**RESOLUTION no.2**

**of the General Extraordinary Meeting of the Shareholders of**

 **ROMPETROL WELL SERVICES S.A.**

**as of January [29/30], 2021**

The General Extraordinary Meeting of the Shareholders (“EGMS”) of the trade company ROMPETROL WELL SERVICES S.A., having its registered seat located in Ploieşti, 2Bis Clopoţei street, Prahova County, registered with Prahova Trade Register under no. J29/110/1991, having the sole registration code 1346607 (hereinafter referred to as the “Company”), with subscribed and paid up share capital of 27.819.090 lei, divided into 278.190.900 registered shares, with a par value of 0.1 lei each,

Convened in virtue of article 119 and article 117 of the Law no. 31/1990 - as republished - by means of the convening notice published in the Official Gazette no. …….. as of ……….. and in “Bursa” newspaper no. \_\_\_\_(historical no. ….) as of ………….,

Legally and statutory convened in session on 29/30 of March 2021, at 11:00 o’clock (first/second convening), at the Company’s headquarters from Ploieşti, 2Bis Clopoţei street, Prahova County,, in the presence of the Company’s shareholders representing \_\_\_\_\_\_% of the share capital and respectively \_\_\_\_\_\_ % of the entirety of voting rights, for all the Company’s shareholders registered in the Registry of the Company’s Shareholders at the March 16h, 2021, deemed as Reference Date for this meeting,

Hereby adopts the following resolution concerning the items on the agenda:

Article 1

In the presence of the shareholders representing \_\_\_\_\_\_\_\_\_\_\_\_% of the share capital and \_\_\_\_\_\_\_\_\_\_% of the total voting rights, with the affirmative votes of the shareholders representing \_\_\_\_\_\_\_\_\_\_% of the share capital and \_\_\_\_\_\_\_\_\_\_% of the casted votes, it is hereby **[approves/rejects]** *to carry out a program of re-purchasing of own shares by the Company (hereinafter the “Program”), in compliance with the applicable legal provisions of the Companies Law no. 31/1990 and meeting the following main conditions:*

*a) Purpose of the Program: The Company will repurchase shares under this Program in order to reduce its share capital;*

*b) Maximum number of shares that can be redeemed: maximum 27,819,090 shares;*

*c) Minimum price per share: 0.1 lei*

*d) Maximum price per share: 1.5 lei;*

*e) Duration of the Program: maximum 18 months from the date of publication of the General Extraordinary Shareholders Meeting’s Resolution in the Official Gazette of Romania, part IV;*

*f) The payment of the shares acquired by the Company within the Program will be made from the sources provided by law.*

*The acquisition of the shares within the Redemption Program will be carried out through all the market operations allowed according to the law, which may also include public tender offers initiated by the Company, in compliance with the legal provisions.*

*For the implementation of the Program, the Company’s Board of Directors will be empowered to adopt all the necessary measures and to fulfil all the required formalities, in compliance with the above requirements.”*

Article 2

In the presence of the shareholders representing \_\_\_\_\_\_\_\_\_\_\_\_% of the share capital and \_\_\_\_\_\_\_\_\_\_% of the total voting rights, with the affirmative votes of the shareholders representing \_\_\_\_\_\_\_\_\_\_% of the share capital and \_\_\_\_\_\_\_\_\_\_% of the casted votes, it is hereby **[approves/rejects]**

(i) **14.04.2021** as Registration Date, according to art. 86 (1) of the Law no. 24/2017;

and

(ii) **13.04.2021** as the “ex-date”, according to art. 2, para. 2, letter l) of Regulation no. 5/2018;

Article 3

In the presence of the shareholders representing \_\_\_\_\_\_\_\_\_\_\_\_% of the share capital and \_\_\_\_\_\_\_\_\_\_% of the total voting rights, with the affirmative votes of the shareholders representing \_\_\_\_\_\_\_\_\_\_% of the share capital and \_\_\_\_\_\_\_\_\_\_% of the casted votes, it is hereby **[approves/rejects]** empowering Mr. Abzal Doszhanov, General Manager and member of the Board of Directors, to conclude and/or sign for on behalf of the Company and/or of its shareholders the resolutions which are to be adopted within this EGMS and to carry out any and all requisite proceedings for such adopted resolutions to be registered, rendered enforceable, against third parties and published, the said proxy being entitled to subdelegate third parties to act for such purpose.

**ROMPETROL WELL SERVICES S.A.**

**By: Mr. Abzal Doszhanov**

**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

General manager and

Proxy acting in virtue of article no. 3 of the Resolution no. 2/2021 of the General Extraordinary Meeting of Shareholders as of [29/30].03.2021

Meeting secretaries: