



**rompetrol**  
**well services**

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

**Current report according to ASF Regulation no.5/2018**

**Report date: September 14, 2021**

**ROMPETROL WELL SERVICES S.A. PLOIESTI**

Registered headquarters: Ploiești, 2bis Clopoței Street,  
Prahova County

Phone/fax no.: 0244.544.101/ 0244.522.913

Sole Registration Code: RO 1346607

Registration number with the Trade Registry: J29/110/1991

Subscribed and paid up share capital: 27,819,090 lei

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

**Important events to report: Convening the Ordinary and Extraordinary General Meetings of Shareholders of Rompetrol Well Services S.A. for October 20/21, 2021**

The Board of Directors of Rompetrol Well Services S.A. (hereinafter referred to as “the Company” or “RWS”), in the meeting held on September 14, 2021, adopted the decision to convene the **Ordinary General Meeting of Shareholders (OGMS)**, on **20.10.2021**, (first convening) at 11:00 (Romanian time), respectively, **21.10.2021** (the second convening) at 11:00 (Romanian time) and the **Extraordinary General Meeting of Shareholders (EGMS)**, on **20.10.2021**, (first convening) at 12:00 (Romanian time), respectively, **21.10.2021** (the second convening) at 12:00 (Romanian time) for all the shareholders registered in the Company Shareholders’ Registry held by Depozitarul Central S.A., Bucharest, at the end of **12.10.2021**, considered as Reference Date for this meetings .

The decision of the Board of Directors to convene the OGMS and EGMS was taken following the reception on 26.08.2021 from the minority shareholder, KJK BALKAN HOLDING S.a.r.l, by the address registered under no. RWS 1440/26.08.2021 of a request regarding the summoning of an ordinary general meeting of shareholders, with the following agenda:

1. The presentation by the Board of Directors of the company of a report on the reasons why the company did not comply with the provisions of art. 94 para. (1) lit. b) of Law no. 24/2017, respectively of art. 111 para. (1) lit. b) of Law no. 24/2017, republished.

**S.C. Rompetrol Well Services S.A. Ploiesti**

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fax: + (40) 244 522913 | phone: + (40) 244 544321; + (40) 244 544265 email: office.rws@rompetrol.com

[www.rompetrol.com](http://www.rompetrol.com)

Company with Management System Certified by DNV GL  
ISO 9001:2015 ISO 14001:2015 OHSAS 45001:2018

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

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2. Revocation of the company's administrators for non-compliance with the provisions of art. 94 para. (1) lit. b) of Law no. 24/2017, respectively of art. 111 para. (1) lit. b) of Law no. 24/2017, republished.
3. Dismissal of the company's auditor, Ernst & Young Assurance Services SRL, for non-compliance with the provisions of art. 94 para. (1) lit. b) of Law no. 24/2017, respectively of art. 111 para. (1) lit. b) of Law no. 24/2017, republished.
4. Election of company administrators, for a term of office of 2 years, starting with the date of election of the administrators and ending at the end of the 2-year term from the date of their election.
5. Appointment of the financial auditor of the company for a period of 2 years starting from the date of election of the financial auditor and ending at the end of the 2-year term from the date of his election.
6. Approval of the remuneration of the newly elected administrators, which will have a value equal to the value previously approved by the general meeting of shareholders of the company.
7. Approval of the termination of the cash pooling contract concluded by the company with KMG Rompetrol SRL, with the majority shareholder of the company or with other persons affiliated to the majority shareholder of the company.
8. Approval of the withdrawal of all funds of the company that have been transferred without economic justification to the accounts of the company's shareholders or their affiliates and the transfer of those funds having not been approved in advance by the company's shareholders who had no interest in the respective transfer.

Analyzing the request to convene the Ordinary General Meeting of Shareholders formulated by KJK BALKAN HOLDING S.a.r.l, the Board of Directors approved the convening of the Ordinary General Meeting of Shareholders having on the agenda items 1, 2, 3, 5 and 6 from the address KJK BALKAN HOLDING S.a.r.l and the Extraordinary General Meeting of Shareholders having on the agenda items 7 and 8 from the address KJK BALKAN HOLDING S.a.r.l.

**The Ordinary General Meeting of Shareholders (hereinafter the "OGMS") has the following agenda:**

1. Presentation by the Board of Directors of the company of a report on the reasons why the company did not comply with the provisions of art. 94 para. (1) lit. b) of Law no. 24/2017, respectively of art. 111 para. (1) lit. b) of Law no. 24/2017, republished.
2. Revocation of the company's administrators for non-compliance with the provisions of art. 94 para. (1) lit. b) of Law no. 24/2017, respectively of art. 111 para. (1) lit. b) of Law no. 24/2017, republished.
3. Dismissal of the company's auditor, Ernst & Young Assurance Services SRL, for non-compliance with the provisions of art. 94 para. (1) lit. b) of Law no. 24/2017, respectively of art. 111 para. (1) lit. b) of Law no. 24/2017, republished.

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4. Election of company administrators, for a term of office of 2 years, starting with the date of election of the administrators and ending at the end of the 2-year term from the date of their election.
5. Appointment of the financial auditor of the company for a period of 2 years starting from the date of election of the financial auditor and ending at the end of the 2-year term from the date of his election.
6. Approval of the remuneration of the newly elected administrators, which will have a value equal to the value previously approved by the general meeting of shareholders of the company.
7. Approval of: (i) **09.11.2021** as Registration Date, according to art. 87 (1) of the Law no. 24/2017; (ii) **08.11.2021** as the “ex-date”, according to art. 2, para. 2, letter l) of Regulation no. 5/2018.
8. Empowering 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 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 the termination of the cash pooling contract concluded by the company with KMG Rompetrol SRL, with the majority shareholder of the company or with other persons affiliated to the majority shareholder of the company.
2. Approval of the withdrawal of all funds of the company that have been transferred without economic justification to the accounts of the company's shareholders or their affiliates and the transfer of those funds having not been approved in advance by the company's shareholders who had no interest in the respective transfer.
3. Approval of: (i) **09.11.2021** as Registration Date, according to art. 87 (1) of the Law no. 24/2017; (ii) **08.11.2021** as the “ex-date”, according to art. 2, para. 2, letter l) of Regulation no. 5/2018.
4. Empowering 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 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 October 20/21, 2021 and the documents related to the meeting agenda will be available to the shareholders according to the applicable legal and statutory provisions, starting with 17.09.2021, in electronic format on the Company's website [www.petros.ro](http://www.petros.ro), Investor Relations / General Meeting of Shareholders, as well as at the Company's registered office.

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The convening notice of the Ordinary and Extraordinary General Meeting of Shareholders as of October 20/21, 2021 shall be published in the Official Gazette of Romania, Part IV and in a wide-spread newspaper.

***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 OGMS and 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 OGMS and EGMS agenda, (ii) proposals for members of the Board of Directors, (iii) draft decisions, (iv) written questions before the OGMS and EGMS, (v) powers of attorney for the representation in the OGMS and EGMS, or (vi) the Ballots for the vote by mail.***

Appendix: Convening notice of Ordinary and Extraordinary General Meetings of Shareholders on October 20/21, 2021.

**General Manager**  
**Mr. Abzal Doszhanov**



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## 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 September 14<sup>th</sup>, 2021

whereas the request of the significant shareholder the KJK BALKAN HOLDING S.a.r.l, holder of a number of 29,709,950 shares representing 10.6797% from the share capital of the Company, formulated by the letter registered under no. RWS 1440/26.08.2021,

in accordance with the article 117 and 119 of Law no. 31/1990 on companies, republished, as further amended and supplemented, Law no.24/2017 regarding issuers of financial instruments and market operations republished, Regulation no. 5/2018 regarding issuers of financial instruments and market operations, and the Company's Articles of Incorporation ,

## HEREBY CONVENES

**The Ordinary General Meeting of Shareholders** (hereinafter referred to as the „OGMS”), on **October 20, 2021, starting at 11:00 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 **12.10.2021**, 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 Ordinary General Meeting of Shareholders of the Company on **October 21, 2021 starting at 11:00 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 **October 20, 2021, starting at 12:00 a.m.**, for all the shareholders registered in the Company Shareholders' Registry held by Depozitarul Central S.A., Bucharest, at the end of **12.10.2021**, 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 **October 21, 2021, starting at 12:00 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. Presentation by the Board of Directors of the company of a report on the reasons why the company did not comply with the provisions of art. 94 para. (1) lit. b) of Law no. 24/2017, respectively of art. 111 para. (1) lit. b) of Law no. 24/2017, republished.
2. Revocation of the company's administrators for non-compliance with the provisions of art. 94 para. (1) lit. b) of Law no. 24/2017, respectively of art. 111 para. (1) lit. b) of Law no. 24/2017, republished.



3. Dismissal of the company's auditor, Ernst & Young Assurance Services SRL, for non-compliance with the provisions of art. 94 para. (1) lit. b) of Law no. 24/2017, respectively of art. 111 para. (1) lit. b) of Law no. 24/2017, republished.
4. Election of company administrators, for a term of office of 2 years, starting with the date of election of the administrators and ending at the end of the 2-year term from the date of their election.
5. Appointment of the financial auditor of the company for a period of 2 years starting from the date of election of the financial auditor and ending at the end of the 2-year term from the date of his election.
6. Approval of the remuneration of the newly elected administrators, which will have a value equal to the value previously approved by the general meeting of shareholders of the company.
7. Approval of: (i) **09.11.2021** as Registration Date, according to art. 87 (1) of the Law no. 24/2017; (ii) **08.11.2021** as the "ex-date", according to art. 2, para. 2, letter l) of Regulation no. 5/2018.
8. Empowering 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 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 the termination of the cash pooling contract concluded by the company with KMG Rompetrol SRL, with the majority shareholder of the company or with other persons affiliated to the majority shareholder of the company.
2. Approval of the withdrawal of all funds of the company that have been transferred without economic justification to the accounts of the company's shareholders or their affiliates and the transfer of those funds having not been approved in advance by the company's shareholders who had no interest in the respective transfer.
3. Approval of: (i) **09.11.2021** as Registration Date, according to art. 87 (1) of the Law no. 24/2017; (ii) **08.11.2021** as the "ex-date", according to art. 2, para. 2, letter l) of Regulation no. 5/2018.
4. Empowering 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 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.



**a) The right of the shareholders to participate to the OGMS and EGMS agenda:**

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 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/general Power of Attorney signed by the legal representative of by the respective shareholder - legal entity or the Affidavit given by the custodian and signed by its legal representative.

**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).

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.

Information concerning the special and general Powers of Attorney, the Correspondence Voting Ballots and the Affidavits is enclosed at points c) - e) below.



#### **b) Documents related to the OGMS and EGMS agenda**

Starting with September 17th, 2021, the following documents may be downloaded from the Company's website [www.petros.ro](http://www.petros.ro), Investor Relations/General meeting of shareholders, or may obtain, upon request, in any business day, during 09:00 – 16:30, 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 points 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 points or proposals of resolutions will be inserted on the agenda (available in Romanian and English);
- **Reasoning documents and materials** related to the points on the agenda of the meetings;
- **Draft resolutions** for the points on the agenda of the OGMS and EGMS.

If the case would be, the updated agenda shall be published, as per the legal provisions.

#### **c) General Powers of Attorney**

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 (19) of Law no. 24/2017 republished 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.

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:

- 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 19 of Law no. 24/2017 republished 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 October 18<sup>th</sup>,2021, at 11:00** (Romanian time) for the OGMS, clearly mentioning on the envelope **„FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF OCTOBER 20<sup>th</sup>/21<sup>th</sup>, 2021”** and respectively **until October 18<sup>th</sup>,2021, at 12:00** (Romanian time) for the EGMS, clearly mentioning on the envelope **„FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF OCTOBER 20<sup>th</sup>/21<sup>th</sup>, 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](mailto:Investor.Relations.RWS@rompetrol.com), so that to be registered as received to the Company's Registration Desk **until October 18<sup>th</sup>,2021, at 11:00** (Romanian time) for the OGMS, clearly mentioning to the subject: **„FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS AS OF OCTOBER 20<sup>th</sup>/21<sup>th</sup>, 2021”** and respectively **until October 18<sup>th</sup>,2021, at 12:00** (Romanian time) for the EGMS, clearly mentioning on the envelope **„FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF OCTOBER 20<sup>th</sup>/21<sup>th</sup>, 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.

#### **d) The special Powers of Attorney and the Correspondence Voting Ballots**

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).

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 6,7 and 8 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 2,3,4 and 5 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.

For the OGMS, the special Power of Attorney/ Correspondence Voting Ballot dedicated to the points 2,3,4 and 5 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 October 20th/21th, 2021**", 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 October 18, 2021, at 11:00** (Romanian time), clearly mentioning on the envelope „**Special Power of Attorney/ Correspondence Voting Ballot for the Ordinary General Meeting of Shareholders as of October 20th/21th, 2021**".

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 October 18, 2021, at 12:00** (Romanian time), clearly mentioning on the envelope „**Special Power**

of Attorney/ Correspondence Voting Ballot for the Extraordinary General Meeting of Shareholders as of October 20th/21th, 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:

- for the OGMS, the special Power of Attorney/ Correspondence Voting Ballot dedicated to the points 2,3,4 and 5 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 “ **Confidential – Secret voting instructions for the Ordinary General Meeting of Shareholders as of October 20th/21th, 2021**”, so that to be registered as received to the Company’s registration desk **until October 18th, 2021, 11:00 (Romanian time)**.; the special Power of Attorney/ Correspondence Voting Ballot dedicated to the items 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 “**For the Ordinary General Meeting of Shareholders as of October 20th/21th, 2021**”, so that to be registered as received to the Company’s registration desk **until October 18th, 2021, 11:00 (Romanian time)**.

- 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 Shareholders as of October 20th/21th, 2021**”, so that to be registered as received to the Company’s registration desk **until October 18th, 2021, 12:00 (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 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.

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 OGMS and 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 b) **starting with October 08th, 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.



#### e) 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 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 18.10.2021, at 11:00 (Romanian time) for the OGMS** clearly mentioning on the envelope „for the Ordinary General Meeting of Shareholders as of October 20th/21th, 2021” and respectively **until 18.10.2021, at 12:00 (Romanian time) for the EGMS** clearly mentioning on the envelope „for the Extraordinary General Meeting of Shareholders as of October 20th/21th, 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](mailto:Investor.Relations.RWS@rompetrol.com), mentioning to the subject: „For the Ordinary General Meeting of the Shareholders as of October 20th/21th, 2021” for the OGMS, so that to be registered as received to the Company's registration desk **until 18.10..2021, at 11:00 (Romanian time)** and respectively mentioning to the subject: „For the Extraordinary General Meeting of the Shareholders as of October 20th/21th, 2021” for the EGMS, so that to be registered as received to the Company's registration desk **until 18.10.2021, at 12:00 (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.

**f) The shareholders rights to introduce additional points on the agenda and to make new resolution proposals for the existing or proposed points 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 points on the agenda** of the OGMS and EGMS, as well as to make new resolutions' proposals for the points included or proposed to be included on its agenda, by recommended letter with receiving confirmation/by courier, clearly mentioning on the envelope „ for the Ordinary General Meeting of Shareholders as of October 20th/21th, 2021” and respectively „for the Extraordinary General Meeting of Shareholders as of October 20th/21th, 2021” , so that to be registered as received to the Company's registration desk **until 04.10.2021, at 16:30**. Each new proposed point must be accompanied by a reasoning memo or a draft resolution proposed for adoption to the meeting.

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 04.10.2021, at 16:30**. 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](http://www.petros.ro)), Investors Relation/ General Meeting of Shareholders, final list of proposals, following to be posted until the **October 08th, 2021**, date previous to the reference date.

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 19 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;
- a) Curriculum vitae of the candidate, up-to-date, dated and stamped;
- b) Certified copy of the candidate's identification document;
- c) 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.

**g) The shareholders right to ask questions concerning the agenda**

Any interested shareholder has the right to ask questions regarding the points 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 04.10.2021, at 16:30**, clearly mentioning on the envelope „ for the Ordinary General Meeting of Shareholders as of October 20th/21th, 2021” and respectively „for the Extraordinary General Meeting of Shareholders as of October 20th/21th, 2021” .

The answers shall be available on the Company's website **www.petros.ro**, Investors Relations/General meetings of shareholders, **starting with 15.10.2021, 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 f) and g), 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 19 of the Law 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 (in case of shareholders – legal persons).

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.

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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. – 16:30 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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