



rompetrol

KazMunayGas
Group
Member

Strada Clopotei, nr. 2 bis,
Ploiesti, Judetul Prahova,
ROMANIA

ROMPETROL WELL SERVICES S.A.

phone: +(40) 244 54 43 21
+(40) 244 54 42 65
Fax: +(40) 244 52 29 13
email: office.rws@rompetrol.com
m www.petros.ro
www.rompetrol.com

To: **BUCHAREST STOCK EXCHANGE
FINANCIAL SUPERVISORY AUTHORITY**

| | |
|--------------------------------------|---------|
| s.c. ROMPETROL WELL SERVICES S.A. | |
| SECRETARIAT | |
| INTRARE | Nr. 806 |
| IESI | 20.19 |
| Luna | 03 |
| Ziua | 19 |

Current report according to the provisions of FSA Regulation No.5/2018

Date of report: 19 March, 2019

Name of issuer: ROMPETROL WELL SERVICES S.A.

Registered office: Ploiesti, 2 bis Clopotei Street, Prahova county

Telephone number: 0244 544 101;

Fax number: 0244 522 913

Sole registration number with the Trade Register Office: 1346607

Trade Register number: J29/110/1991

Share capital: 278.190.900 lei

Regulated market on which the issued securities are traded: Bucharest Stock Exchange (market symbol PTR)

Significant event to be reported: The decision of the Board of Directors to convene the Ordinary and Extraordinary General Meetings of Shareholders of Rompetrol Well Services S.A. for April 24/25, 2019 (Convening notice attached)

The Board of Directors of Rompetrol Well Services S.A. (hereinafter referred to as "the Company" or "RWS"), in the meeting held on March 19, 2019, adopted the decision to convene the **Ordinary General Meeting of Shareholders**, in Ploiesti, 2Bis Clopotei street, Prahova County, on **April 24, 2019**, starting at 10:00 a.m. (first convening), respectively, **April 25, 2019** (the second convening) starting at 10:00 a.m. for all the shareholders registered in the Company Shareholders' Registry held by Depozitarul Central S.A., Bucharest, at the end of **April 12, 2019**, considered as Reference Date for this meeting, having on the agenda the following topics:

1. Discussion and approval of the **annual individual financial accounts** having as closing day the day of December 31,2018, prepared according to the International Financial Reporting Standards, based on the Report of administrators and the Report of financial auditor of the Company.
2. Approval of the **distribution of Company net profit** achieved in 2018 amounting RON 16.886.640 as follows: (i) dividends – RON 5.007.436 respective 0.018 lei gross value/share and (ii) other reserves– RON 11.879.204; approval the date of payment of dividends as of July 2th 2019;
3. Approval of the **discharge of liability of the Company** directors for their activity carried out during the financial year 2018, based on the presented reports.;
4. Approval of the **Income and Expenditure Budget and the Investment plan for 2019** ;
5. Approval of the **monthly gross remuneration of the members of the Board of Directors for the financial year 2019**,the tax and social contributions afferent to this remuneration, due to the members of the Bard of Directors, being retained and paid by to the state budget as per the provisions of the fiscal law.
6. Approval of the **termination of Mr. Yerzhan Orynassarov's** mandate as a member of the Board of Directors following his request starting with the 1st of November 2018.
7. Electing Mr. Arin Meirembayev, Kazakh citizen, with the residence in Bucharest, as a member of the Board of Directors , for a mandate starting with the date of this Ordinary General Meeting of

Trade Registry No: J 29/110/1991
Fiscal Identification No: RO1346607

IBAN: RO34BACX0000000030551310
UniCredit Bank – Ploesti
Share Capital: 27819090 lei



rompetrol

KazMunayGas
Group
Member

Strada Clopotei, nr. 2 bis.
Ploiesti, Judetul Prahova.
ROMANIA

ROMPETROL WELL SERVICES S.A.

phone: +(40) 244 54 43 21
+(40) 244 54 42 65
Fax: +(40) 244 52 29 13
email: office.rws@rompetrol.com
m www.petros.ro
www.rompetrol.com

Shareholders, which will expire on 29.04.2022 (the date of the termination of current members' mandates). Mr. Arin Meirembayev was appointed as a temporary member through the Decision of the Board of Directors no 1/23 October 2018 as a result of Mr. Yerzhan Orynbassarov renouncing from being a member of the Board of Directors.

8. Appointment of Ernst & Young Assurance Services SRL as financial auditor of the Company to audit the Company's financial statements for the financial year 2019, further to the expiry of the audit services supply agreement, the term of the audit agreement being one (1) year.

9. Approval of : (i) **12.06.2019** as Registration Date, according to art. 86 (1) of the Law no. 24/2017; (ii) **11.06.2019** as the "ex-date", according to art. 2, para. 2, letter l) of Regulation no. 5/2018;

10. The authorize Mr. Timur Zhetpisbayev, General Manager and member of the Board of Directors, to conclude and/or sign for on behalf of the Company and/or of its shareholders the resolutions which are to be adopted within this OGMS 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 subdelegate third parties to act for such purpose.

