

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 February 12th, 2021, 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 ,

HEREBY CONVENES

The Extraordinary General Meetings of Shareholders of the Company (hereinafter referred to as the „EGMS”), on **March 29, 2021, 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 **16.03.2021**, 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 **March 30, 2021, starting at 11:00 a.m.**, at the same address, with the same agenda and Reference Date.

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

1. Approval/Ratification of the execution by the Company with OMV Petrom of the “ Framework Agreement and Subsequent Contract for Provision of Matrix stimulation (acidizing) services.”
2. To approve of : (i) 14.04.2021 as Registration Date, according to art. 86 (1) of the Law no. 24/2017; (ii) 13.04.2021 as the “ex-date”, according to art. 2, para. 2, letter l) of Regulation no. 5/2018;
3. The authorize of the General Manager and Finance Manager of the Company is approved, in order to sign the legal documents approved in the previous article of this decision. For each of the two aforementioned representatives of the Company, the possibility to sub-empower third parties is approved.
4. The authorize Mr. Abzal Doszhanov, 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 resolution 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.

Given the last recommendations of the Romanian public authorities in regard to prevention / limitation of COVID-19 spread, Rompetrol Well Services recommends its shareholders:

- ***To access the information materials for the EGMS, in electronic form, available on the Company’s website, rather than in their print form, at the Record office;***
- ***To vote by mail, by using the Ballot Forms by mail;***

- To use as means of communication the e-mail with the extended electronic signature incorporated, rather than sending by post or courier at the Company's record office, when sending (i) proposals for adding new items on the EGMS agenda, (ii) proposals for members of the Board of Directors, (iii) draft decisions, (iv) written questions before the EGMS, (v) powers of attorney for the representation in the EGMS, or (vi) the Ballots for the vote by mail.

a) Documents related to the EGMS agenda

Starting with February 22th, 2021, the convening notice of EGMS (in Romanian and English languages), the meeting materials (documents or information regarding the issues on the agenda), the special Power of Attorney forms for the representation of the shareholders within the EGMS, which shall be updated if new items or resolutions proposals are to be added on the agenda (available in Romanian and English languages), the Correspondence Voting Ballot forms for the participation and vote of shareholders within the EGMS, which will be updated if new items or resolutions proposals are to be added on the agenda (available in Romanian and English languages), the draft resolutions for the items on the agenda of the EGMS, and these may be downloaded from the Company's website www.petros.ro, Section Investor Relations, sub-section Shareholders General Assembly / Shareholders General Assembly for the running year.

If the case would be, the updated agenda shall be published starting with March 12th, 2021, as per the legal provisions.

b) Shareholders' proposals regarding the EGMS

One or more shareholders, individually or collectively representing, at least 5% of the share capital of the Company has/have the right, under the conditions of the law, to request the Board of Directors of the Company to include new items on the agenda of the EGMS, as well as/or to present new resolutions drafts for the items included or proposed to be included on the agenda of the EGMS, by registered mail with receipt confirmation / delivery, mentioning on the envelope, clearly in capital letters "**PROPOSAL OF NEW ITEMS ON THE AGENDA / RESOLUTIONS – FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS AS OF March 29th/30th, 2021**", so as to be registered as received by Company's registration desk until **March 05th 2021, at 16:30**. (Romanian time).

Please be informed that the Company's Registration desk is closed on non-business days and legal holidays, and open on business days between 8:30 a.m. and 16:30, Romanian time (Monday to Friday).

c) Shareholders right to address questions referring to the agenda of the Meeting

Each shareholder participating to the share capital has the right to address in writing questions referring to the items of the agenda of the EGMS, so that they be registered as received by the Company's Registration desk until latest **March 05th, 2021, at 16:30** (Romanian time) and the Company shall answer the questions addressed by the shareholders by posting on the Company's website, www.petros.ro, under section Investor Relations / sub-section General Meeting of Shareholders/General Meeting of Shareholders current year. The right to address questions and the Company's obligation to answer them shall be conditioned by the Company's confidentiality and interest protection.

