

No. 34624/ 04.09.2018

**Current Report no.31/ 2018  
as per Law no. 24/ 2017 and ASF Regulation no.5/2018**

<b>Date of the report:</b>	<b>04.09.2018</b>
<b>Name of the issuing entity:</b>	<b>CONPET S.A. Ploiești</b>
<b>Registered offices:</b>	<b>No. 1-3, Anul 1848 Street, Ploiesti</b>
<b>Telephone/facsimile/email:</b>	<b>0244/ 401360/ 516451/ 402385/ <u><a href="mailto:actionariat@conpet.ro">actionariat@conpet.ro</a></u></b>
<b>Sole Registration Number at ORC:</b>	<b>1350020</b>
<b>No. at the Trade Registry:</b>	<b>J29/6/22.01.1991</b>
<b>Subscribed and paid-up share capital:</b>	<b>28,569,842.40 RON</b>
<b>Total number of shares:</b>	<b>8,657,528 nominative shares</b>
<b>The regulated market where the issued securities are being traded:</b>	<b>B.S.E., PREMIUM Category</b>

**Reporting significant events:**

**The initiation of the recruitment and selection procedure of the company's directors (the Director General and the Financial Director – also called Economic Director) for the application of the provisions of EGO no.109/2011, ulterior amendments and completions.**

CONPET S.A. informs the shareholders and investors that, during the meeting dated 04.09.2018, the Board of Administration of the company:

- approved the initiation of the recruitment and selection procedure of the company's directors (the Director General and the Financial Director – also called Economic Director) for the application of the provisions of EGO no.109/2011, ulterior amendments and completions; the initiation procedure is to be performed without independent expert and exclusively by the Nomination and Remuneration Committee (Rom. CNR).

- granted mandate to the Nomination and Remuneration Committee within the Board of Administration to carry on the recruitment and selection procedure of the company's directors.

- established the stages of the selection procedure and the maximal terms, as well as the related timeline, as per CNR report.

- approved the recruitment and selection criteria for the Director General and the Financial Director also called Economic Director.

- approved the recruitment and selection notice in the form provided in Annex2 to the C.N.R. Report, notice to be found on the company's web page [www.conpet.ro](http://www.conpet.ro) , at Corporate Governance



**CONPET S.A., Romania**  
1-3 Anul 1848 Street, Ploiești 100559, Prahova  
Tel: +40-244-401360; fax: +40-244-516451  
TIN: RO 1350020; NACE Code 4950; CRN J29/6/22.01.1991  
Subscribed and paid-up share capital 28 569 842.40 RON



section/Management/The Recruitment of the Company's Directors as per EGO 109/2011  
(<http://www.conpet.ro/corporate-governance/management/>).

Director General  
Dan-Silviu BACIU, EMBA  
S.s. Illegible, Stamp



e-mail: [conpet@conpet.ro](mailto:conpet@conpet.ro)  
[www.conpet.ro](http://www.conpet.ro)

## ANNEX II

### **Notice for recruitment and selection of the Director General and Financial Director**

**The company CONPET S.A. Recruits Director General and Financial Director** in compliance with the provisions of the EGO no. 109/2011, subsequent amendments and completions.

CONPET S.A. („**The company**”) is a company headquartered in Ploiesti, providing specialized crude oil transport services via pipelines and by railway tanks, enabling the feeding of the refineries with crude oil and derivatives from domestic production and from import. The company operates a pipeline network having 3800 km in length, crossing over 24 Romanian counties. CONPET is a company listed at the Bucharest Stock Exchange, registering a turnover of over 80 million Euro and having over 1600 employees. Additional information about the company are available on the websites: [www.conpet.ro](http://www.conpet.ro) si [www.bvb.ro](http://www.bvb.ro).

**The Director General** will organize and lead the current activity of the company in compliance with the Articles of incorporation and the duties provided in the contract of mandate; his performance is to be quantified based on a set of financial and non-financial performance indicators which will be included in the contract of mandate negotiated and convened with the Board of Administration, so as the company to reach the objectives set out in the administration plan which is to be approved in compliance with the legal provisions.

**The Financial Director** will organize and lead the financial-accounting activities and the activities related to the development and implementation of a financial strategy and integrated system for the management of the company’s resources in compliance with the duties provided in the job description, annex to the contract of mandate negotiated and convened with the Board of Administration.

