



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

Current report according to the F.S.A. Regulation no. 5/2018

Report date: **20.10.2021**

ROMPETROL WELL SERVICES S.A. PLOIEȘTI

Registered headquarters: Ploiești, 2bis Clopotei 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)

Significant event to report: Resolutions no. 1/2021 adopted by the Ordinary General Meeting of Shareholders and Resolution no. 1/2021 adopted by the Extraordinary General Meeting of Shareholders of Rompetrol Well Services S.A. as of October 20th, 2021.

The Ordinary and Extraordinary General Meetings of Shareholders of Rompetrol Well Services S.A. (referred collectively as “Meetings”), convened in session by virtue of art. 117 para.1 of the Companies Law no. 31/1990, as republished and subsequently amended, of the provisions of the Law no. 24/2017 on the issuers of financial instruments and market operations, of the Financial Supervisory Authority’s Regulation no. 5/2018 on issuers of financial instruments and market operations, carried out its proceedings in compliance with the publicity and quorum conditions provided for by Law no. 31/1990, as republished and subsequently amended and the provisions of the Articles of Incorporation of Rompetrol Well Services S.A. (hereinafter referred to as the “Company”).

The convening notice of the General Meetings of Shareholders was published in the Official Gazette of Romania, 4th Part, no. 3836 as of September 16, 2021 and in “Bursa” newspaper no. 179 as of September 16, 2021.

The Ordinary General Meeting of Shareholders (“OGMS”) was convened in session as of October 20th, 2021 – first convening – at 11.00 A.M., at the Company’s headquarters, in compliance with the legal validity requirements, being attended either directly, through the vote by correspondence and by the representatives of the shareholders legal entities, holding 232,826,699 shares, representing 83.6931 % of the Company’s share capital and 83.6931 % of the total voting right registered with Depozitarul Central S.A. București on the reference date October 20th, 2021.

S.C. Rompetrol Well Services S.A.

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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

IBAN RO34BACX0000000030551310
UNICREDIT BANK - PLOIESTI

Subject to the provisions of the Company's Articles of Incorporation and of Law no. 31/1990, as republished and subsequently amended, the Ordinary General Meeting of Shareholders adopted the *Resolution no. 1/2021 in respect of the issues on the meeting agenda*, as follows:

Resolution no. 1/2021 regarding the items on the agenda:

Article 1

In the presence of the shareholders representing 83.6931 % of the share capital and 83.6931 % of the total voting rights, with 29,716,549 votes "for" representing 10.6821 % of the share capital and 12.7634 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2366% of the casted votes it is hereby **rejects the 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.**

Article 2

In the presence of the shareholders representing 83.6931 % of the share capital and 83.6931 % of the total voting rights, with 29,716,549 votes "for" representing 10.6821 % of the share capital and 12.7634 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2366% of the casted votes it is hereby **rejects the 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.**

Article 3

In the presence of the shareholders representing 83.6931 % of the share capital and 83.6931 % of the total voting rights, regarding the 7 proposals of members of the Board of Directors it is decided:

- with 29,716,549 votes "for" representing 10.6821 % of the share capital and 12.7634 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2366% of the casted votes it is hereby **rejects election Mr. Lefter Razvan Stefan 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.**
- with 29,716,549 votes "for" representing 10.6821 % of the share capital and 12.7634 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2366% of the casted votes it is hereby **rejects election Mr. Ventseslav Petrov Avramov 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.**
- with 29,716,549 votes "for" representing 10.6821 % of the share capital and 12.7634 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2366% of the casted votes it is hereby **rejects election Mr. Yedil Utekov 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.**
- with 29,716,549 votes "for" representing 10.6821 % of the share capital and 12.7634 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and

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87.2366% of the casted votes it is hereby rejects election Mr. Abzal Doszhanov 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.

- with 232,826,699 votes "against" representing 83.6931 % of the share capital and 100 % of the casted votes it is hereby rejects election Mrs. Olga Turcanu 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.

- with 232,826,699 votes "against" representing 83.6931 % of the share capital and 100 % of the casted votes it is hereby rejects election Mr. Eugeniu Moby Henke 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.

- with 29,716,549 votes "for" representing 10.6821 % of the share capital and 12.7634 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2366% of the casted votes it is hereby rejects election Mr. Laurentiu Madalin Coltanel 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.

Article 4

In the presence of the shareholders representing 83.6931 % of the share capital and 83.6931 % of the total voting rights, with 29,716,549 votes "for" representing 10.6821 % of the share capital and 12.7634 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2366% of the casted votes it is hereby rejects the 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.

Article 5

In the presence of the shareholders representing 83.6931 % of the share capital and 83.6931 % of the total voting rights, with 29,716,549 votes "for" representing 10.6821 % of the share capital and 12.7634 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2366% of the casted votes it is hereby rejects 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.