In the same meeting held on March 19, 2019, the Board of Directors adopted the decision to convene also the **Extraordinary General Meeting of Shareholders**, in Ploiesti, 2Bis Clopotei street, Prahova County, on **April 24, 2019**, starting at 11:00 a.m. , respectively, **April 25, 2019** (second convening) starting at 11:00 a.m. for all the shareholders registered in the Company Shareholders' Registry held by Depozitarul Central S.A., Bucharest, at the end of **April 12, 2019**, considered as Reference Date for this meeting, having on the agenda the following topics:

1. Approval of erasing the following work points as a result of the operational reorganization:

- Potcoava, Str. Stadionului, Nr. 2, Judet Olt;
- Craiova, Str. Prelungirea Teilor, nr.106, Judet Dolj;
- Comuna Slobozia Conachi, Punct Lascar, Judet Galați ;
- Comuna Leordeni, Str. Gospodariei, Nr. 2, Judet Argeș ;
- Comuna Răzvad, Str. Parc, Nr. 261, Judet Dâmbovița;
- Comuna Mihaiesti, Sat Stuparei, Judet Vâlcea;
- Timisoara, str. Campina, nr.28, Judet Timis

2. Approval of : (i) **12.06.2019** as Registration Date, according to art. 86 (1) of the Law no. 24/2017; (ii) **11.06.2019** as the "ex-date", according to art. 2, para. 2, letter l) of Regulation no. 5/2018;

3. The authorize Mr. Timur Zhetpisbayev, General Manager and member of the Board of Directors, to conclude and/or sign for on behalf of the Company and/or of its shareholders the resolutions 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 subdelegate third parties to act for such purpose.

The convening notice of the Ordinary and Extraordinary General Meetings of Shareholders as of April 24/25, 2019 and the documents related to the meeting agenda will be available to the shareholders according to the applicable legal and statutory provisions, starting with March 22, 2019, in electronic format on the Company's website www.petros.ro, Investor Relations / General Meeting of Shareholders, as well as at the Company's registered office. The convening notice of the Ordinary and Extraordinary



rompetrol

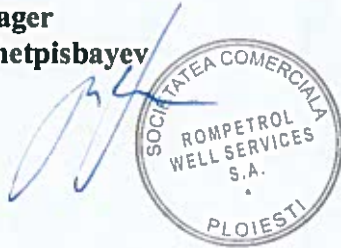
KazMunayGas
Group
Member

ROMPETROL WELL SERVICES S.A.
Strada Ciopolei, nr. 2 bis,
Ploiesti, Judetul Prahova,
ROMANIA

phone: +(40) 244 54 43 21
+(40) 244 54 42 65
Fax: +(40) 244 52 29 13
email: office.rws@rompetrol.com
www.petras.ro
www.rompetrol.com

General Meeting of Shareholders as of April 24/25, 2019 shall be published in the Official Gazette of Romania, Part IV and in a wide-spread newspaper.

General Manager
Mr. Timur Zhetpisbayev



Trade Registry No: J 29/110/1991
Fiscal Identification No: RO1346607

IBAN: RO34BACX0000000030551310
UniCredit Bank – Ploiesti
Share Capital: 27819090 lei



rompetrol

KazMunayGas
Group
Member

ROMPETROL WELL SERVICES S.A.

Strada Clopotel, nr. 2 bis,
Ploiesti, Judetul Prahova,
ROMANIA

phone: +{40} 244 54 43 21
+{40} 244 54 42 65
Fax: +{40} 244 52 29 13
email: office.rws@rompetrol.com
www.petros.ro
www.rompetrol.com

CONVENING NOTICE

The Board of Directors of the company **Rompetrol Well Services S.A.**, hereinafter referred to as the "Company", headquartered in Ploiești, 2Bis Clopoței street, Prahova County, registered with Prahova Trade Register under no. J29/110/1991, having the sole registration code 1346607, convened on March 19th, 2019 in accordance with the article 117 of Law no. 31/1990 on companies, republished, as further amended and supplemented, Law no.24/2017 regarding issuers of financial instruments an market operations, Regulation no. 5/2018 regarding issuers of financial instruments and market operations, and the Company's Articles of Incorporation ,

CONVENES

The Ordinary General Meeting of Shareholders (hereinafter referred to as the „OGMS”), on **24.04. 2019**, starting at **10:00 a.m.**, at the Company's headquarters, as aforementioned, for all the shareholders registered in the Company Shareholders' Registry held by Depozitarul Central S.A., Bucharest, at the end of **12.04.2019**, considered as **Reference Date** for this meeting; in case that on the aforementioned date, by any reasons, the quorum requirements stipulated by the law and by the Company's Articles of Incorporation are not fulfilled, it is convened and set the second Ordinary General Meeting of Shareholders of the Company on **25.04.2019**, starting at **10:00 a.m.**, at the same address, with the same agenda and Reference Date,

And

The Extraordinary General Meetings of Shareholders of the Company (hereinafter referred to as the „EGMS”), on **24.04.2019**, starting at **11:00 a.m.**, for all the shareholders registered in the Company Shareholders' Registry held by Depozitarul Central S.A., Bucharest, at the end of **12.04.2019**, considered as **Reference Date** for this meeting; in case that on the aforementioned date, by any reasons, the quorum requirements stipulated by the law and by the Company's Articles of Incorporation are not fulfilled, it is convened and set the second Extraordinary General Meeting of Shareholders of the Company on **25.04.2019**, starting at **11:00 a.m.**, at the same address, with the same agenda and Reference Date.

