

**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 _____, _____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 **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 28th, 2014, 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 Ordinary General Meeting (April 29, 2014), 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 28th, 2014 (respectively April 29th, 2014– 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 _____¹ shares, registered with the Company's Registry of Shareholders from the Depozitarul Central S.A. Bucharest at the end of the day of **April 18nd, 2014 (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 individual Financial Statements of the Company as of December 31, 2013 based on the Annual Report of the administrators for the financial year 2013 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 2013, approval of the Board's proposal for setting gross dividend per share at 0.03 lei for 2013, settlement of the deadline and procedure for payment to shareholders

For _____ Against _____ Abstention _____

3. Approval to discharge the Company administrators for the activity carried out within the financial year 2013, based on the presented reports

For _____ Against _____ Abstention _____

4. Election of members who will form the new Board of Directors of the Company for a term of four years - by the cumulative voting method

	Candidați	For	Against	Abstention
1	Baurzhan NUGUMANOV			
2	Talgat ISSAYEV			
3	Kuanysh KUDAIBERGENOV			
4	Adrian STANESCU			
5	Aizhan DYKANBAYEVA			
6	Razvan LEFTER			
7	Cristian Robert FADER			

5. Fixing the remuneration due for the financial year 2014 the Company's Board members

For _____ Against _____ Abstention _____

6. Approval of the financial auditor and determination of the minimum audit contract duration

For _____ Against _____ Abstention _____

7. Approval of Income and Revenues Budget and of the Investment Program for 2014

For _____ Against _____ Abstention _____

8. Empowering Mr. Adrian-Ion Stănescu, Deputy General Manager of the Company to sign decisions to be made and to perform all necessary formalities to bring them out, with the possibility of substitution by third parties

For _____ Against _____ Abstention _____

9. Approval the date of 20.05.2014, 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 25st, 2014, 16:00 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.