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**To: FINANCIAL SUPERVISORY AUTHORITY**

**BUCHAREST STOCK EXCHANGE**

**Current report submitted in compliance with the National Securities  
Commission no. 1/2006**

Report date: **October 08<sup>th</sup>, 2013**

**S.C. ROMPETROL WELL SERVICES S.A. PLOIESTI S.A.**

Registered Seat: Ploiești, 2 bis Clopotei Street (Administrative Facility), Prahova county

Telephone number: 0244 544 101;

Fax number: 0244 522 913

Number of registration with the Trade Registry: J29/110/1991

Sole Registration Code: 1346607

Subscribed and paid-up capital: 27.819.090 lei

Regulated market on which the securities are traded: BUCHAREST Stock Exchange (market symbol PTR)

**Significant event to report:**

- I. Resolution of the Board of Directors as of October 07<sup>th</sup>, 2013 concerning the convening of the General Extraordinary Meeting of the Shareholders of S.C. Rompetrol Well Services S.A. on November 12<sup>th</sup>, 2013 (second convening – on November 13<sup>th</sup>, 2013)**

**The Board of Directors of S.C. Rompetrol Well Services S.A.**, hereinafter referred to as the "Company", having its registered seat located in Ploiesti, 2 bis Clopotei St., Prahova County, registered with the Trade Registry under no. J29/110/1991, having sole registration code 1346607, by virtue of art. 117 of the Law no. 31/1990 on trade companies, as republished and subsequently amended, the provisions of the Law no. 297/2004 on capital market, as subsequently amended and supplemented, the Regulation no. 6/2009 of the National Securities Commission on the exercise of certain rights of the shareholders during the general meetings of the shareholders of the trade companies, as subsequently amended and supplemented, the Company's Articles of Incorporation, **hereby convenes the General Extraordinary Meeting of the Shareholders (GEMS) for the date of 12.11.2013, 11:00 a.m.**, at the company's headquarters. If the presence quorum provided by the law and the articles of incorporation is not met upon the date mentioned above, by virtue of art. 118 of the Law no. 31/1990, amended, a second General Extraordinary Meeting shall be convened and scheduled for the date of 13.11.2013, 11:00 at the same venue and subject to the same agenda.

**The Agenda of the General Extraordinary Meeting of the Shareholders will be the following:**

- 1. Approval of the Assessment Report prepared by the expert valuator KPMG Advisory SRL (headquartered in Bucharest, Sector 1, Victoria Business Park, DN1, 69-71 Soseaua Bucuresti-Ploiesti, DN1, registered with the Trade Registry under no. J40/1829/1995, having sole registration code RO2627023) concerning the assessment of the assembly of operating assets in the patrimony of Rompetrol SA (headquartered in Bucharest, 3-5 Piata Presei Libere, City Gate Northern Tower, 6<sup>th</sup> Floor, sector 1, registered with the Trade Registry under no. J40/9709/2001, having sole registration code RO3347498) pertaining to the activity "services ancillary to crude oil and natural gas extraction" conducted by ROMPETROL SA on the territory of Romania and Libya, for the purpose of carrying out the operation under item 2 of this agenda.**

ROMPETROL WELL SERVICES S.A.  
Strada Clopotei nr. 2 bis  
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Reg. Com. Nr. J29/110/1991  
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2. Approval of the acquisition by the Company, via purchase, of the ownership title over the assets consisting of land plots, fixed assets (buildings and constructions, technological equipment, measurement devices and installations, office equipment, IT equipment, means of transportation, other tangible assets), stocks and other intangible assets resulting (goodwill), pertaining to or related to the activity "services ancillary to crude oil and natural gas extraction" conducted by ROMPETROL SA on the territory of Romania and Libya, as such have been identified in the appendixes of the Assessment Report provided under point 1) above, over which ROMPETROL SA has an ownership title.