The Ordinary General Meeting of Shareholders (hereinafter the “OGMS”) has the following agenda:

1. Discussion and approval of the **annual individual financial accounts** having as closing day the day of December 31,2018, prepared according to the International Financial Reporting Standards, based on the Report of administrators and the Report of financial auditor of the Company.
2. Approval of the **distribution of Company net profit** achieved in 2018 amounting RON 16.886.640 as follows: (i) dividends – RON 5.007.436 respective 0.018 lei gross value/share and (ii) other reserves–RON 11.879.204; approval the date of payment of dividends as of July 2th 2019;
3. Approval of the **discharge of liability of the Company** directors for their activity carried out during the financial year 2018, based on the presented reports.;
4. Approval of the **Income and Expenditure Budget and the Investment plan** for 2019 ;



rompetrol

KazMunayGas
Group
Member

ROMPETROL WELL SERVICES S.A.

Strada Clopotei, nr. 2 bis,
Ploesti, Judetul Prahova,
ROMANIA

phone: +{40} 244 54 43 21
+{40} 244 54 42 65
Fax: +{40} 244 52 29 13
email: office.rws@rompetrol.com
www.petros.ro
www.rompetrol.com

5. Approval of the monthly gross remuneration of the members of the Board of Directors for the financial year 2019, the tax and social contributions afferent to this remuneration, due to the members of the Board of Directors, being retained and paid by to the state budget as per the provisions of the fiscal law.

6. Approval of the termination of Mr. Yerzhan Orynbassarov's mandate as a member of the Board of Directors following his request starting with the 1st of November 2018.

7. Electing Mr. Arin Meirembayev, Kazakh citizen, with the residence in Bucharest, as a member of the Board of Directors, for a mandate starting with the date of this Ordinary General Meeting of Shareholders, which will expire on 29.04.2022 (the date of the termination of current members' mandates). Mr. Arin Meirembayev was appointed as a temporary member through the Decision of the Board of Directors no 1/23 October 2018 as a result of Mr. Yerzhan Orynbassarov renouncing from being a member of the Board of Directors.

8. Appointment of Ernst & Young Assurance Services SRL as financial auditor of the Company to audit the Company's financial statements for the financial year 2019, further to the expiry of the audit services supply agreement, the term of the audit agreement being one (1) year.

9. Approval of: (i) 12.06.2019 as Registration Date, according to art. 86 (1) of the Law no. 24/2017; (ii) 11.06.2019 as the "ex-date", according to art. 2, para. 2, letter l) of Regulation no. 5/2018;

10. The authorize Mr. Timur Zhetpisbayev, General Manager and member of the Board of Directors, to conclude and/or sign for on behalf of the Company and/or of its shareholders the resolutions which are to be adopted within this OGMS 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 subdelegate third parties to act for such purpose.

The Extraordinary General Meeting of Shareholders (hereinafter the "EGMS") has the following agenda:

1. Approval of erasing the following work points as a result of the operational reorganization:

- Potcoava, Str. Stadionului, Nr. 2, Judet Olt;
- Craiova, Str. Prelungirea Teilor, nr.106, Judet Dolj;
- Comuna Slobozia Conachi, Punct Lascar, Judet Galati;
- Comuna Leordeni, Str. Gospodariei, Nr. 2, Judet Arges;
- Comuna Răzvad, Str. Parc, Nr. 261, Judet Dâmbovița;
- Comuna Mihaiesti, Sat Stuparei, Judet Vâlcea;
- Timisoara, str. Campina, nr.28, Judet Timis

2. Approval of: (i) 12.06.2019 as Registration Date, according to art. 86 (1) of the Law no. 24/2017; (ii) 11.06.2019 as the "ex-date", according to art. 2, para. 2, letter l) of Regulation no. 5/2018;

3. The authorize Mr. Timur Zhetpisbayev, General Manager and member of the Board of Directors, to conclude and/or sign for on behalf of the Company and/or of its shareholders the resolutions which are



rompetrol

KazMunayGas
Group
Member

ROMPETROL WELL SERVICES S.A.

