

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

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

Report date: **25.04.2024**

**ROMPETROL WELL SERVICES S.A. PLOIEȘTI**

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)

**Significant event to report: Resolutions no. 1/2024 and no. 2/2024 adopted by the Ordinary General Meeting of Shareholders of Rompetrol Well Services S.A. as of April 25<sup>th</sup>, 2024.**

**The Ordinary General Meetings of Shareholders of Rompetrol Well Services S.A.** (referred to as “Meeting”), 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, republished, 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, 4<sup>th</sup> Part, no. 445 as of March 22, 2024 and in “Bursa” newspaper no. 56 as of March 22, 2024.

The revised agenda was published in the Official Gazette of Romania, 4<sup>th</sup> Part, no. 1842 as of April 12, 2024 and in “Bursa” newspaper no. 71 as of April 12, 2024.

**The Ordinary General Meeting of Shareholders (“OGMS”) was convened in session as of April 25<sup>th</sup>, 2024 – 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 representatives of the shareholders legal entities and individuals, holding 232,911,599 shares, representing 83.7237 % of the Company’s share capital and 83.7237 % of the total voting right registered with Depozitarul Central S.A. București on the reference date April 16<sup>th</sup>, 2024.**

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

# 2 bis Clopotei Street, 100189, Ploiesti, Prahova County, ROMANIA

phone: + (40) 244 544321; fax.: + (40) 244 522913; email: [office.rws@rompetrol.com](mailto:office.rws@rompetrol.com); [www.rompetrol.com](http://www.rompetrol.com)

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 Resolutions no. 1/2024 and no. 2/2024 in respect of the issues on the meeting agenda, as follows:**

**Resolution no. 1/2023 regarding the items 1,2,2<sup>1</sup>,2<sup>2</sup>,4,5,6,7,8<sup>3</sup>, 8<sup>5</sup>, 9 and 10 on the agenda:**

### **Article 1**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with a number of 203,195,050 votes "for" representing 73.0416 % of the share capital and 87.2413 % of the total cast votes and 29,716,549 votes "against" representing 10.6821% of the share capital and 12.7587% of the casted votes, it is hereby **approves of the individual annual financial statements concluded on December 31, 2023, prepared according to the International Financial Reporting Standards, based on the Report of administrators and the Report of financial auditor of the Company.**

### **Article 2**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with a number of 232,911,599 votes "for" representing 83.7237 % of the share capital and 100 % of the casted votes, it is hereby **approves of the allocation of the profits, determined according to the law, as well as the distribution of dividends for 2023 financial year, respective 0.042301 lei gross value/share.**

### **Article 3**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with 29,801,449 votes "for" representing 10.7126 % of the share capital and 12.7952 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2048% of the casted votes it is hereby **rejects of the change the destination of the reserves constituted from the net profit of the company obtained in previous years in the amount of RON 12,854,944 and the distribution of this amount as dividend to the shareholders, namely RON 0.0462091 gross/share.**

### **Article 4**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with 29,801,449 votes "for" representing 10.7126 % of the share capital and 12.7952 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2048% of the casted votes it is hereby **rejects of the change of the destination of the amount of RON 20,527,964 from other reserves and the distribution of this amount as dividend to the shareholders, namely RON 0.0737909 gross/share.**

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### Article 5

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with a number of 203,201,649 votes "for" representing 73.0440 % of the share capital and 87.2441 of the casted votes and 29,709,950 votes "against" representing 10.6797% of the share capital and 12.7559% of the casted votes, it is hereby **approves the Income and Expenditure Budget for 2024.**

### Article 6

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with a number of 203,201,649 votes "for" representing 73.0440 % of the share capital and 87.2441 of the casted votes and 29,709,950 votes "against" representing 10.6797% of the share capital and 12.7559% of the casted votes, it is hereby , it is hereby **approves the Investment plan for 2024.**

### Article 7

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with a number of 203,126,749 votes "for" representing 73.0170 % of the share capital and 87.2400 % and 29,709,950 votes "against" representing 10.6797% of the share capital and 12.7600 % of the casted votes, it is hereby , **approves the monthly gross remuneration of the members of the Board of Directors for the financial year 2024, and the general limit of the additional remuneration of the Board of Directors members to whom specific positions within the Board of Directors, so:**

- **an monthly gross remuneration of USD 2,564 for the Chairman of the Board of Directors,**
- **an monthly gross remuneration of USD 1,709 for the Members of the Board of Directors,**
- **an monthly net remuneration of RON 2,000 for the Chairman of the Audit Committee,**
- **an monthly net remuneration of RON 1,000 for the Members of the Audit Committee**
- with a number of 29,709,950 votes " for" representing 10.6797 % of the share capital and 12.7609% of the casted votes and , 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2391 % of the casted votes, it is hereby **rejects the remuneration for the Chairman of the Audit Committee.**

