



rompetrol

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ROMPETROL WELL SERVICES S.A.

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RESOLUTION DRAFT no.5/2018
of the General Ordinary Meeting of the Shareholders of
ROMPETROL WELL SERVICES S.A.
as of April [27th /30th], 2018

The General Ordinary Meeting of the Shareholders (“GOMS”) of the trade company ROMPETROL WELL SERVICES S.A., having its registered seat located in Ploiesti, 2Bis Clopotei 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 117 of the Law no. 31/1990 - as republished - by means of the convening notice published in the Official Gazette no. 1244 as of 27.03.2018 and in “Bursa” newspaper no. 57 (historical no. 6118) as of 27.03.2018,

Having Agenda reviewed under Article 117¹ of the Law no. 31/1990, republished, regarding companies, Law no. 24/2017 regarding the issuers of financial instruments and operations of the market, in conjunction with the provisions of Article 7 paragraph (1) letter (A) of Regulation No 6/2009 C.N.V.M., by completing the Agenda of the Ordinary General Meeting of the Shareholders of the Company for 27 April 2018 (April 30, 2018 - the second convocation), published in the Official Gazette of Romania, Part IV, No 1457 of April 16th 2018, and national newspaper "Bursa" no. 69 (historical number 6130) of April 17th, 2018,

Legally and statutory convened in session on 27[30] of April 2018, at 11:00 o'clock (first/second convening), at the Company's headquarters from Ploiești, 2Bis Clopotei 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 April 18th, 2018, deemed as Reference Date for this meeting,

Having regard to the provisions of Article 65(1) and (2) of Law No 162/2017 relating to the statutory auditing of the financial statements require the constitution of an audit committee at the level of the entities of public interest,

Hereby adopts the following resolution concerning the items 6², 7-8 on the agenda:

Articolul 1

With a number of _____ validly casted votes, accounting for the unanimity of the votes exercised by the shareholders present or represented at the meeting, **it is hereby approved/rejected the appointment of Mr. Dan Alexandru Iancu, financial auditor, registered with Romanian Chamber of Financial Auditors as independent member in the Audit Committee, for a mandate equal to the mandate of the Board of Directors elected according to item 6 on the agenda of tis OGMS, i.e. from April 29th 2018, until April 28th, 2022, according to art.2 item 12, letter a) of title I chapter I of Law 162/2017, and art. 65 of Title I, chapter IX of Law no. 162/2017.**



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Article 2

(i) With a number of [____] validly casted votes, accounting for [unanimity/majority] of the votes exercised by the shareholders present or represented at the meeting it is hereby approved the date of May 16th, 2018 as Registration Date to identify the shareholders upon whom shall the effects of the decision adopted in this OGMS t.

(ii) With a number of [____] validly casted votes, accounting for [unanimity/majority] of the votes exercised by the shareholders present or represented at the meeting it is hereby approved the date of May 15th, 2018 as Ex Date, calendar date from which the financial instruments are traded without the rights resulted from OGMS Rompetrol Well Services.

Article 3

With a number of [____] validly casted votes, accounting for [unanimity/majority] of the votes exercised by the shareholders present or represented at the meeting it is hereby approved/rejected the empowerment of Mr. Timur Zhetpishbayev, General Manager of the Company, 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 OGMS 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. Timur Zhetpishbayev

General manager and

Proxy acting in virtue of article no. [3] of the Resolution no. 5/2018 of the General Ordinary Meeting of Shareholders as of [27/30].04.2018

Meeting secretaries:

Mr./Mrs. _____

Mr./Mrs. _____