3. Approval of the take-over by the Company, subject to the same terms and conditions, of all the Agreements concluded by Rompetrol SA with third parties – either legal entities or individuals – that are necessary for the conduct of the activity "*services ancillary to crude oil and natural gas extraction*" carried out by ROMPETROL SA on the territory of Romania and Libya, including (however without limitation):

- a) Transfer of the personnel involved in the activities specified above, in compliance with the provisions of the applicable labour legislation;
- b) Commercial agreements together with all their related guarantees;
- c) Loan agreements together with all their related guarantees.

4. Authorization of Mr. Adrian Ion Stanescu, Deputy General Manager of the Company and Mr. Dorin Guef, Deputy Finance Manager of the Company, to carry out any and all legal formalities and to sign for and on behalf of the Company all the deeds approved by the GEMS, the said persons being authorized as well to sub-appoint third parties to this effect.

5. Approval of the date of 29.11.2013 as registration date, within the meaning of art. 238 para. (1) of the Law no. 297/2004, for the identification of the shareholders that fall under the scope of the resolutions adopted in this General Extraordinary Meeting of the Shareholders.

6. Authorization of Mr. Adrian-Ion Stanescu, member of the Board of Directors, to conclude and/or sign for and on behalf of the Company and/or the Company's shareholders, the resolutions following to be adopted by the GEMS and to carry out any and all legal formalities for such adopted resolutions to be registered, rendered enforceable and published, the said person being authorized as well to sub-appoint third parties to this effect.

**The reference date is 05.11.2013.**

Only the persons that are shareholders of the Company, registered on the said date with the Shareholders' Registry kept and issued by the Central Depository (Depozitarul Central S.A.) shall be entitled to attend and vote within this general meeting, according to the legal provisions in force, either in person (by legal representatives) or by proxy (subject to a Special Power of Attorney), or by correspondence vote, subject to a Postal Ballot Paper Form.

Starting with **12.10.2013**, the GEMS convening notice, the informative documents and materials concerning the issues on the agenda, the resolution projects and the forms of the Special Power of Attorney (in Romanian and English), the Postal Ballot Paper Forms (in Romanian and English), shall be made available to the Company's shareholders at the Company's premises, room 15, each business day, from 10:00 a.m. to 14:00 p.m. or may be downloaded from the Company's website [www.rompetrol.com/Rompetrol Well Services /Investors Relations /Presentations](http://www.rompetrol.com/Rompetrol_Well_Services/Investors_Relations/Presentations).

One or more shareholders representing, individually or jointly, at least 5% of the share capital (hereinafter referred to as "Initiators") is/are entitled, subject to the provisions of the law:

a) to introduce new items on the agenda of the GEMS, provided that each such item is accompanied by supporting arguments or by a resolution draft proposed for approval by the GEMS. These rights may only be exercised in writing (delivered by courier services or by electronic means) by no later than **24.10.2013, 14:00 p.m.** If, as a result of the exercise of such rights, it is decided on the amendment of the agenda of the GEMS which we hereby bring to the knowledge of shareholders, the Company shall provide within the statutory set term a revised agenda, by using the same procedure as the one used for this agenda hereunder.  
and

b) to submit resolution drafts for the items included or proposed to be included on the agenda of the GEMS, by no later than **24.10.2013, 14:00 p.m.**

The proposals with regard to the introduction of new items on the agenda of the GEMS, respectively those with regard to the resolution drafts for the items included or proposed to be included on the agenda of the GEMS must be accompanied by copies of the Initiators' identification documents, certified on their own liability (for private individuals - identity cards for Romanian citizens or passport/residence permit for foreign citizens, respectively for legal entities - identity document of the legal representative), as the case may be, jointly with the documents attesting the capacity thereof of legal representative, a certificate of good standing issued by the Trade Registry, presented either in original or in true copy, or any other document, in original or true copy issued by no more than 3 months in prior to the publishing date of the GEMS Convening Notice by a competent authority from the state where the shareholder is legally registered and which attests the capacity thereof of legal representative, may be submitted to the Company as follows:

