



**rompetrol  
well services**

ROMPETROL WELL SERVICES

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

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www.petros.ro  
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**To: BUCHAREST STOCK EXCHANGE  
FINANCIAL SUPERVISORY AUTHORITY**

S.C. ROMPETROL WELL SERVICES S.A.	
SECRETARIAT	
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**Current report according to the provisions of FSA Regulation No.5/2018**

**Date of report: 10 April, 2020**

**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 report: Resolution of the Board of Directors as of April 10<sup>th</sup>, 2020 concerning the Supplementation of the agenda of the General Ordinary Meeting of the Shareholders of Rompetrol Well Services S.A. of the date April 27<sup>th</sup>, 2020 (second convening—on April 28<sup>th</sup>, 2020)**

The Board of Directors of the company **Rompetro Well Services S.A.**, hereinafter referred to as the "Company", headquartered in Ploiesti, 2Bis Clopotei street, Prahova County, registered with Prahova Trade Register under no. J29/110/1991, having the sole registration code 1346607,

Having regard the convening notice ( " Convening Notice") whereby it was convened the Company's Ordinary General Meeting of Shareholders ("OGMS"), which is to be held on April 27<sup>th</sup>, 2020, at 10:00 at the Company's headquarters located in Ploiesti, 2Bis Clopotei street, Prahova County, a Convening Notice which was published in the Romanian Official Gazette no. 1135 as of March 24<sup>th</sup>,2020 and in the newspaper ' Bursa' no. 56 as of March 24<sup>th</sup>,2020.

In accordance with the article 117 of the Companies Law no. 31/1990, republished, as further amended and supplemented, with the Law no.24/2017 regarding issuers of financial instruments an market operations, in conjunction with de provisions of art. 189 of Regulation no. 5/2018 on issuers of financial instruments and market operations, pursuant to the requests no. 29/08.04.2020 of the significant shareholder, namely KMG International N.V., holder of 203,110,150 shares/voting rights representing 73.0111% of the share capital and no. 1077/09.04.2020 of the significant shareholder, namely KJK Balkan Holding S.a.r.l, holder of 29,709,950 shares/voting rights representing 10.6797 % of the share capital, it is approve to introduce on the agenda of the OGMS a new items, namely:

1. Reappointment of Ernst & Young Assurance Services SRL as financial auditor of Rompetrol Well Services, for the financial years 2020 and 2021, the duration of the audit service agreement being of 2 (two) years.

2. Electing an administrator of the company as a member of the Board of Directors of Rompetrol Well Services SA, for a mandate starting with the date of his election and which will expire on 29.04.2022 ( the date of the termination of current members' mandates).



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3. Approval of the distribution of Company net profit achieved in 2019 amounting RON 12,170,108 as dividends respective 0.044 lei gross value/share and approval the date of payment of dividends as of July 9<sup>th</sup> 2020;

4. Approval of the change of the destination of the reserves constituted from the net profit of the company obtained in the previous years in the amount of 27,498,620 lei and the distribution of this amount as dividends to shareholders, respectively 0.099 lei gross / share and approval the date of payment of dividends as of July 9<sup>th</sup> 2020;

5. Approval of the change of the result carried over from the net profit of the company obtained by the company in the previous years amounting to 56,882,245 lei and distributing this amount as dividends to shareholders, respectively 0.204 gross lei / share and approval the date of payment of dividends as of July 9<sup>th</sup> 2020;

The points mentioned above will be inserted after items no.2 and 7 on the agenda as it was published in the Romanian Official Gazette no. 1135 as of March 24<sup>th</sup>,2020 and in the newspaper ‘ Bursa’ no. 56 as of March 24<sup>th</sup>,2020.