Strada Clopotei, nr. 2 bis,
Ploiesti, Judetul Prahova,
ROMANIA

phone: +(40) 244 54 43 21
+(40) 244 54 42 65
Fax: +(40) 244 52 29 13
email: office.rws@rompetrol.com
www.petros.ro
www.rompetrol.com

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 subdelegate third parties to act for such purpose.

a) Documents related to the OGMS and EGMS agenda:

Starting with **22.03.2019**, the following documents may be downloaded from the Company's website www.petros.ro, Investor Relations/General shareholders' meetings Section, or may obtain, upon request, in any business day, during 09:00 – 16:00, at the Company's headquarter, via fax or by mail:

- **Convening Notice for the OGMS and EGMS** (available in Romanian and English);
- **Special Power of Attorney - forms** for the representation of the shareholders in the OGMS and EGMS, which shall be updated if new items or proposals of resolutions will be inserted on the agenda (available in Romanian and English);
- **Correspondence Voting Ballots - forms** for the participation and voting of the shareholders in the OGMS and EGMS, which shall be updated if new items or proposals of resolutions will be inserted on the agenda (available in Romanian and English);
- **Reasoning documents and materials** related to the items on the agenda of the meetings;
- **List comprising information as to the name, residence locality and professional qualification of the person proposed as member of the Board of Directors**, this being available for consultation purposes and filled in within the terms mentioned in the convening notice
- **Draft resolutions** for the items on the agenda of the OGMS and EGMS.

If the case would be, the updated agenda shall be published **starting with 11.04.2019**, in compliance with the legal provisions.

b) The shareholders rights to introduce additional items on the agenda and to make new resolution proposals for the existing or proposed items to be included on the agenda

The shareholders representing, individually or collectively, at least 5% of the Company's share capital, have the right according to the law to ask for introducing **new items on the agenda** of the OGMS and/or EGMS, as well as to make new resolutions' proposals for the items included or proposed to be included on its agenda.:

Whereas the agenda specifies the appointment of a member of the Board of Directors, the shareholders are entitled as per the law, to nominate the candidates for the position of member of the Board of Directors until **08.04.2019, at 16:00**. The proposals shall be accompanied by information on the name, residence locality, and professional qualification of the persons proposed for the respective positions. The list containing information regarding the name, residence locality and professional qualification of the persons proposed for the position of member of the Board of Directors shall be made available to the shareholders, and open for their consultation and supplementation. Based on the proposals received until the limit-date, the Company shall make available to the shareholders the candidates' proposals for the position of member of the Board of Directors and the afferent information in electronic format, both in Romanian and in English languages, on the Company's website (www.petros.ro), Investors Relation/General Meeting of Shareholders, final list of proposals, following to be posted until the **11.04.2019**, date previous to the reference date.



rompetrol

KozMunayGas
Group
Member

ROMPETROL WELL SERVICES S.A.

Strada Clopotel, nr. 2 bis,
Ploiesti, Judetul Prahova,
ROMANIA

phone: +{40} 244 54 43 21
+{40} 244 54 42 65
Fax: +{40} 244 52 29 13
email: office.rws@rompetrol.com
www.petros.ro
www.rompetrol.com

The proposals shall be accompanied by the following documents:

- a) the said proposal (under authorized and stamped signature, where appropriate);
- b) the following documents issued by Depozitarul Central S.A. or by the intermediaries defined in art. 2 para (1) point 20 of Law no. 24/2017 providing trustee services;
 - the statement of account certifying the quality of shareholder and the number of owned shares, in original or true copy;
 - documents certifying that the details of the legal representative are recorded at the Central Depository/ participants concerned, in original or true copy;
- c) Curriculum vitae of the candidate, up-to-date, dated and stamped;
- d) Certified copy of the candidate's identification document;
- e) Affidavit of the candidate whereby the latter agrees to be registered on the list of candidates for the position of director of the Company and respectively the mandate of member of the Board of Directors and meets the statutory requirements and conditions for this capacity, signed, in original copy.

The documents submitted in a foreign language, other than English (except for the identity documents valid on the territory of Romania) shall be accompanied by a sworn translation, in Romanian or English languages.

The rights provided hereinbefore may be exercised in writing, can only be exercised only in writing, following for the shareholders to forward the request no later than **08.04.2019, 16:00**, by mail or courier services (to the following address: Clopotel, 2Bis street, Prahova County – with the mention: “ For the Ordinary/Extraordinary General Meeting of shareholders of 24/25.04.2019 ”), or by electronic means (e-mail: Investor.Relations.RWS@rompetrol.com, mentioning in the subject: “ For the Ordinary/Extraordinary General Meeting of shareholders of 24/25.04.2019 ”, respectively by fax at the number: +40 244 52.29.13) to the attention of Mrs. Adina Chițu.

c) The shareholders right to ask questions concerning the agenda

Any interested shareholder has the right to ask questions regarding the items included on the agenda of the OGMS and EGMS; the questions shall be submitted in writing and shall be deposited/ sent so that to be registered as received to the Company's registration desk **until 08.04.2019, at 18:00**, clearly mentioning on the envelope „ Questions regarding the agenda - For the Ordinary/Extraordinary General Meeting of Shareholders as of 24/25.04.2019”.

The answers shall be available on the Company's website www.petros.ro, Investors Relations/General shareholders' meetings of Section, **starting with 11.04.2019, at 18:00**.

