according to the legal provisions
the following results were recorded:
- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,308,069,028;
- Total number of shares for which valid votes were cast 50,308,069,028, representing 88.81430% of the share capital;
- Votes:
  o For: 50,308,023,589 votes representing 88.81422% of the share capital and 99.99990% of the casted votes;
  o Against: 45,439 votes;
  o Abstentions: 312,097 votes.

4.b For the approval, in line with the capital market legislation requirements for the payment of dividends, that the payment of the dividends is made through Depozitarul Central S.A. (i) via the participants in the clearing-settlement and registry system and, where appropriate, (ii) via the payment agent BRD Groupe Societe Generale S.A

the following results were recorded:
- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,308,069,028;
- Total number of shares for which valid votes were cast 50,308,069,028, representing 88.81430% of the share capital;
- Votes:
  o For: 50,308,069,028 votes representing 88.81430% of the share capital and 100% of the casted votes;
  o Against: 0 votes;
  o Abstentions: 312,097 votes.

6. For item no. 5 on the agenda of the OGMS, regarding the approval of the 2017 Income and Expenditure Budget

the following results were recorded:
- Quorum: 50,308,366,125 shares representing 88.81482% of the share capital and 88.81514% of the voting rights;
- Total number of valid votes cast: 50,308,366,125;
- Total number of shares for which valid votes were cast 50,308,366,125, representing 88.81482% of the share capital;
- Votes:
  - For: 50,308,366,125 votes representing 88.81482% of the share capital and 100% of the casted votes;
  - Against: 0 votes;
  - Abstentions: 0 votes.

7. **For item no. 6 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 2016 financial year

the following results were recorded:

- Quorum: 50,308,366,125 shares representing 88.81482% of the share capital and 88.81514% of the voting rights;
- Total number of valid votes cast: 50,303,257,925;
- Total number of shares for which valid votes were cast 50,303,257,925, representing 88.80580% of the share capital;
- Votes:
  - For: 50,303,256,281 votes representing 88.80580% of the share capital and 99.99999% of the casted votes;
  - Against: 1,644 votes;

8. **For item no. 7 on the agenda of the OGMS**, regarding the appointment of the members of the Supervisory Board for a 4 (four) years mandate starting with 28 April 2017

the following results were recorded:

7.a **For the appointment of Mr. Rainer Seele**, the following results were recorded:

- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,308,366,125;
- Total number of shares for which valid votes were cast 50,308,366,125, representing 88.81482% of the share capital;
- Votes:
  - For: 49,779,455,437 votes representing 87.88108% of the share capital and 98.94866% of the casted votes;
  - Against: 528,910,688 votes;
  - Abstentions: 15,000 votes.
7.b For the appointment of Mr. Reinhard Florey, the following results were recorded:

- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,308,333,642;
- Total number of shares for which valid votes were cast 50,308,333,642, representing 88.81476% of the share capital;
- Votes:
  - For: 49,394,507,519 votes representing 87.20149% of the share capital and 98.18354% of the casted votes;
  - Against: 913,826,123 votes;
  - Abstentions: 47,483 votes.

7.c For the appointment of Mr. Johann Pleininger, the following results were recorded:

- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,308,333,642;
- Total number of shares for which valid votes were cast 50,308,333,642, representing 88.81476% of the share capital;
- Votes:
  - For: 49,721,940,004 votes representing 87.77954% of the share capital and 98.83440% of the casted votes;
  - Against: 586,393,638 votes;
  - Abstentions: 47,483 votes.

7.d For the appointment of Mr. Manfred Leitner, the following results were recorded:

- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,308,333,642;
- Total number of shares for which valid votes were cast 50,308,333,642, representing 88.81476% of the share capital;
- Votes:
  - For: 49,394,507,519 votes representing 87.20149% of the share capital and 98.18354% of the casted votes;
  - Against: 913,826,123 votes;
  - Abstentions: 47,483 votes.
7.e For the appointment of Mr. Daniel Turnheim, the following results were recorded:

- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,302,380,642;
- Total number of shares for which valid votes were cast 50,302,380,642, representing 88.80425% of the share capital;
- Votes:
  - For: 49,721,935,004 votes representing 87.77953% of the share capital and 98.84608% of the casted votes;
  - Against: 580,445,638 votes;
  - Abstentions: 47,483 votes.

7.f For the appointment of Mr. Jochen Weise, the following results were recorded:

- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,308,333,642;
- Total number of shares for which valid votes were cast 50,308,333,642, representing 88.81476% of the share capital;
- Votes:
  - For: 50,221,573,406 votes representing 88.66160% of the share capital and 99.82754% of the casted votes;
  - Against: 86,760,236 votes;
  - Abstentions: 47,483 votes.

7.g For the appointment of Mr. Joseph Bernhard Mark Mobius, the following results were recorded:

- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,308,378,858;
- Total number of shares for which valid votes were cast 50,308,378,858, representing 88.81484% of the share capital;
- Votes:
  - For: 49,721,944,896 votes representing 87.77955% of the share capital and 98.83432% of the casted votes;
  - Against: 586,433,962 votes;
  - Abstentions: 2,267 votes.
7.h For the appointment of Mr. Radu-Spiridon Cojocaru, the following results were recorded:
- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,307,197,413;
- Total number of shares for which valid votes were cast 50,307,197,413, representing 88.81276% of the share capital;
- Votes:
  - For: 49,586,993,603 votes representing 87.54130% of the share capital and 98.56838% of the casted votes;
  - Against: 720,203,810 votes;
  - Abstentions: 2,267 votes.

