

**SPECIAL POWER OF ATTORNEY
FOR THE REPRESENTATION OF THE SHAREHOLDERS**

**IN THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF
S.C. ROMPETROL WELL SERVICES S.A.**

I/**The undersigned** _____
(Name, first name/name of the represented shareholder, in capital letters)

domiciled / headquartered in _____, no. _____ street, building _____, _____th floor, ap. _____, district/county _____, country _____, identified by ID card/Passport/Residence Permit series _____, no. _____, issued by _____, on _____, valid until _____, personal identification number _____ / registered with the _____ Trade Registry under no. _____, sole registration code _____, duly represented by Mr./Mrs. _____, holder of a number of _____ book-entered shares, of a face value of Lei 0.10, issued by **S.C. Rompetrol Well Services S.A.**, a company registered with the Trade Registry under no. J29/110/1991, sole registration code 1346607, conferring the right to a number of _____ votes in the General Meeting of Shareholders, out of the aggregate number of 278,190,900 shares/votes, representing _____% of the share capital, acting as **PRINCIPAL**,

do hereby authorize _____
(Name and first name of the representative – the person conferred the special power of attorney)

domiciled in _____, no. _____ street, building _____, _____th floor, ap. _____, district/county _____, country _____, identified by ID card/Passport/Residence Permit series _____, no. _____, issued by _____, on _____, valid until _____, personal identification number _____ / registered with the _____ Trade Registry under no. _____, sole registration code _____, duly represented by Mr./Mrs. _____, acting as **ATTORNEY-IN-FACT**,

to represent me/us in the **Extraordinary General Meeting of Shareholders of S.C. Rompetrol Well Services S.A. (hereinafter referred to as the "Company")**, which is to be held on **June 13th, 2013, starting with 11:00 o'clock, at the Company's headquarters located in Ploiești, 2 bis Clopoței Street, Administrative Facility, Prahova county**, or on the date of the second convened session of the Extraordinary General Meeting (June 14, 2013), in the same place and having the same agenda, in the event that the first session cannot be actually held.

In the Extraordinary General Meeting of Shareholders ("EGMS") on June 13th, 2013 (respectively June 14th, 2013 – the second convened meeting), Mr. (Mrs.) _____ shall exercise the voting right ancillary to my/the

(Representative's name and first name)
company's interests consisting of _____¹ shares, registered with the Company's Registry of Shareholders from the Depozitarul Central S.A. Bucharest at the end of the day of **May 24th, 2013 (reference date)**, as follows (solely those items of the agenda in relation to which the representative is authorized to participate and to vote shall be checked off in the corresponding column):

¹ Name of the shareholder – legal person that grants a special power of attorney for representation purposes

1. Approval of the establishment of a branch Rompetrol Well Services in Iraq - Kurdistan

For _____ Against _____ Abstention _____

2. Approval of the establishment of a Rompetrol Well Services branch in Iraq - as a result of the transfer of the branch activity "Rompetrol SA Iraq- Rompetrol Company".

For _____ Against _____ Abstention _____

3. Approval of the establishment of a Rompetrol Well Services branch in LIBIA as a result of the transfer of the branch activity "Rompetrol SA Libia - Rompetrol SA Libyan Branch".

For _____ Against _____ Abstention _____

4. The approval and the empowerment of the Board of Directors of the Company to make and validate transactions having as an object the fixed assets, with a cumulated value during the 2013 financial year, that can be higher than the 20% percentage of the total fixed assets, less the receivables, but at a maximum amount of USD 35,000,000.

The transactions shall be represented by acquirement, alienation, exchange and securities establishment documents, as well as by any other subsequent and corresponding deeds, necessary for the finalization of the respective transactions.

For _____ Against _____ Abstention _____

5. The approval and the empowerment of the Board of Directors of the Company for the completion of all legal documents necessary to comply with AGA decisions regarding the transfer operations of activities in Libya and Iraq.

For _____ Against _____ Abstention _____

6. Empowering Mr Valeriu Sverdlov, CEO of the Company, to sign the decisions to be taken and to perform all necessary formalities to bring them to completion, with the possibility of substitution by third parties.

For _____ Against _____ Abstention _____

7. The approval of the date of July 01th, 2013, as registration date, within the meaning of art. 238 paragraph (1) of Law no. 297/2004, for the identification of the shareholders subject to the effects of the resolutions adopted by the EGMS.

For _____ Against _____ Abstention _____

This Power of Attorney is issued this day of _____, in 3 (three) originals, of which one original of the special power of attorney shall be filed/delivered **until June 11st, 2013, 11:00 o'clock**, at the Company's headquarters (Ploiești, 2 bis Clopoței Street, Administrative Facility, Prahova county, Romania), under the pain of losing the right to exercise the voting right in the general meeting by representative, pursuant to the provisions of law.

Do hereby authorize the aforementioned attorney-in-fact to vote in accordance with the powers he/she has been conferred with hereunder, and I hereby grant him/her discretionary voting powers over the issues that have not been identified and have not been included on the agenda by the date of issuance of this Special Power of Attorney.

Yes

No

I attached hereto:

1. Certified copy of the identity document of the shareholder – natural person (BI/CI/Passport/Residence Permit)
2. Official document issued by a competent authority regarding the identity of the legal representative of the shareholder – legal person, presented in original or certified copy, not older than 3 months before the date of publication of the convening notice of the Extraordinary General Meeting of Shareholders
3. Statement issued by the credit institution which received the power of representation by proxy, showing that:
 - (i) the credit institution renders custody services for the respective shareholder;
 - (ii) the instructions contained in the Special Power of Attorney are identical with the instructions contained by the SWIFT message received by the credit institution for the purpose of voting for and on behalf of that respective shareholder;
 - (iii) the Special Power of Attorney was signed by the shareholder.

Date: _____

Contact phone number _____

(Signature of the shareholder natural person or of the legal representative of the shareholder legal person and the stamp of the shareholder legal person shall be applied)

(Name, surname of the shareholder natural person or of the legal representative* of the shareholder legal person, clearly written, in capital letter)

Note:* the position of the legal representative of the shareholder – legal person shall also be mentioned.

Vote annulment criteria:

- The failure to check off any of the voting options "**For**", "**Against**" or "**Abstention**" for the proposal submitted to vote shall result into the annulment of the vote;
- The check-off of two or of three of the voting options "**For**", "**Against**" or "**Abstention**" for the proposal submitted to vote shall result into the annulment of the vote.