The right to submit questions and the Company's obligation to respond shall be subject to the protection of confidentiality and business interests of the Company.

For the valid exercise of the rights stipulated at letters b) and c), the shareholders shall submit to the Company the following documents issued by Depozitarul Central S.A. or by the intermediaries defined in art. 2 para. (1) point 20 of the Law no. 24/2017 which provide custody services:

- a) the account statement, which shows the quality as shareholder and the number of shares owned;
- b) documents attesting the enrolment of the information regarding the legal representative with Depozitarul Central S.A./ respective intermediaries.



rompetrol

KazMunayGas
Group
Member

ROMPETROL WELL SERVICES S.A.

Strada Clopotel, nr. 2 bis,
Ploiesti, Judetul Prahova,
ROMANIA

phone: +(40) 244 54 43 21
+(40) 244 54 42 65
Fax: +(40) 244 52 29 13
email: office.rws@rompetrol.com
www.petros.ro
www.rompetrol.com

The documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian or English language.

The shareholders' questions, as well as the documents attesting that the conditions for exercising these rights have been met will be transmitted:

- Either as an original document signed by hand, sent by mail or courier services, in a closed envelope, bearing the mention written: "For the Ordinary/Extraordinary General Meetings of the Shareholders of 24/25.04.2019 –Questions" as to be registered as received with Company registration desk until 08.04.2019, at 16:00 .

- Or as a document signed electronically, with an extended electronic signature, as per Law no. 455/2001 regarding the electronic signature - by e-mail - at the address Investor.Relations.RWS@rompetrol.com, indicating as the email title: "For the Ordinary/Extraordinary General Meetings of the Shareholders of 24/25.04.2019 –Questions " so that to be registered as received to the Company's registration desk until 08.04.2019 ora 16:00 .

d) The right of the shareholders to participate to the OGMS and EGMS:

The reference date is April 12th, 2019

Only shareholders who are registered with the Company's Shareholders Registry at the Reference Date are entitled to attend and cast their votes in the OGMS and EGMS, according to the legal provisions and Articles of Incorporation provisions, **in person** (by the legal representatives) or **by proxy** (based on a special/ general Power of Attorney or Affidavit given by the custodian), considering the legal constraints, or **by correspondence**, prior to the OGMS and EGMS (based on a Correspondence Voting Ballot).

The access and/or the vote by mail of the shareholders entitled to attend the OGMS and EGMS is allowed by the simple proof of their identity made by, in case of shareholders who are natural persons, their identity document (identity card for the Romanian citizens or, as the case may be, Passport/ residence permit for the foreign citizens) and, in case of legal entities, based on the identity document of the legal representative (identity card for the Romanian citizens or, as the case may be, Passport/ residence permit for the foreign citizens).

The representatives of the shareholders - natural persons shall be identified based on their identity document (identity card for the Romanian citizens or, as the case may be, Passport/ residence permit for the foreign citizens), accompanied by the special/ general Power of Attorney signed by the shareholder - natural person or the Affidavit given by the custodian and signed by its legal representative.

The representatives of the shareholders - legal persons shall prove their capacity based on their identity document (identity card for the Romanian citizens or, as the case may be, Passport/ residence permit for the foreign citizens), accompanied by the special/ general Power of Attorney signed by the legal representative of the respective legal person or the Affidavit given by the custodian and signed by its legal representative.



rompetrol

KazMunayGas
Group
Member

ROMPETROL WELL SERVICES S.A.

Strada Clopotei, nr. 2 bis,
Ploiesti, Judetul Prahova,
ROMANIA

phone: +(40) 244 54 43 21
+(40) 244 54 42 65
Fax: +(40) 244 52 29 13
email: office.rws@rompetrol.com
www.petros.ro
www.rompetrol.com

The **quality as shareholder** and also, in case of shareholders - legal persons or entities without legal status, the **quality as legal representative** shall be acknowledged based on the BVB list of shareholders at the Reference Date, received from Depozitarul Central S.A.

In case: *i) the shareholders* – natural persons did not registered in the system of Depozitarul Central S.A. the valid and updated identification data, then they will present also a copy of the updated identity document (identity card/ Passport/ residence permit); *ii) the legal representative of the shareholders* – legal persons is not mentioned in the list of Company shareholders received from Depozitarul Central S.A., then they will present also an official document attesting the capacity as legal representative (issued by a competent authority, original or certified copy, not older than 3 months before the date of publication of the convening notice of the OGMS and EGMS).

Any documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian or English language.

