

**SPECIAL POWER OF ATTORNEY¹
FOR THE REPRESENTATION OF THE SHAREHOLDERS**

**in THE ORDINARY GENERAL MEETING OF SHAREHOLDERS of
S.C. ROMPETROL WELL SERVICES S.A.
as of April 27th / 28th, 2017**

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 Mr./Mrs. _____
(will bar what not corresponds) _____, 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 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 27th, 2017, 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 Ordinary General Meeting (April 28th, 2017), 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 27th, 2017 (respectively April 28th, 2017 – 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 **April 18rd, 2017 (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 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 April 25nd, 2017, 11:00 (Romanian time). Please check the requirements of the General Meeting Convening Notice and, starting with April 14th, 2017, the possibility of an updated Special Power of attorney

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

Special Power of Attorney for representation in the Ordinary General Meeting of Shareholders of S.C. Rompetrol Well Services S.A. on April 27th, 2017 – first convened meeting (respectively April 28th, 2017 – the second convened meeting)

1. Approval of individual Financial Statements of the Company as of December 31, 2016 based on the Annual Report of the administrators for the financial year 2016 and the Financial Auditor Report issued by the financial auditor of of the Company “Ernst & Young Assurance Services S.R.L.”

For _____ **Against** _____ **Abstention** _____

2. Approval of the coverage of the accounting loss of the year 2016, from reserves constituted from undistributed profit of previous years;

For _____ **Against** _____ **Abstention** _____

3. Approval of the discharge of liability of the Company administrators for their activity carried out during the financial year 2016, based on the presented reports;

For _____ **Against** _____ **Abstention** _____

4. Appointment of the financial auditor and stablishing of the minimum duration of the audit contract;

For _____ **Against** _____ **Abstention** _____

5. Approval of Income and Revenues Budget and of the Investment Program for 2017;

For _____ **Against** _____ **Abstention** _____

6. Fixing the remuneration due for the financial year 2017 the Company's Board members;

For _____ **Against** _____ **Abstention** _____

7. Empowering Mr. Adrian-Ion Stanescu, member of the Board of Directors and 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** _____

8. Approval of date 23.05.2017 as the record date to identify shareholders who are affected by the decisions to be taken.

For _____ **Against** _____ **Abstention** _____

9. Approval of date 22.05.2017 as ex-date, as defined by the provisions of NSC Regulation no. 6/2009.

For _____ **Against** _____ **Abstention** _____

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

Special Power of Attorney for representation in the Ordinary General Meeting of Shareholders of S.C. Rompetrol Well Services S.A. on April 27th, 2017 – first convened meeting (respectively April 28th, 2017 – the second convened meeting)

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. 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.

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 April 25nd, 2017, 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.