- a) filed at the Company's headquarters, in a sealed envelope, bearing the specification: "**FOR THE GENERAL EXTRAORDINARY MEETING OF SHAREHOLDERS AS OF 12/13.11.2013**"
- b) delivered by e-mail with extended electronic signature incorporated pursuant to Law no. 455/2001 on electronic signature, at the address: [maria.nicolae@rompetrol.com](mailto:maria.nicolae@rompetrol.com), specifying in the subject line: "**FOR THE GENERAL EXTRAORDINARY MEETING OF SHAREHOLDERS AS OF 12/13.11.2013**"

Each shareholder, irrespective of its share in the share capital, shall be entitled to address questions with respect to the items contained by the agenda of the general meeting until **24.10.2013, 14:00 p.m.** so that the Company would be able to register such questions by the date specified before, and the Company may answer the questions raised by shareholders by posting such answer on the Company's website, [www.rompetrol.com/Rompetrol Well Services/Investors Relations/Presentations](http://www.rompetrol.com/Rompetrol%20Well%20Services/Investors%20Relations/Presentations).

These questions shall be appropriate, related to the items on the agenda, shall not harm the confidentiality and the Company's business interests, and shall be submitted to the Company by any form of courier services, bearing the following clear and capitalized specification: "**FOR THE GENERAL EXTRAORDINARY MEETING OF SHAREHOLDERS AS OF 12/13.11.2013**"), or by electronic means (at the e-mail address [maria.nicolae@rompetrol.com](mailto:maria.nicolae@rompetrol.com)). In order for the persons addressing questions to the Company to be identified, they shall enclose to their inquiry copies of their identity documents certified on their own liability (for private individuals - identity cards for Romanian citizens or passport/residence permit for foreign citizens, respectively for legal entities - identity document of the legal representative), as the case may be, jointly with the documents attesting the capacity thereof of legal representative, a certificate of good standing issued by the Trade Registry, presented either in original or in true copy, or any other document, in original or true copy issued by no more than 3 months in prior to the publishing date of the GEMS Convening Notice by a competent authority from the state where the shareholder is legally registered and which attests the capacity thereof of legal representative.

The shareholders may attend the GEMS either in person or be represented by their legal or designated representative ("Proxy") subject to a special power of attorney issued for the purpose of this GEMS.

An original copy of the special power of attorney, in Romanian/English, filled in and signed, together with a copy of the shareholder's identity document, certified on his/her own liability (for private individuals - identity cards for Romanian citizens or passport/residence permit for foreign citizens, respectively for legal entities - identity document of the legal representative), as the case may be, jointly with the documents attesting the capacity thereof of legal representative, a certificate of good standing issued by the Trade Registry, presented either in original or in true copy, or any other document, in original or true copy issued by no more than 3 months in prior to the publishing date of the GEMS Convening Notice by a competent authority from the state where the shareholder is legally registered and which attests the

capacity thereof of legal representative, shall be submitted/dispatched to the Company's Correspondence Registration Office by **08.11.2013, 16:00 p.m.**, in a sealed envelope, with the following mention, clearly written and capitalized: "**FOR THE GENERAL EXTRAORDINARY MEETING OF SHAREHOLDERS AS OF 12/13.11.2013**". Another original of the Special Power of Attorney will be handed over to the respective proxy in order for him/her to be able to prove such capacity, upon the request of the technical secretary of the Meeting.

In the event that the shareholder designates its proxy by electronic means, the Special Power of Attorney may be transmitted by e-mail with incorporated extended electronic signature until **08.11.2013, 16:00 p.m.**, at the latest, at the address:maria.nicolae@rompetrol.com, mentioning in the Subject line: "**FOR THE GENERAL EXTRAORDINARY MEETING OF SHAREHOLDERS AS OF JUNE 12/13.11.2013**".

The special powers of attorney will contain any and all information provided in the special power of attorney form rendered available by the Company, specifying the vote for each item on the agenda.

The special power of attorney granted by a shareholder to a credit institution rendering custody services, shall be signed by the respective shareholder and shall be accompanied by an affidavit issued by the credit institution designated as representative subject to the special power of attorney, addressing the requirements set forth by the Measures Enforcement Order no. 26/20.12.2012 issued by the National Securities Commission.