### Article 8

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with a number of 203,201,649 votes "for" representing 73.0440 % of the share capital and 87.2441 % of the casted votes and 29,709,950 votes "against" representing 10.6797% of the share capital and 12.7559 % of the casted votes, it is hereby **approves of the Remuneration Report for the Company's management structure, for 2024, submitted to the consultative vote of the OGMS, considering the provisions of art. 107 paragraph (6) of Law no. 24/2017 on issuers of financial instruments and market operations, republished.**

### Article 9

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with 29,726,549 votes "for" representing 10.6856 % of the share capital and

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12.7671 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2329% of the casted votes it is hereby **rejects of the instruction to the management of the Company and to its employees with responsibilities related to the control and accounting of the Company to calculate the amounts paid by the Company to KMG Rompetrol - S.R.L., as a result of the conclusion by the Company of contracts for dedicated management assistance and specialized technical consultancy services, in order to calculate the damage caused to the Company by the conclusion and execution of the mentioned contracts.**

### **Article 10**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with 29,801,449 votes "for" representing 10.7125 % of the share capital and 12.7952 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2048% of the casted votes it is hereby **rejects of the remuneration of the newly elected directors, which shall be equal to the amount previously approved by the general meeting of the company's shareholders.**

### **Article 11**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with a number of 232,911,599 votes "for" representing 83.7237 % of the share capital and 100 % of the casted votes, it is hereby **approves:**

- (i) **26.06.2024** as Registration Date, according to art. 87 (1) of the Law no. 24/2017 republished;
- (ii) **25.06.2024** as the "ex-date", according to art. 2, para. 2, letter l) of Regulation no. 5/2018;
- (iii) **12.07.2024** as the Payment day according to art. 87 (2) of the Law 24/2017, republished.

### **Article 12**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with a number of 203,201,649 votes "for" representing 73.0440 % of the share capital and 87.2441% of the casted votes and 29,709,950 votes "against" representing 10.6797% of the share capital and 12.7559 % of the casted votes, it is hereby **approves empowering Mr. Stefan Georgian Florea, 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.**

**Resolution no. 2/2024 regarding the items 3,8,8<sup>2</sup> and 8<sup>4</sup> on the agenda:**

### **Article 1**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with a number of 203,191,649 votes "for" representing 73.0404 % of the share capital and 87,2436 % of the total cast votes and 29,709,950 votes "against" representing

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10.6797% of the share capital and 12.7564% of the casted votes, it is hereby **approves of the discharge of liability of the Company directors for their activity carried out during the financial year 2023, based on the presented reports.**

### **Article 2**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with a number of 203,201,649 votes "for" representing 73.0440 % of the share capital and 87,2441 % of the total cast votes and 29,709,950 votes "against" representing 10.6797% of the share capital and 12.7559 % of the casted votes, it is hereby **approves of the reappointment of Ernst & Young Assurance Services SRL as financial auditor of Rompetrol Well Services, for the financial year 2024, the duration of the audit service agreement being of 1 (one) year, starting with the 28<sup>th</sup> of April 2024.**

### **Article 3**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with a number of 29,791,449 votes "for" representing 10.7090 % of the share capital and 12.7914 % of the total cast votes and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2086 % of the casted votes it is hereby **rejects of the liability of the directors of the company for the damage in the estimated amount of RON 4,186,525 caused by them to the company through the conclusion by the Company of contracts for dedicated management assistance and technical consultancy services and the appointment of the shareholder KJK Balkan Holding S.a.r.l. to bring legal action against the guilty directors of the company.**

### **Article 4**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 % of the total voting rights, with 29,801,449 votes "for" representing 10.7126 % of the share capital and 12.7952 % of the votes cast and 203,110,150 votes "against" representing 73.0111% of the share capital and 87.2048% of the casted votes it is hereby **rejects of the appointment of the directors of the company for a term of 2 years, starting with the date of appointment of the directors and ending on the expiry of 2 years from the date of their appointment, in order to replace the directors against whom the action for damages is brought.**

### **Article 5**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 %, with a number of 232,911,599 votes "for" representing 83.7237 % of the share capital and 100 % of the casted votes, it is hereby **approves:**

- (i) **26.06.2024** as Registration Date, according to art. 87 (1) of the Law no. 24/2017 republished;
- (ii) **25.06.2024** as the "ex-date", according to art. 2, para. 2, letter 1) of Regulation no. 5/2018;
- (iii) **12.07.2024** as the Payment day according to art. 87 (2) of the Law 24/2017, republished.

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## **Article 6**

In the presence of the shareholders representing 83.7237 % of the share capital and 83.7237 %, with a number of 203,201,649 votes "for" representing 73.0440 % of the share capital and 87.2441 % of the casted votes and 29.709.950 votes "against" representing 10.6797 % of the share capital and 12.7559 % of the casted votes, it is hereby **approves empowering Mr. Stefan Georgian Florea, 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.**

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**General Manager and Member of the Board of Director  
Stefan Georgian Florea**

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