#### **The procedure timeline:**

- Publishing of the notice regarding the selection of the directors, 05.09.2018
- Time for submission of candidacies 06.09.2018 - 08.10.2018
- Settlement of the long list of candidates 09.10.2018 – 11.10.2018
- Settlement of the short list 16.10.2018
- The presentation of the statement of intent of the candidates from the short list, performance of interviews, application of scoring, presentation of the report containing the nomination proposals, 17.10.2018 – 06.11.2018
- Appointment of the Director General and Financial Director, contract execution 07.11.2018

The deadlines may be extended due to objective reasons, by the prior endorsement of the Chairman of the Nomination and Remuneration Committee and of the Chairman of the Board of Administration, by the observance of the minimum period of 30 days for filing the candidacies as of the publishing date of notice in the media and of the deadline regarding the submission of the statements of intent.

**Selection criteria.** Each of the candidates for the Director General and Financial Director positions, Romanian or foreign natural persons, will be evaluated and selected according to the fulfillment of the following requirements:

<b>DIRECTOR GENERAL</b>	
<p style="text-align: center;"><b>Mandatory Requirements:</b></p> <ol style="list-style-type: none"> <li>1. Romanian citizenship, citizenship of other EU or non EU member states and domicile in Romania;</li> <li>2. Knowledge of Romanian language (written and spoken production);</li> <li>3. Proper health condition and full exercising capacity;</li> <li>4. Graduate of complete university study being awarded bachelor, master diploma in the economic, technical or legal field from Romania or abroad - recognized in Romania;</li> <li>5. Experience of:                         <ol style="list-style-type: none"> <li>a. at least 5 years in management positions, where from at least 3 years of experience in companies with core business in the energy field;</li> <li>b. Coordination of various projects in companies with annual turnover of at least 20 million Euro;</li> <li>c. Coordination of a minimum number of 200 employees and of a complex organizational structure;</li> </ol> </li> <li>6. Experience in the preparation and implementation of corporate development, optimization and modernization strategies;</li> <li>7. Irreproachable reputation from professional and personal point of view;</li> <li>8. Inter-personal communication skills;</li> </ol>	<p style="text-align: center;"><b>Requirements which constitute an advantage:</b></p> <ul style="list-style-type: none"> <li>✓ Experience in certain international companies;</li> <li>✓ Experience in capital markets domain;</li> <li>✓ Experience in financial/trade/management consultancy (5 years preferable);</li> <li>✓ Knowledge of at least one foreign language at an advanced level;</li> <li>✓ Post university studies, PhD diploma;</li> <li>✓ Experience in crude oil or gas pipeline transport industry;</li> <li>✓ Documented knowledge of governance and corporate strategy, here-included risk management;</li> <li>✓ Relevant experience and proven negotiation skills in relation to social partners;</li> <li>✓ Experience in communication and relation with stakeholders;</li> <li>✓ Experience in the creation, coordination and development of personnel teams and planning the succession in the structure thereof;</li> </ul>

<p>9. Complies the legal regime regarding the incompatibilities and conflict of interest, imposed by the applicable legal provisions in force;                  10. Tax and criminal record bearing no mentions.</p>	<ul style="list-style-type: none"> <li>✓ Experience in the domain similar to the company;</li> <li>✓ Minimum two personal references, from professionally reputed persons;</li> <li>✓ Exceed of the minimum conditions constitutes and advantage.</li> </ul>
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### THE FINANCIAL DIRECTOR

<b>Mandatory Requirements:</b>	<b>Requirements which constitute an advantage:</b>
<ol style="list-style-type: none"> <li>1. Romanian citizenship, citizenship of other EU or non EU member states and domicile in Romania;</li> <li>2. Knowledge of Romanian language (written and spoken production);</li> <li>3. Proper health condition and full exercising capacity;</li> <li>4. Graduate of complete university study being awarded bachelor, master diploma, international diplomas recognized in Romania; (Economic profile);</li> <li>5. At least one professional specialization/certification: financial auditor (CAFR member) and/or chartered accountant (CECCAR member) and/or fiscal consultant;</li> <li>6. Minimum 10 years' experience in the financial accounting domain, out of which minimum 5 years in management capacities in the financial-accounting domain;</li> <li>7. Experience in the use of complex IT Systems ERP type</li> <li>8. Knowledge and experience in International Financial Reporting Standards - IFRS;</li> <li>9. Thorough knowledge in the field of financial-accounting, fiscal, financial audit legislation;</li> <li>10. Experience in financial management - analysis, planning, cash-flow, reporting;</li> <li>11. Irreproachable repute from professional and personal point of view;</li> <li>12. Inter-personal communication skills;</li> </ol>	<ul style="list-style-type: none"> <li>✓ Post university/ PhD studies;</li> <li>✓ Professional specializations, certifications from the field of those provided as mandatory requirements, others than the minimal requirement;</li> <li>✓ Experience in crude oil or gas pipeline transport industry;</li> <li>✓ Knowledge of the capital market, Stock listed companies, reporting specific to the listed companies;</li> <li>✓ Proven knowledge of corporate governance;</li> <li>✓ Knowledge of at least one foreign language at an advanced level;</li> <li>✓ Represents an advantage the documented experience in the performance of certain projects bearing major financial component in certain companies/institutions;</li> <li>✓ Minimum two personal references, from professionally reputed persons;</li> <li>✓ Exceed of the minimum conditions constitutes and advantage.</li> </ul>