The documents attesting the capacity of legal representative, as such are specified by this convening notice, drafted in a foreign language – other than English, shall be accompanied by the Romanian or English translation thereof made by a certified translator, no legalization or apostille being needed for this purpose.

On the date of the General Meeting, upon the entry into the GEMS meeting room, the private individual-shareholders (in case they attend the meeting in person) and the Proxies will present for verification purposes to the Company's representative the original identity document for the Romanian citizens or, as the case may be, the passport/residence permit for the foreign citizens. If a legal entity shareholder shall attend the GEMS by its legal representative, the latter shall present for verification purposes to the Company's representative the original identity document (identity card for Romanian citizens or, as the case may be, the passport/residence permit for foreign citizens), together with the documents attesting the capacity thereof of legal representative, a certificate of good standing issued by the Trade Registry, presented either in original or in true copy, or any other document, in original or true copy issued by no more than 3 months in prior to the publishing date of the GEMS Convening Notice by a competent authority from the state where the shareholder is legally registered and which attests the capacity thereof of legal representative).

If the special power of attorney was e-mailed to the Company, the Proxies shall hand over to the technical secretary of the meeting the original power of attorney as well.

The Company's shareholders may vote by correspondence, via the Postal Ballot Paper Form drafted in Romanian/English. These forms filled in and signed, together with the copy of the valid identity document of the shareholder certified by the latter on his/her own liability liability (for private individuals - identity cards for Romanian citizens or passport/residence permit for foreign citizens, respectively for legal entities - identity document of the legal representative), as the case may be, jointly with the documents attesting the capacity thereof of legal representative, a certificate of good standing issued by the Trade Registry, presented either in original or in true copy, or any other document, in original or true copy issued by no more than 3 months in prior to the publishing date of the GEMS Convening Notice by a competent authority from the state where the shareholder is legally registered and which attests the capacity thereof of legal representative, may be submitted as follows:

**a)** dispatched to the Company's headquarters, in a sealed envelope, via any type of courier, in

a manner consistent with the receipt of the envelope by the Company's Correspondence Registration Office by no later than **08.11.2013, 16:00 p.m.**, bearing the specification: "**FOR THE GENERAL EXTRAORDINARY MEETING OF SHAREHOLDERS AS OF 12/13.11.2013**" b) delivered by e-mail with extended electronic signature incorporated pursuant to Law no. 455/2001 on electronic signature, by **08.11.2013, 16:00 p.m.**, at the address: maria.nicolae@rompetrol.com, specifying in the subject line: "**FOR THE GENERAL EXTRAORDINARY MEETING OF SHAREHOLDERS AS OF 12/13.11.2013**"

The special powers of attorney and the Postal Ballot Paper Forms that are not registered with the Company's Correspondence Registration office until the dates specified above, shall not be taken into account upon the determination of the presence and vote quorum within the GEMS.

When filling in the Powers of Attorney and Postal Ballot Paper Forms as specified above, please bear in mind the possibility to supplement the Agenda with new issues, case in which the revised Agenda will be published by 30.10.2013.

In case the agenda is supplemented and the shareholders fail to deliver the special powers of attorney and/or the postal ballot paper forms in their updated form, the special powers of attorney and the postal ballot paper forms delivered in prior to the update of the agenda shall be taken into account only for the items set forth by the revised agenda that they refer to.

Upon the convening date, the Company's share capital amounts to 27,819,090 lei, and consists of 278.190.900 registered, dematerialized shares with a par value of 0.1 lei, each share entitling its holder to one vote during the General Meeting of the Shareholders.

Additional information may be obtained by phone, at the phone number 0244/522009, every business day, between 9:00 a.m. and 14:00 p.m. or from the Company's website: [www.rompetrol.com/Rompetrol Well Services/Investors Relations](http://www.rompetrol.com/Rompetrol%20Well%20Services/Investors%20Relations).

**Member of the Board of Directors,  
Deputy General Manager,**

**Mr. Adrian-Ion Stănescu**

