

SPECIAL POWER OF ATTORNEY¹

FOR THE REPRESENTATION OF THE SHAREHOLDERS

in THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS of
S.C. ROMPETROL WELL SERVICES S.A.
as of July 22th / 23th, 2015

The undersigned/The subscribed _____
(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
_____, by legal representative/conventional (will bar what not corresponds) 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. (PTR)**, a company registered with
the Prahova Trade Registry under no. J 29/110/1991, 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/ voting rights, 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 _____, by the legal representative/
conventional (will bar what not corresponds) 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 July 22th, 2015, starting with 11:00 o’clock, at the
Company’s headquarters located in Ploiești, 2 bis Clopotei St., Administrative Facility, Prahova County, or on the
date of the second convened session of the Extraordinary General Meeting (July 23th, 2015), in the same place and
having the same agenda, in the event that the first session cannot be actually held.

¹ After completing and signing the Special Power of attorney, an original sample shall be submitted/sent to the Company’s headquarter, in sealed envelope, so that to be registered as received to the Company’s registration until July 20nd, 2015, 11:00 (Romanian time). Please check the requirements of the General Meeting Convening Notice and, starting with July 9th, 2015, the possibility of an updated Special Power of attorney

In the Extraordinary General Meeting of Shareholders on July 22th, 2015 (respectively July 23th, 2015 – 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 _____² shares, registered with the Company's Registry of Shareholders from the Depozitarul Central S.A. Bucharest at the end of the day of **July 10th, 2015 (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, as well as the express instruction of vote*):

1. To approve the disestablishment of the branch "SC Rompetrol Well Services SA in the Republic of Kazakhstan", which is headquartered in Atyrau, 060003, St. Moldagaliyeva 31/19.

For _____ Against _____ Abstention _____

2. To approve the amendment and the supplementation of the Company's Articles of Incorporation, according to the amendments brought by GEO 90/2015, as follows:

a) Chapter IV "General Meeting", article 13 "Organization", item 2 shall be amended and shall have the following content:

"13.2. For the share capital increases by contribution in cash, the withdrawal of the shareholders' preferential right to the subscription of new shares should be decided by the general extraordinary meeting of the shareholders. The decision requires the presence of the shareholders representing 3/4 of the subscribed share capital and subject to the vote of the shareholders holding at least 2/3 of the voting rights.

The share capital increased by contribution in kind should be approved by the general extraordinary meeting of shareholders, attended by at least 3/4 of the subscribed share capital and subject to the vote of the shareholders holding at least 2/3 of the voting rights. The contributions in kind may consist solely of operational assets required to attain the scope of activity of the issuing company".

For _____ Against _____ Abstention _____

b) Chapter IV "General Meeting", article 13 "Organization", item 9 shall be amended and shall have the following content:

"13.9. The shareholders may be represented in the general meeting by persons that are not shareholders of the company, in reliance of a limited or general power of attorney".

For _____ Against _____ Abstention _____

3. To approve of the date of August 11th, 2015 as registration date, for the purpose of art.238 par.(1) of Law no. 297/2004, for the identification of the shareholders subject to the effects of the resolutions adopted by this EGMS.

For _____ Against _____ Abstention _____

4. To approve of the date of August 10th, 2015 as ex-date, as such is defined by the NSC Regulation no. 6/2009.

For _____ Against _____ Abstention _____

5. To authorize Mr. Adrian-Ion Stanescu, member of the Company's Board of Directors, to conclude and/or sign for and on behalf of the Company and/or of its shareholders the decisions which are to be adopted within this EGMS 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 sub-delegate third parties to act for such purpose.

For _____ Against _____ Abstention _____

² Name of the shareholder – legal person that grants a special power of attorney for representation purposes

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. The quality of legal representative is acknowledged based on the list of Rompetrol Well Services shareholders at the reference date, received from Depozitarul Central SA. However, if the shareholder has not informed Depozitarul Central in relation to his legal representative or if this information is not included/updated in the Company's list of shareholders at the reference date, the certificate issued by the trade registry/similar documents (submitted in original or in copy in compliance with the original, or any other document, in original or in copy, issued by a competent authority of the state where the shareholder is legally registered and which certifies the quality of legal representative, issued within maximum 3 months before the publishing date of the general meeting convening notice) must prove the quality of the legal representative.
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.

Contact phone number _____

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 July 20nd, 2015, 11:00 o'clock**, at the Company's headquarters (Ploiești, 2 bis Clopotei St., 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. Another original of the Special Power of Attorney will be handed over to the respective proxy in order for him/her to be able to prove such capacity, upon the request of the technical secretary of the Meeting.

PRINCIPAL,

(First name, surname/Name of the represented shareholder, in capitals)

(First name, surname of the legal representative of principal shareholder, in capitals)

(Signature of the principal shareholder/legal representative of principal shareholder and stamp)

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.