Information concerning the special and general Powers of Attorney, the Correspondence Voting Ballots and the Affidavits is enclosed below.

e) General Powers of Attorney

The shareholders may give **General Power of Attorney** valid for a period which cannot exceed three years, thus enabling the designated representative to vote on all issues under debate in the general meeting of the shareholders of the Company, including with regards to the acts of disposition

For the validity of the mandate, the proxy should have the quality either of intermediary (according to the provisions of art. 2 para. (1) point (20) of Law no. 24/2017) or lawyer and the shareholder should be client of it. Also, the proxy should not be in a conflict of interest like:

- a) is a major shareholder of the Rompetrol Well Services , or another company controlled by such shareholder;
- b) is a member of the administrative, management or supervisory body of the Rompetrol Well Services, of a majority shareholder or a person controlled by that shareholder;
- c) is an employee or an auditor of the Company or of a majority shareholder or a person controlled by that shareholder;
- d) is the spouse, relative or affinitive up to the fourth degree of one of the individuals referred to in subparagraph a) -c).

The proxy cannot be replaced by another person, except in the case where this right has been expressly given by the shareholder by power of attorney, this without affecting the shareholder's right to designate, by power of attorney, one or more alternate proxies, thus ensuring the shareholder's representation in the GMS. If the proxy is a legal entity, it may exercise its mandate by any person in its administrative or management body or by one of its employees.

The Company does not impose a specific form for the general Power of Attorney.



rompetrol

KazMunayGas
Group
Member

ROMPETROL WELL SERVICES S.A.

Strada Clopofei, nr. 2 bis,
Ploiesti, Judetul Prahova,
ROMANIA

phone: +(40) 244 54 43 21
+(40) 244 54 42 65
Fax: +(40) 244 52 29 13
email: office.rws@rompetrol.com
www.petros.ro
www.rompetrol.com

Together with the general Power of Attorney, the shareholders shall submit to the Company the statement issued by the legal representative of the intermediary or lawyer who received the power of representation, signed, in original and, as the case, stamped, which to confirm that:

- i) the Power of Attorney is given by the respective shareholder, in its capacity as client, to the intermediary or, as the case, to the lawyer;
- ii) the general Power of Attorney is signed by the shareholder, including by attaching an extended electronic signature, if the case.

The quality as shareholder and also, in case of shareholders - legal persons or entities without legal status, the quality as legal representative shall be acknowledged based on the following documents submitted by the shareholder to the Company and issued by Depozitarul Central S.A. or the intermediaries, as they are defined by the art. 2 para. 1 point 20 of Law no. 24/2017 which provide custody services:

- a) the account statement, which shows the quality as shareholder and the number of shares owned;
- b) documents attesting the enrolment of the information regarding the legal representative with Depozitarul Central S.A./ respective intermediaries.

The documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian or English language.

Before their first use, general Powers of Attorney accompanied by the related documents shall be deposited/sent, in copy, containing the mention of conformity with the original under the signature of the representative, as to be registered as received with Company registration desk **until 22.04.2019, at 10:00 a.m. for the OGMS**, clearly mentioning on the envelope „For the Ordinary General Meeting of Shareholders as of 24/25.04.2019” and respectively **until 22.04.2019, at 11:00 a.m. for the EGMS**, clearly mentioning on the envelope „For the Extraordinary General Meeting of Shareholders as of 24/25.04.2019”. The general Powers of Attorney, in certified copies, will be retained by the Company, mentioning about this in the minutes of the general meetings.

The general Powers of Attorneys accompanied by the related documents may be sent also by e-mail with extended electronic signature, in compliance with Law no. 455/2001 on digital signature, as amended and supplemented, and according to the regulations of the ASF, at the address: Investor.Relations.RWS@rompetrol.com, so that to be registered as received to the Company’s registration desk **until 22.04.2019, at 10:00 a.m. for the OGMS**, clearly mentioning to the subject: „For the Ordinary General Meeting of Shareholders as of 24/25.04.2019” and respectively **until 22.04.2019, at 11:00 a.m. for the EGMS**, clearly mentioning to the subject: „For the Extraordinary General Meeting of Shareholders as of 24/25.04.2019”.

The verification and validation of the general Powers of Attorney shall be made by the technical secretaries appointed according to the law, they are going to keep the documents safely.



f) The special Powers of Attorney and the Correspondence Voting Ballots

The special Power of Attorney Forms and Correspondence Voting Ballots (in Romanian and English languages) can be obtained from the Company's headquarters and can be downloaded from the Company's website, www.petros.ro, under the Relations with Investors Section, Subsection General Meeting of Shareholders, as of March 22th, 2019.

The special Powers of Attorney and Correspondence Voting Ballots shall have the form issued by the Company and shall contain specific instructions for each item on the agenda (meaning vote "For", vote "Against" or the mention "Abstention").

The vote by correspondence may be expressed through the Correspondence Voting Ballot also by the shareholder's representative only the case the representative:

- a) has received from the shareholder that it represents a special/ general Power of Attorney, which is submitted to the Company in the form required by the legal regulations and within the deadline stipulated in the convening notice or
- b) is a credit institution providing custody services, being allowed to vote exclusively according with and within the limits of the instructions received from its clients being shareholders at the Reference Date.

The quality as shareholder and also, in case of shareholders - legal persons or entities without legal status, the quality as legal representative shall be acknowledged based on the list of Rompetrol Well Services shareholders for the Reference Date received from Depozitarul Central S.A.

In case: *i) the shareholders* – natural persons did not registered in the system of Depozitarul Central S.A. the valid and updated identification data, then they will present also a copy of the updated identity document (identity card/ Passport/ residence permit); *ii) the legal representative of the shareholders* – legal persons is not mentioned in the list of Company shareholders received from Depozitarul Central S.A., then they will present also an official document attesting the capacity as legal representative of the signatory of the special Power of Attorney/ Correspondence Voting Ballot (issued by a competent authority, original or certified copy, not older than 3 months before the date of publication of the convening notice of the OGMS and EGMS).

Any documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian or English language.

In case of the OGMS, for the items 1, 2, 4, 5, 9 and 10 on the agenda, there shall be used the forms of special Power of Attorney/ Correspondence Voting Ballot dedicated to these items, made available by the Company; for the items 3, 6,7 and 8 on the agenda, for which secret vote will be applied, there shall be used the forms of special Power of Attorney/ Correspondence Voting Ballot dedicated to this item, made available also by the Company.

In case of the EGMS, there shall be used a single form of special Power of Attorney/ Correspondence Voting Ballot for all items on the agenda, made available by the Company.



rompetrol

KazMunayGas
Group
Member

ROMPETROL WELL SERVICES S.A.

Strada Ciopotel, nr. 2 bis,
Ploiesti, Judetul Prahova,
ROMANIA

phone: +(40) 244 54 43 21
+(40) 244 54 42 65
Fax: +(40) 244 52 29 13
email: office.rws@rompetrol.com
www.petras.ro
www.rompetrol.com

When filling in the special Powers of Attorney/ Correspondence Voting Ballots, the shareholders or, as the case, their representatives are asked to consider that new items on the agenda of the OGMS and EGMS or proposals of resolutions could be added, in which case the updated agenda shall be published **starting with 11.04.2019**. In this case, the special Powers of Attorney/ Correspondence Voting Ballots shall be updated and published as described at letter 0) **starting with 11.04.2019**.

For the OGMS, the special Power of Attorney/ Correspondence Voting Ballot dedicated to the items 3, 6, 7 and 8 on the agenda, filled in by the shareholders or, as the case, their representatives, with their options (vote "For", vote "Against", mention "Abstention"), signed, in original, shall be introduced within a separate envelope, closed, clearly mentioning on the envelope "Confidential – Secret voting instructions for the Ordinary General Meeting of Shareholders as of 24/25.04.2019", which shall be placed, in turn, within the envelope containing the special Power of Attorney/ Correspondence Voting Ballot dedicated to the other items on the agenda of the OGMS and the related documents; these shall be sent as to be registered with the Company registration desk **no later than 22.04.2019, at 10:00 a.m.**, clearly mentioning on the envelope „For the Ordinary General Meeting of Shareholders as of 24/25.04.2019”.

For the EGMS, the special Powers of Attorney/ Correspondence Voting Ballots and the related documents shall be sent as to be registered with the Company registration desk **no later than 22.04.2019, at 11:00 a.m.**, clearly mentioning on the envelope „For the Extraordinary General Meeting of Shareholders as of 24/25.04.2019”.

The special Powers of Attorney and the Correspondence Voting Ballots may be sent also by e-mail with extended electronic signature, in compliance with Law no. 455/2001 on digital signature, republished, and according to the regulations of the ASF, at the address: Investor.Relations.RWS@rompetrol.com, as following:

- for the OGMS, the special Power of Attorney/ Correspondence Voting Ballot dedicated to the items 1, 2, 4, 5, 9 and 10, filled in by the shareholders or, as the case, their representatives with their options (vote "For", vote "Against", mention "Abstention"), signed, having attached extended electronic signature, accompanied by the related documents shall be sent by e-mail clearly mentioning on the subject "For the Ordinary General Meeting of the Shareholders as of 24/25.04.2019", so that to be registered as received to the Company's registration desk **until 22.04.2019, 10:00 a.m.**; the special Power of Attorney/ Correspondence Voting Ballot dedicated to the items 3, 6, 7 and 8 on the agenda, filled in by the shareholders or, as the case, their representatives with their options (vote "For", vote "Against", mention "Abstention"), signed, having attached extended electronic signature shall be sent within a separate e-mail, clearly mentioning on the subject "Confidential – Secret voting instructions for the Ordinary General Meeting of Shareholders as of 24/25.04.2019", so that to be registered as received to the Company's registration desk **until 22.04.2019, 10:00 a.m.**

- for the EGMS, the special Powers of Attorney/ Correspondence Voting Ballots, filled in by the shareholders or, as the case, their representatives with their options (vote "For", vote "Against", mention "Abstention"), signed, having attached extended electronic signature, and the related documents shall be sent by e-mail, clearly mentioning on the subject "For the Extraordinary General Meeting of



rompetrol

KazMunayGas
Group
Member

ROMPETROL WELL SERVICES S.A.

