



**rompetrol**

KazMunayGas  
Group  
Member

ROMPETROL WELL SERVICES S.A.

Strada Clopotei, nr. 2 bis,  
Ploiesti, Judetul Prahova,  
ROMANIA

S.C. ROMPETROL WELL SERVICES S.A. SECRETARIAT	
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**Supplementation of the agenda of the  
Ordinary General Meeting of Shareholders of Rompetrol Well Services SA  
for the date of  
April 27<sup>th</sup>, 2018 ( April 30<sup>th</sup>, 2018 – second convened date)**

The Board of Directors of the company **Rompetrol Well Services S.A.**, hereinafter referred to as the “Company”, headquartered in Ploiesti, 2Bis Clopotei street, Prahova County, registered with Prahova Trade Register under no. J29/110/1991, having the sole registration code 1346607,

Having regard the convening notice ( “ Convening Notice”) whereby it was convened the Company’s Ordinary General Meeting of Shareholders (“OGMS”), which is to be held on **April 27<sup>th</sup>, 2018, at 11:00 a.m. at the** Company’s headquarters located in Ploiesti, 2Bis Clopotei street, Prahova County, a Convening Notice which was published in the Romanian Official Gazette no. 1244 as of March 27<sup>th</sup>,2018 and in the newspaper ‘ Bursa’ no. 57 ( records no.6118) as of March 27<sup>th</sup>,2018

In accordance with the article 117 of the Companies Law no. 31/1990, republished, as further amended and supplemented, with the Law no.24/2017 regarding issuers of financial instruments an market operations, in conjunction with de provisions of art. 7 paragraph 1 letter A of the of National Securities Commission Regulation no. 6/2009 on the exercise of certain rights of shareholders within the companie’s general meetings, as subsequently amended and supplemented , pursuant to the request no.57/05.04.2018 of the significant shareholder , namely KMG International N.V., holder of 203.110.150 shares/voting rights representing 73,0111% of the share capital, two new items are hereby inserted on the agenda of the OGMS namely:

1. Election of Ernst & Young Assurance Services SRL as financial auditor of the Company to audit the Company’s financial statements for the 2018 financial year, further to the expiry of the audit services supply agreement, the term of the audit agreement being one (1) year.
2. Appointment of Mr. Dan Alexandru Iancu, financial auditor registered with the 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 this OGAS, *i.e.* from April 29<sup>th</sup>, 2018 until April 28<sup>th</sup>, 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.

The points mentioned above will be inserted after item no.6 on the agenda as it was published in the Romanian Official Gazette no. 1244 as of March 27<sup>th</sup>,2018 and in the newspaper ‘ Bursa’ no. 57 ( records no.6118) as of March 27<sup>th</sup>,2018.

Therefore, the agenda of the OGMS is the following:



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1. Approve the annual individual financial accounts having as closing day the day of December 31, 2017, prepared in accordance with the International Financial Reporting Standards ("IFRS"), as laid down by the Order of the Minister of Public Finance no. 2844/2016, as subsequently amended, based on the Annual Report prepared by the Board of Directors in compliance with the provisions of NSC Regulation no.1/2006, as further amended, and on the Financial Auditor's Report prepared by Ernst & Young Assurance Services S.R.L.
2. Approval of the proposal of the Board of Directors regarding the distribution of the net profit ancillary to the financial year 2017 for the following destinations: (i) dividends - amount of 723.296 lei respective 0.0026 lei gross value/share and (ii) other reserves - amount of 1.719.150 lei; approval the date of payment of dividends as of June 5<sup>th</sup> 2018;
3. To Approve the discharge the all Company's directors of any liability arising from the activity they conducted during the financial year 2017, further to the submitted reports;
4. To Approve the Income and Expenditure Budget and the Investment plan for 2018 ;
5. To establish the fee payable to the members of the Board of Directors for the financial year 2018;
6. Election of the members to form the new Board of Directors for a mandate starting with 29.04.2018 as a result of the expiry of the mandates on 28.04.2018 of current members of the Board of Directors.
- 6<sup>1</sup>. Election of Ernst & Young Assurance Services SRL as financial auditor of the Company to audit the Company's financial statements for the 2018 financial year, further to the expiry of the audit services supply agreement, the term of the audit agreement being one (1) year.
- 6<sup>2</sup>. Appointment of Mr. Dan Alexandru Iancu, financial auditor registered with the 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 this OGAS, *i.e.* from April 29<sup>th</sup>, 2018 until April 28<sup>th</sup>, 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.
7. Setting the date of May 16<sup>th</sup> 2018 as *Registration Date* to identify the shareholders upon whom the effects of the resolution adopted in this OGMS reflect and the date of May 15<sup>th</sup> 2018 as *Ex Date*, calendar date from which the financial instruments are traded without the rights resulted from OGMS Rompetrol Well Services.
8. The authorize Mr. Timur Zhetpisbayev, 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.



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Only the persons that are shareholders of the Company and are registered with the Company's Registry of Shareholders, kept and issued by Depozitarul Central S.A., on the reference date April 18, 2018 are entitled to attend and may exercise their voting right within the OGMS, in accordance with legal provisions, **in person** (by legal representatives) or **by proxy** (based on a special or general Power of Attorney), or in prior to the OGMS, **by correspondence** (based on a Postal Ballot Paper form).

The information material for the OGMS, the Resolutions drafts of the OGMS and revised agenda, together with the updated form of Special Power of Attorney and of Postal Ballot paper form of the OGMS may be obtained from the Company's headquarters, room 15, on each working days, between 9:00 A.M. – 15:30 P.M. and may be downloaded from the Company's website [www.petros.com](http://www.petros.com), Section Relations with Investors/Subsection General Meeting of shareholders, starting with April 17<sup>th</sup>, 2018.

In the event that April 27<sup>th</sup>, 2018, 11:00 AM o'clock, this being the date of the first convened session of the general meeting, the validity requirements laid down by the Companies Law and/or by the Company's Articles of Association are not met, the OGMS is convened on April 30<sup>th</sup>, 2018, 11:00 AM o'clock, in the same venue and with the same agenda.

Both the agenda of the OGMS convened on 27/30 April 2018, 11:00 AM o'clock, as well as the remainder of the Convening Notice of the OGMS of Rompetrol Well Services SA, initially published in accordance with the applicable laws in force, in the Romanian Official Gazette, Part. IV, no.1244 as of 27 March 2018 and in the national newspaper "Bursa" no. 57 (records number 6118) as of 27 March 2018, shall remain unchanged.

Additional information may be obtained at the telephone number +40244/52.20.09 on business days, between 9:00 A.M. – 15:30 P.M. and from the Company's website [www.petros.com](http://www.petros.com), Section Relations with Investors/Subsection General Meeting of shareholders.

**Chairman of the Board of Directors**

**Yerzhan Orynbassarov**

