

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

**IN THE ORDINARY 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 \_\_\_\_, \_\_\_\_<sup>th</sup> 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 \_\_\_\_, \_\_\_\_<sup>th</sup> 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 **Ordinary General Meeting of Shareholders of S.C. Rompetrol Well Services S.A. (hereinafter referred to as the "Company")**, which is to be held on **April 29<sup>th</sup>, 2013, starting with 11:00 o'clock, at the Company's headquarters located in Ploiești, 2 bis Clopoșei Street, Administrative Facility, Prahova county**, or on the date of the second convened session of the Ordinary General Meeting (April 30, 2013), in the same place and having the same agenda, in the event that the first session cannot be actually held.

**In the Ordinary General Meeting of Shareholders ("OGMS") on April 29<sup>th</sup>, 2013** (respectively April 30<sup>th</sup>, 2013 – the second convened meeting), Mr. (Mrs.) \_\_\_\_\_  
(Representative's name and first name)

shall exercise the voting right ancillary to my/the company's interests consisting of \_\_\_\_\_<sup>1</sup> shares, registered with the Company's Registry of Shareholders from the Depozitarul Central S.A. Bucharest at the end of the day of **April 18<sup>nd</sup>, 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):

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

**1. The presentation, discussions and approval of individual Financial Statements of the Company as of December 31, 2012 based on the Annual Report of the administrators for the financial year 2012 and the Financial Auditor Report of the Company issued by the financial auditor "Ernst & Young Assurance Services S.R.L."**

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

**2. Approval of the distribution of net profit in the financial year 2012, approval of the Board's proposal for setting gross dividend per share at 0.029 lei for 2012, settlement of the deadline and procedure for payment to shareholders.**

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

**3. Approval of the termination of the mandate of member of the Board of Directors of Mr. Retayev Nurkanat, further to his request to resign from this position as of March 1, 2013.**

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

**4. Election Mr. Kuanysh Kudaibergenov, citizen of the Republic of Kazakhstan, as member of the Company's Board of Directors for a mandate expiring on April 30, 2014 in the same time with mandates of the current members of the Board of Directors, further to the resignation from the capacity of director of the Company of Mr. Retayev Nurkanat.**

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

**5. Approval to discharge the Company administrators for the activity carried out within the financial year 2012, based on the presented reports.**

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

**6. Approval of Income and Revenues Budget and of the Investment Program for 2013.**

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

**7. Fixing the remuneration due for the financial year 2013 the Company's Board members.**

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

**8. Approval of dissolution of the working point located in Zădăreni commune, Arad County.**

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

**9. Empowering Mr Adrian-Ion Stanescu, 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 \_\_\_\_\_

**10. Approval the date of 20.05.2013, 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 OGMS.**

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 April 26<sup>st</sup>, 2013, 14:00 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 Ordinary 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)

\_\_\_\_\_  
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.