To validly exert the shareholders' rights to request to enter new items on the agenda, to present Resolutions drafts for the items existing or proposed to be entered on the agenda and to address

questions referring to the agenda, the shareholders shall send to the Company the following documents:

- One copy of the shareholder's identity card natural person¹/ of the shareholder's legal representative legal entity / entity without legal personality;
- Should the shareholder / shareholder's legal representative legal entity / entity without legal personality not be found on the shareholders list on the Reference Date sent by Depozitarul Central S.A., the shareholder must supplementary send one of the following documents:
 - ✓ bank statement showing their position as shareholder and number of shares owned;
 - ✓ documents certifying the registration of information about the legal representative with Depozitarul Central S.A. /respective intermediaries.
- Should the shareholder legal entity / entity without legal personality have not furnished to Depozitarul Central S.A. information on their legal representative (so that this could be found in the shareholders register furnished by Depozitarul Central S.A. for the Reference Date), this must supplementary send a registration certificate issued by the Trade Register Office / any other document issued by a competent authority in the state where the shareholder is registered, attesting their quality of legal representative of the signatory of the proposal /questions, issued by at the most 3 months prior to the date of publishing this Convening notice and sent in original or copy in compliance with the original.

The documents attesting the quality of legal representative presented in a foreign language, other than English (except for the identity documents valid on Romanian territory) shall be accompanied by their translation made by an authorized translator, into Romanian or English. Documents made in a foreign language are not required certification or bearing an Apostille.

The shareholders' proposals and questions, as well as the documents certifying meeting the conditions to exert these rights, shall be sent:

- either as signed hand-written document, in original – sent by mail or courier services to the Company's headquarters mentioned at point a, in closed envelope, with the clearly written mention: **“FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF MARCH 29th/30th, 2021– PROPOSALS”** respectively **“FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF MARCH 29th/30th, 2021– QUESTIONS;**
- or as an electronic document, with incorporated electronic signature, in compliance with Law no 455/2001 regarding the electronic signature – by email to the address: Investor.Relations.RWS@rompetrol.com, mentioning as subject: **“FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF MARCH 29th/30th, 2021 – PROPOSALS”**, respectively **“FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF MARCH 29th/30th, 2021– QUESTIONS”**

d) The Shareholders' rights to participate to the Extraordinary General Meeting of Shareholders

The Reference Date is March 16th, 2021.

Only the persons being shareholders of Rompetrol Well Services registered at this date in the Company's Shareholder Register, held and issued by Depozitarul Central S.A. have the right to participate and may exert the voting right within this EGMS, in compliance with the legal provisions, **in person** (by legal representatives) or **by proxy** (based on a special/general Power of

Attorney or Affidavit given by the custodian) with legal restrictions or, prior to the Extraordinary General Meeting, **by correspondence** (based on a Correspondence Voting Ballot).

Also, a shareholder may be represented by a credit institution supplying custody services, that could vote at the general meeting of shareholders based on the voting instructions received via electronic communication means, without the necessity of drafting a special or general Power of Attorney by the shareholder. The custodian votes exclusively at EGMS in compliance and within the limit of the instructions received from their clients, shareholders at the Reference Date.

(i) Access to the meeting room and/or vote by correspondence of the shareholders entitled to participate on the date established to hold this EGMS is allowed only the simple proof of their identity, for the shareholders natural persons, on their identity document (identity bulletin/card for Romanian citizens or, as case may be, passport/residence permit for foreign citizens) and, for legal entities, on the identity document of the legal representative (identity bulletin/card for Romanian citizens, or as case may be, passport/residence permit for foreign citizens).

The representatives of the shareholders – natural persons shall be identified by means of the identity document (identity card for Romanian citizens or, as the case may be, by passport/residence permit for foreign citizens), accompanied by a special or general Power of Attorney signed by respective the natural person-shareholder.

The representatives of the shareholders – legal entities shall prove their capacity by means of the identity document (identity card for Romanian citizens or, as the case may be, passport/residence permit for foreign citizens), accompanied by a special or general Power of Attorney signed by the legal representative of by the respective shareholder - legal entity.

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 Rompetrol Well Services 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 present OGMS and EGMS).

The documents certifying the legal representative capacity presented in a foreign language, other than English (except for the identity documents valid on Romanian territory) shall be accompanied by the translation made by an authorized translator, into Romanian or English. Documents made in a foreign language are not required certification or bearing an Apostille.

At this EGMS, the shareholders may be represented by other persons, based on a special or general Power of Attorney. For this type of vote must be used the special Power of Attorney forms (in Romanian or English languages) in accordance with the legal provisions which will be made available by the Company or a general Power of Attorney, drafted in accordance with the provisions of the Law no. 24/2017. The shareholders natural persons or unincorporated entities attending the EGMS by a person other than their legal representative shall mandatorily use a special or general Power of Attorney, subject to the conditions set forth hereinbefore.

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

(ii) 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, in compliance with the dispositions of art. 92 paragraph (15) of Law no 24/2017, 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.

The general powers of attorney shall be valid without any other supplementary documents referring to the respective shareholder, if it is signed by the respective shareholder and accompanied by a notarized statement, in original, signed, and as case may be stamped by the legal representative of the intermediary or lawyer that received the power of representation by general power of attorney, showing that:

- a) 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;
- b) 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 March 27th, 2021, at 11:00** (Romanian time), clearly mentioning on the envelope „**FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF MARCH 29th/30th, 2021**”. The general Powers of Attorney, in certified copies, will be retained by the Company, mentioning about this in the minutes of the general meeting. The general Powers of Attorney are valid for a period that could not exceed 3 years.

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 Autoritatea de Supraveghere Financiară (FSA) - Financial Supervisory Authority, at the address: Investor.Relations.RWS@rompetrol.com, so that to be registered as received to the Company's Registration Desk **until March 27th, 2021, at 11:00** (Romanian time), clearly mentioning on the subject: „**FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF MARCH 29th/30th, 2021**”.

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.

(iii) The special Powers of Attorney and the Correspondence Voting Ballots

The special Power of Attorney Forms and Correspondence Voting Ballots, both in Romanian and English languages, can be obtained from the Company's headquarters, located at the above-mentioned address, under chapter “Documents afferent to GMS” or can be downloaded from the Company's website, www.petros.ro, under section Investor Relations, sub-section General Meeting of Shareholders / General Meeting of Shareholders current year, starting with **February 22th, 2021**.

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 S.A. 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 this 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.

For all the items on the agenda, 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.

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 March 27, 2021, at 11:00** (Romanian time), clearly mentioning on the envelope **„Special Power of Attorney/ Correspondence Voting Ballot for the Extraordinary General Meeting of Shareholders as of March 29th/30th, 2021”**.

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:

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 Shareholders as of March 29th/30th, 2021”**, so that to be registered as received to the Company’s registration desk **until March 27th, 2021, 11:00** (Romanian time).

The special Powers of Attorney and Correspondence Voting Ballots in Romanian and/or English languages, which are not registered with the Company’s Registration Office/email address specified in the previous paragraph until the date and hour mentioned hereinbefore, shall not be considered for determining the quorum and majority in the 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.

When filling in the special Powers of Attorney/ Correspondence Voting Ballots, in compliance with all of the above-mentioned, the shareholders or, as the case, their representatives are asked to consider that new items on the agenda of the EGMS or proposals of resolutions could be added. In this case, the special Powers of Attorney/ Correspondence Voting Ballots shall be updated and published as described at letter a) **starting with March 12th, 2021**.

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 secretary, she/he 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.

(iv) 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 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 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 EGM 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 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 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 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 EGMS.

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 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 27.03.2021, at 11:00** (Romanian time) clearly mentioning on the envelope **„for the Extraordinary General Meeting of Shareholders as of March 29th/30th, 2021”**.

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 Financial Supervisory Authority, at the address: Investor.Relations.RWS@rompetrol.com, mentioning to the subject: **„For the Extraordinary General Meeting of the Shareholders as of March 29th/30th, 2021”** for the EGMS, so that to be registered as received to the Company's registration desk **until 27.03.2021, at 11:00** (Romanian time).


The verification and validation of the Affidavits deposited with the Company shall be made by the technical secretary appointed according to the law, she/he 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. – 16:00 P.M. and from the Company's website www.petros.ro, Section Relations with Investors/Subsection General Meeting of shareholders.

Besides, on website www.petros.ro, Section Investors Relation 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
Yedil Utekov

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