13. Complies the legal regime regarding the incompatibilities and conflict of interest, imposed by the applicable legal provisions in force; 14. Tax and criminal record bearing no mentions.	
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Other requirements specific to both positions	
Leading skills; Inter-personal communication skills; Adaptability to various work environments and systems; Team work skills; Capacity to manage complex tasks and achieve the set targets;	Negotiation skills; Capacity to motivate and grow the subordinated personnel; Capacity to take responsibility when exercising the duties related to the post.

- The candidate selected for each of the capacities will benefit from a remuneration made up of a fixed and a variable component, in compliance with the responsibilities incurred by his capacity, with the effort made for the achievement thereof and the obtained results, as per the legal applicable dispositions and falling under the general limits approved by GMS.

- **The candidacy-related documents**

The candidacy files of the candidates will be submitted on the company's address CONPET - No.1-3, Anul 1848 Street, postal code 100559, Ploiesti, Prahova, on paper form, in closed and sealed envelope, which will mention: "The selection procedure for director of CONPET, Name and Surname Candidate" - In the attention of Mr. Cornel Bănică - Head of the Legal Department, up to 08.10.2018 at the latest, 15:00 o'clock and shall mandatorily contain the following **Documents in Romanian language - filed:**

- Opis documents
- Curriculum vitae, pursuant to the European ordinary model;
- Medical certificate;
- Criminal record;
- Fiscal record;
- Copies of the following documents:
  - Copy of the identity act;



- Copy of the marriage certificate or other documents, only if the name on the submitted documents is different from the one on the identity act;
- Copy of the bachelor's diploma or equivalent, if applicable;
- Copies of the post-university studies, if applicable;
- Copies of the certificates of completion (if applicable);
- Copies of the documents proving the professional experience requests (binding extract Reges/Revisal and copy of work permit, mandate/management contracts, certificate issued by the employers, etc).

g) Forms:

- Request for entry;
- The self-declaration on the compliance of the documents and information presented in the file, the lack of conflict of interests and the incompatibility situations;
- Agreement on data attainment in view of information checking
- Consent for processing the personal data;
- Declaration of interests

**The application form samples are to be found and downloaded from the site [www.conpet.ro](http://www.conpet.ro), starting the notice publication date.**

**Additional information. The submission of the candidacy**

All the requested documents are binding for the validation of the candidacy. In case of incomplete files will be awarded 24 hours from the notification of the candidate in what regards the missing documents in order to remedy the situation, following which the candidacy will be invalidated in case the requested completions are not being performed.

The statement of intent of the candidate will be subsequently requested only to the candidates confirmed on the short list.

By submitting the file, the candidates give their implicit consent that their personal data be processed for the carry out of the recruitment and selection procedure. At the end of the selection process the documents of the candidates who will not be confirmed in the capacity will be returned to the applicants, upon their requests, within 30 days or will be destroyed after the 30 days have past.

**Communication with the candidates**

All along this selection process, the communication with the candidates will be made via e-mail and by telephone, that is why it is imperative that the e-mail address and the phone number mentioned in the Curriculum Vitae be correct.

The long list, the short list and the nomination proposals bear confidential character and shall not be published; the results obtained by the candidates on each stage of the selection process will be communicated thereto individually, under the manners described here above.



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The corporate governance legislation does not provide challenges. Willing to ensure maximum transparency of the recruitment and selection process will be answered promptly to the clarification requests formulated by the candidates provided they exclusively require information related to their candidacy, which do not imply the results obtained by the other candidates.

The potential requests for clarifications are being filed in the same manner as the candidacy application files, in maximum 24 hours from the receipt of the results, with fee-back in maximum 3 working days from the application registration date, at address CONPET No.1-3 Anul 1848 Street, postal code 100559, Prahova County. The request for clarifications does not postpone the carry out of the selection process.



e-mail: [conpet@conpet.ro](mailto:conpet@conpet.ro)  
[www.conpet.ro](http://www.conpet.ro)