Strada Clapotei, nr. 2 bis,
Ploiesti, Judetul Prahova,
ROMANIA

phone: +(40) 244 54 43 21
+(40) 244 54 42 65
Fax: +(40) 244 52 29 13
email: office.rws@rompetrol.com
www.petros.ro
www.rompetrol.com

Shareholders as of 24/25.04.2019”, so that to be registered as received to the Company’s registration desk until **22.04.2019, 11:00 a.m.**

The special Powers of Attorney and Correspondence Voting Ballots which are not registered as received to the Company’s registration desk until the aforementioned deadlines shall not be counted for the attendance and voting quorum to the OGMS and EGMS.

If the special Power of attorney was sent to the Company by email, the Proxies shall also provide to the Technical Secretariat an original copy of the special power of attorney.

The centralization, checking and recordkeeping of the Correspondence Voting Ballots, as well as the verification and validation of the special Powers of Attorney deposited with the Company shall be made by the technical secretari appointed according to the law, they are going to keep the documents safely and shall maintain confidentiality over the votes cast until the items on the agenda are submitted for voting.

g) The Affidavits

In case a shareholder is represented by a credit institution that provides custody services, the latter will be able to vote on the OGMS and EGMS on the basis of the voting instructions received by electronic means of communication, without the need for a special or general power of attorney to be drawn up by the shareholder. The custodian votes in the OGMS and EGMS exclusively in accordance with and within the limits of instructions received from its clients as shareholders of the Company at the Reference Date.

The credit institution may participate and vote at the OGMS and EGMS, provided that it submits a declaration on its own responsibility (Affidavit), stating:

- a) clearly the name of the shareholder on behalf of which the credit institution participates and votes in the OGMS and EGMS;
- b) the credit institution provides custody services to that shareholder;
- c) clearly the name of the person who is part of the management body or among the employees of the credit institution and will represent the credit institution in the OGMS and EGMS.

Documents accompanying the Affidavit:

- an official document attesting the capacity as legal representative of the signatory of the Affidavit (issued by a competent authority, original or certified copy, not older than 3 months before the date of publication of the convening notice of the OGMS and EGMS);
- copy of the identity document of the person who is part of the management body or among the employees of the credit institution nominated in the Affidavit and will represent the credit institution in the OGMS and EGMS.

The documents submitted in a foreign language, other than English (except for identity documents valid in Romania) shall be accompanied by the authorized translation thereof into Romanian or English language.



rompetrol

KazMunayGas
Group
Member

ROMPETROL WELL SERVICES S.A.

Strada Clopotei, nr. 2 bis,
Ploiesti, Judetul Prahova,
ROMANIA

phone: +(40) 244 54 43 21
+(40) 244 54 42 65
Fax: +(40) 244 52 29 13
email: office.rws@rompetrol.com
www.petros.ro
www.rompetrol.com

The Affidavit, signed by the legal representative of the credit institution, in original, accompanied by the related documents, shall be deposited/sent so that to be registered as received to the Company's registration desk **until 22.04.2019, at 10:00 a.m. for the OGMS**, clearly mentioning on the envelope „For the Ordinary General Meeting of Shareholders as of 24/25.04.2019” and respectively **until 22.04.2019, at 11:00 a.m. for the EGMS**, clearly mentioning on the envelope „For the Extraordinary General Meeting of Shareholders as of 24/25.04.2019” .

The Affidavits, signed, accompanied by the related documents may be sent also by e-mail with an extended electronic signature, in compliance with Law no. 455/2001 on digital signature, as amended and supplemented, and according to the regulations of the ASF, at the address: Investor.Relations.RWS@rompetrol.com, mentioning to the subject: „For the Ordinary General Meeting of the Shareholders as of 24/25.04.2019” for the OGMS, so that to be registered as received to the Company's registration desk **until 22.04.2019, at 10:00 a.m.** and respectively mentioning to the subject: „For the Extraordinary General Meeting of the Shareholders as of 24/25.04.2019” for the EGMS, so that to be registered as received to the Company's registration desk **until 22.04.2019, at 11:00 a.m.**

The verification and validation of the Affidavits deposited with the Company shall be made by the technical secretaries appointed according to the law, they are going to keep the documents safely.

On the convening date, the Company's registered share capital is of Lei 27.819.090 and consists of 278.190.900 shares, dematerialized shares, with a par value of Lei 0.10, each share giving the right to one vote within the General Meeting of Shareholders.

Additional information can be obtained at the telephone number +40244/52.20.09 on business days, between 9:00 A.M. – 15:30 P.M. and from the Company's website www.petros.com, Section Relations with Investors/Subsection General Meeting of shareholders.

Besides, on website www.petros.com, Section Relations with Investors it is posted a notice of information regarding the shareholders' rights in the processing of their personal data by the Company, according to Regulation (EU) 2016/679 of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation).

Chairman of the Board of Directors

Mr. Saduokhas Meraliyev

Saduokhas Meraliyev



SOCIETATEA COMERCIALA
ROMPETROL
WELL SERVICES
S.A.
PLOIESTI