Article 6

In the presence of the shareholders representing 83.6931 % of the share capital and 83.6931 % of the total voting rights, with 232,826,699 votes "for" representing 83.6931 % of the share capital and 100 % of the casted votes, it is hereby approves :

(i) 09.11.2021 as Registration Date, according to art. 87 (1) of the Law no. 24/2017;

and

(ii) 08.11.2021 as the "ex-date", according to art. 2, para. 2, letter l) of Regulation no. 5/2018;

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Article 7

In the presence of the shareholders representing 83.6931 % of the share capital and 83.6931 % of the total voting rights, with 232,826,699 votes "*for*" representing 83.6931 % of the share capital and 100 % of the casted votes, it is hereby approves 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 ("OGMS") was convened in session as of October 20th, 2021– first convening – at 12.00 A.M., at the Company's headquarters, in compliance with the legal validity requirements, being attended either directly, through the vote by correspondence and by the representatives of the shareholders legal entities, holding 232,826,699 shares, representing 83.6931 % of the Company's share capital and 83.6931 % of the total voting right registered with Depozitarul Central S.A. București on the reference date October 20th, 2021.

Subject to the provisions of the Company's Articles of Incorporation and of Law no. 31/1990, as republished and subsequently amended, **the Extraordinary General Meeting of Shareholders** adopted the *Resolution no. 1/2021 in respect of the issues on the meeting agenda*, as follows:

Hereby adopts the following resolution concerning the items 3 and 4 on the agenda:

Article 1

In the presence of the shareholders representing 83.6931 % of the share capital and 83.6931 % of the total voting rights, with 232,826,699 votes "*for*" representing 83.6931 % of the share capital and 100 % of the casted votes, it is hereby approves :

(i) 09.11.2021 as Registration Date, according to art. 87 (1) of the Law no. 24/2017;

and

(ii) 08.11.2021 as the "ex-date", according to art. 2, para. 2, letter l) of Regulation no. 5/2018;

Article 2

In the presence of the shareholders representing 83.6931 % of the share capital and 83.6931 % of the total voting rights, with 232,826,699 votes "*for*" representing 83.6931 % of the share capital and 100 % of the casted votes, it is hereby approves 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.

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Regarding items 1 and 2 on the agenda of the Extraordinary General Meeting of Shareholders, respectively :

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. "

a decision could not be taken by the Extraordinary General Meeting of Shareholders as a result of the non-fulfillment of the majority conditions provided by art.13.1 paragraph 4 of the Articles of Association of the Company, respectively the majority of the votes held by the shareholders present or represented.

Of the total votes held by the shareholders present or represented in number of 232,826,699 shares, representing 83.6931% of the share capital and 100% of the voting rights held by the shareholders present or represented in the meeting, the votes cast on item 1 of on the agenda were:

- 29,716,549 votes "for" representing 10.6821% of the share capital and 12.7634 % of the votes held by the shareholders present or represented;
- 0 votes " *against* "

Of the total votes held by the shareholders present or represented in number of 232,826,699 shares, representing 83.6931% of the share capital and 100% of the voting rights held by the shareholders present or represented in the meeting, the votes cast on item 2 of on the agenda were:

- 29,716,549 votes "for" representing 10.6821% of the share capital and 12.7634 % of the votes held by the shareholders present or represented;
- 0 votes " *against* "

Considering the Correspondence voting ballot which contains the mention "Abstention" and which represents, according to the standard form communicated by the company to all shareholders (found at the address <https://rompetrolwellservices.kmginternational.com//relatia-cu-investitorii/adunarea-general-a-a-actionarilor/adunarea-general-a-a-actionarilor-an-curent> the option not to cast a vote on items 1 and 2 on the agenda, the shareholder KMG International NV, which holds 203,110,150 shares representing 73.0111% of the share capital and 87.2366 % of the votes held by the shareholders present or represented, agreed to abstain from deliberations and not to vote on this items.

Following the counting of the votes cast by the shareholders present (either in person or submitted a voting ballot by correspondence) or represented, it was found that in connection with items 1 and 2 on the agenda, a number of 29,716,549 votes were cast "for" representing 10.6821 % of the share capital and 12.7634 % of the votes held by the shareholders present or represented in the Meeting. Of the total number of votes cast, a number of 29,716,549 votes representing 12.7634 % of the

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votes held by the shareholders present or represented in the Meeting were expressed in favor of approving items 1 and 2 on the agenda of the Meeting, no vote was cast against approving items 1 and 2 on the agenda of the Meeting.

Considering the provisions of art. 13.1. paragraph 4 of the Articles of Incorporation of the Company which provide that " The decisions are adopted with the majority of the votes cast by the shareholders who are present or represented ", it was found that the number of votes cast in favor of approving items 1 and 2 on the agenda of the Assembly does not meet the majority conditions provided by art. 13.1. paragraph 4 of the Articles of Association of the Company, respectively, it does not represent the majority of the votes held by the shareholders present or represented in the Meeting. Thus, it is found that no decision had been taken on agenda items 1 and 2 on the agenda of the Meeting.

Chairman of the Board of Director
By Proxy
General Manager - Mrs. Georgia Stefan Florea



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