7.i For the appointment of Mr. Mihai Busuioc, the following results were recorded:
- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 49,995,373,576;
- Total number of shares for which valid votes were cast 49,995,373,576, representing 88.26226% of the share capital;
- Votes:
  - For: 49,259,566,118 votes representing 86.96326% of the share capital and 98.52824% of the casted votes;
  - Against: 735,807,458 votes;
  - Abstentions: 311,831,163 votes.

9. For item no. 8 on the agenda of the OGMS, regarding the establishment of the remuneration for the members of the Supervisory Board for the current year and the general limit of the additional remunerations for the Supervisory Board members who were assigned specific positions within the Supervisory Board, namely
- an annual gross remuneration corresponding to a net remuneration of EUR 20,000 for each member of the Supervisory Board;
- a gross remuneration per meeting corresponding to a net remuneration of EUR 4,000 for each member of the Audit Committee;
- a gross remuneration per meeting corresponding to a net remuneration of EUR 2,000 for each member of the Presidential and Nomination Committee,

the following results were recorded:
- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 49,517,496,169;
- Total number of shares for which valid votes were cast 49,517,496,169, representing 87.41861% of the share capital;
- Votes:
  o For: 49,383,660,666 votes representing 87.18234% of the share capital and 99.72972% of the casted votes;
  o Against: 133,835,503 votes;
  o Abstentions: 790,884,956 votes

10. **For item no. 9 on the agenda of the OGMS**, regarding the appointment of the Company’s financial auditor, considering the expiry of the term of the current audit service agreement, establishment of the minimum duration of the audit service agreement and the remuneration of the financial auditor

For 9.a regarding the approval of the reappointment of Ernst & Young Assurance Services SRL as financial auditor of OMV Petrom for the 2017 financial year, the duration of the audit service agreement being one year

the following results were recorded:
- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,303,240,442;
- Total number of shares for which valid votes were cast 50,303,240,442, representing 88.80577% of the share capital;
- Votes:
  o For: 38,555,017,635 votes representing 68.06536% of the share capital and 76.64519% of the casted votes;
  o Against: 11,748,222,807 votes;
  o Abstentions: 5,140,683 votes.

For 9.b regarding the approval of the remuneration amounting to EUR 463,500 to be paid to Ernst & Young Assurance Services SRL for auditing OMV Petrom’s financial statements for 2017 financial year,

the following results were recorded:
- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 49,515,687,101;
- Total number of shares for which valid votes were cast 49,515,687,101, representing 87.41542% of the share capital;
- Votes:
  - For: 37,408,279,704 votes representing 66.04090% of the share capital and 75.54834% of the casted votes;
  - Against: 12,107,407,397 votes;
  - Abstentions: 792,694,024 votes.

11. For item no. 10 on the agenda of the OGMS, regarding the approval, in accordance with article 1292 of the Regulation no. 1/2006, of 23 May 2017 as Registration Date for identifying the shareholders upon which the resolutions of the OGMS will take effect as per article 86, para. (1) of Issuers’ Law (former article 238, para. (1) of Capital Markets Law) and of 22 May 2017 as Ex-Date, computed in accordance with article 2, letter f) of Regulation no. 6/2009 the following results were recorded:

- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,308,381,125;
- Total number of shares for which valid votes were 50,308,381,125, representing 88.814852% of the share capital;
- Votes:
  - For: 50,308,348,642 votes representing 88.81479% of the share capital and 99.99993% of the casted votes;
  - Against: 32,483 votes;
  - Abstentions: 0 votes.

12. For item no. 11 on the agenda of the OGMS, regarding the approval in accordance with Article 2 letter g) of Regulation no. 6/2009 and Article 1293 of Regulation no. 1/2006 of 12 June 2017 as Payment Date for payment of dividends for 2016 financial year the following results were recorded:

- Quorum: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,308,381,125;
- Total number of shares for which valid votes were 50,308,381,125, representing 88.81485% of the share capital;
- Votes:
  - For: 50,308,348,642 votes representing 88.81479% of the share capital and 99.99993% of the casted votes;
  - Against 32,483 votes;
  - Abstentions: 0 votes.
13. **For item no. 12 on the agenda of the OGMS**, regarding the empowerment, individually, each of Ms. Mariana Gheorghe, President of Executive Board and Chief Executive Officer and Mr. Andreas Matje, member of the Executive Board and Chief Financial Officer, to sign in the name of the shareholders the OGMS resolutions and to perform any act or formality required by law for the registration of the OGMS resolutions. Each of Ms. Mariana Gheorghe and Mr. Andreas Matje 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: 50,308,381,125 shares representing 88.81485% of the share capital and 88.81517% of the voting rights;
- Total number of valid votes cast: 50,308,381,125;
- Total number of shares for which valid votes were 50,308,381,125, representing 88.81485% of the share capital;
- Votes:
  - For: 50,308,381,125 votes representing 88.81485% of the share capital and 100% of the casted votes;
  - Against: 0 votes;
  - Abstentions: 0 votes.