Therefore, the agenda of the OGMS is the following:

1. Approval of the annual individual financial accounts having as closing day the day of December 31,2019, 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 2019 amounting RON 12,170,108 as follows: (i) dividends – RON 8,345,727 respective 0.03 lei gross value/share and (ii) other reserves– RON 3,824,381; approval the date of payment of dividends as of July 9<sup>th</sup> 2020;

2<sup>1</sup>. Approval of the distribution of Company net profit achieved in 2019 amounting RON 12,170,108 as dividends respective 0.044 lei gross value/share and approval the date of payment of dividends as of July 9<sup>th</sup> 2020;

2<sup>2</sup>. Approval of the change of the destination of the reserves constituted from the net profit of the company obtained in the previous years in the amount of 27,498,620 lei and the distribution of this amount as dividends to shareholders, respectively 0.099 lei gross / share and approval the date of payment of dividends as of July 9<sup>th</sup> 2020;

2<sup>3</sup>. Approval of the change of the result carried over from the net profit of the company obtained by the company in the previous years amounting to 56,882,245 lei and distributing this amount as dividends to shareholders, respectively 0.204 gross lei / share and approval the date of payment of dividends as of July 9<sup>th</sup> 2020;

3. Approval of the discharge of liability of the Company directors for their activity carried out during the financial year 2019, based on the presented reports;

4. Approval of the Income and Expenditure Budget and the Investment plan for 2020 ;



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5. Approval of the monthly gross remuneration of the members of the Board of Directors for the financial year 2020, and the general limit of the additional remuneration of the Board of Directors members to whom specific positions within the Board of Directors were assigned to.

6. Approval of the termination of Mr. Arin Meirembayev's mandate as a member of the Board of Directors following his request starting with the 1st of July 2019.

7. Electing Mr. Laurentiu Madalin Coltanel, romanian citizen, with the domicile in Ploiesti, 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).

7<sup>1</sup>. Electing an administrator of the company as a member of the Board of Directors of Rompetrol Well Services SA, for a mandate starting with the date of his election and which will expire on 29.04.2022 ( the date of the termination of current members' mandates).

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 **April 21, 2020, at 16:00**

7<sup>2</sup>. Reappointment of Ernst & Young Assurance Services SRL as financial auditor of Rompetrol Well Services, for the financial years 2020 and 2021, the duration of the audit service agreement being of 2 (two) years.

8. Approval of : (i) 19.06.2020 as Registration Date, according to art. 86 (1) of the Law no. 24/2017; (ii) 18.06.2020 as the "ex-date", according to art. 2, para. 2, letter l) of Regulation no. 5/2018;

9. Empowering 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.

Only the persons that are shareholders of the Company and are registered with the Company's Registry of Shareholders, kept and issued by Depozitarul Central S.A., on the reference date April 16,2020 are entitled to attend and may exercise their voting right within the OGMS , in accordance with legal provisions, in person (by legal representatives) or by proxy (based on a special or general Power of Attorney), or in prior to the OGMS, by correspondence (based on a Postal Ballot Paper form).

The information material for the OGMS, the Resolutions drafts of the OGMS and revised agenda, together with the updated form of Special Power of Attorney and of Postal Ballot paper form of the OGMS may be obtained from the Company's headquarters, on each working days , between 9:00–16:00 and may be downloaded from the Company's website [www.petros.com](http://www.petros.com), Section Relations with Investors/Subsection General Meeting of shareholders, starting with April 14<sup>th</sup>, 2020.

In the event that April 27<sup>th</sup>,2020 , 10:00 o'clock, this being the date of the first convened session of the general meeting, the validity requirements laid down by the Companies Law and/or by the Company's Articles of Association are not met, the OGMS is convened on April 28<sup>th</sup>, 2020, 10:00 o'clock, in the same venue and with the same agenda.



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Both the agenda of the OGMS convened on 27/28 April 2020, 10:00 o'clock, as well as the remainder of the Convening Notice of the OGMS of Rompetrol Well Services SA, initially published in accordance with the applicable laws in force, in the Romanian Official Gazette, Part. IV, no.1135 as of 24 March 2020 and in the national newspaper " Bursa" no. 56 as of 24 March 2020, shall remain unchanged.

Additional information may be obtained at the telephone number +40244/52.20.09; +40744686837 on business days, between 9:00– 16:00 and from the Company's website [www.petros.com](http://www.petros.com), Section Relations with Investors/Subsection General Meeting of shareholders.

**General Manager,  
Timur Zhetpisbayev**

