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KazMunayGas  
Group  
Member

ROMPETROL WELL SERVICES

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## RESOLUTION OF THE GENERAL ORDINARY MEETING OF THE SHAREHOLDERS OF S.C. ROMPETROL WELL SERVICES S.A. no. 1/28.04.2016

**The General Ordinary Meeting of the Shareholders of S.C. Rompetrol Well Services S.A.** (hereinafter referred to as the "**Company**"), headquartered in Ploiesti, 2bis Clopotei Street, Prahova County, registered with the Trade Registry Office appended to Prahova Tribunal under no. J29/110/1991, having sole registration code 1346607, with subscribed and paid-up share capital of 27,819,090 lei, divided into 278,190,900 registered shares with a value of 0.1 lei each,

Convened by the Board of Directors through the convening notice published in the *Official Gazette of Romania, 4th Part, no. 1247/28.03.2016* and in *Bursa newspaper no. 59 (5639)/25.03.2016*,

Gathered in the legally convened session as of 28.04.2016, 11:00 a.m. in the first convening session, at the Company's headquarters, in the presence of the shareholders representing 83.70 % of the Company's share capital, for all the shareholders registered in the Company's Shareholders Registry at the end of 18.04.2016, which is the reference date for this meeting,

**By virtue of** the Law no. 31/1990 on trade companies, as republished and subsequently amended and supplemented, Law no. 297/2004 on capital market, as republished and subsequently amended and supplemented and the provisions of the Articles of Incorporation of the Company,

### HEREBY RESOLVES:

**Article 1.** With the majority of the expressed votes, approves the annual individual financial statements of the Company as of December 31, 2015, based on the Report of administrators and the Report of financial auditor of the Company, drafted for the financial year of 2015.

Thus, the main economic-financial indicators are:

Turnover	49,975,025 lei
Total income	53,381,381 lei
Total expenses	82,202,861 lei
Gross loss	28,821,480 lei
Net loss	29,622,639 lei

**Article 2.** With the majority of the expressed votes, approves the coverage of the accounting loss of the year 2015, from reserves constituted from undistributed profit of previous years.

**Article 3.** With the majority of the expressed votes, approves to discharge of liability the Company's administrators for their activity carried out during the financial year 2015, based on the presented reports.



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**Article 4.** With the majority of the expressed votes, approves the election of Mr. Orynbassarov Yerzhan and of Mr. Vadim Poletaev as members of the Board of Directors, for a mandate starting on the date of this Ordinary General Meeting of the Shareholders and ending on 28.04.2018 (the expiry date of the mandate granted to the current members of the Board of Directors).

Mr. *Orynbassarov Yerzhan* is a Kazakh citizen, holder of the passport type P code KAZ no. N09295329 issued by the Ministry of Internal Affairs of the Republic of Kazakhstan on 01.04.2014, PIN: 7690503400085, born on 03.05.1969 in the Republic of Kazakhstan, domiciled in the Republic of Kazakhstan and residing in Romania, Bucharest.

Mr. *Vadim Poletaev* is a Russian citizen, holder of the passport type P code RUS no. 65No1608079 issued on 28.08.2014 by YΦMC-515 authority, PIN: 7641029470034, born on 29.10.1964 in USSR Kazakhstan, domiciled in Russian Federation, and residing in Romania, Bucharest.

**Article 5.** With the majority of the expressed votes, approves the extension of the mandate the financial auditor "Ernst & Young Assurance Services SRL", headquartered in Bucharest, sector 1, 15-17 Ion Mihalache Blvd., Bucharest Tower Center Building, 21st floor, registered with the Trade Registry under no. J40/5964/1999, having sole registration code 11909783, member of the Chamber of Financial Auditors of Romania, the agreement concluded with the foregoing company having a 1(one)-year term, starting with 30.04.2016.

S.C. Ernst & Young Assurance Services S.R.L. is duly represented by Mrs. Cora Anamaria, as administrator, Romanian citizen, born on 16.03.1975 in Mun. Bucharest, domiciled in Romania, Bucharest.

**Article 6.** With the majority of the expressed votes, approves:

- the Revenues and Expenses Budget and Business Plan for 2016.  
The main indicators of the income and expenses budget are:

Aggregate income	62,317,400 lei
Aggregate expenses	53,545,100 lei
Gross profit	8,772,300 lei
Net profit	7,368,700 lei

- the budget to the investment activity for the year 2015 amounting to 520,000 USD.

**Article 7.** With the majority of the expressed votes, approves the amount of the monthly allowance due to the members of the Company's Board of Directors for the financial year 2016 to the level of the one established for 2015.

**Article 8.** With the majority of the expressed votes, approves to empower the General Manager of the Company, Mr. Adrian-Ion Stănescu, to execute the resolutions following to be adopted and to carry-out all due formalities for the fulfillment thereof, the said proxy being entitled to sub-appoint third parties to this effect.

**Article 9.** With the majority of the expressed votes, approves May 20, 2016 as *Registration Date*, according to art. 238 (1) of the Law no. 297/2004 regarding the capital market, as amended and supplemented.



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**Article 10.** With the majority of the expressed votes, approves May 19, 2016 as the "ex-date", in compliance with the provisions of art. 2, letter f) from the Regulation RNSC no. 6/2009 regarding the exercising of certain rights of the shareholders within the general meetings of companies.

**Chairman of the session,  
Mr. Adrian-Ion Stănescu**

**Secretary of the session,  
Mrs. Maria Nicolae**

**RESULT OF THE VOTES FOR THE RESOLUTIONS ADOPTED BY THE  
ORDINARY GENERAL MEETING - 4/28/2016**

Of the total share capital - 278,190,900 shares x 0.10 lei, was attended personally or through a representative, shareholders holding 232,846,400 shares representing 83.7002% of the share capital. A share gives the right to one vote.

The decision from:	For		Against		Abstention		Number of votes
	Number of votes	%	Number of votes	%	Number of votes	%	
<b>Article 1</b>	203.136.450	73,020	29.709.950	10,6797	0	0	232.846.400
<b>Article 2</b>	203.136.450	73,020	29.709.950	10,6797	0	0	232.846.400
<b>Article 3</b>	203.136.450	73,020	29.709.950	10,6797	0	0	232.846.400
<b>Article 4</b>	203.136.450	73,020	0	0	29.709.950	10,6797	232.846.400
<b>Article 5</b>	203.136.450	73,020	29.709.950	10,6797	0	0	232.846.400
<b>Article 6</b>	203.136.450	73,020	29.709.950	10,6797	0	0	232.846.400
<b>Article 7</b>	203.136.450	73,020	29.709.950	10,6797	0	0	232.846.400
<b>Article 8</b>	203.136.450	73,020	29.709.950	10,6797	0	0	232.846.400
<b>Article 9</b>	203.136.450	73,020	29.709.950	10,6797	0	0	232.846.400
<b>Article 10</b>	203.136.450	73,020	29.709.950	10,6797	0	0	232.846.400

There were no votes annulled.

**Secretary of the session  
Mrs. Maria Nicolae**

