

No.1109/29.04.2025

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

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

Report date: **29.04.2025**

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: J1991000110297

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. 1/2025 and no. 2/2025 adopted by the Ordinary General Meeting of Shareholders of Rompetrol Well Services S.A. as of April 28th, 2025.

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, 4th Part, no. 1479/26.03.2025 /26.03.2025 and in “Bursa” newspaper no. 54/26.03.2025.

The revised agenda was published in the Official Gazette of Romania, 4th Part, no. 1820/15.04.2025 and in “Bursa” newspaper no. 69/16.04.2025.

The Ordinary General Meeting of Shareholders ("OGMS") was convened in session as of April 28th, 2025 – 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 the representatives of the shareholders legal entities and individuals, holding 232,820,109 shares, representing 83.6907710 % of the Company’s share capital and 83.6907710 % of the

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total voting right registered with Depozitarul Central S.A. București on the reference date April 17th, 2025.

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. 1/2025 and no. 2/2025 in respect of the issues on the meeting agenda, as follows:

Resolution no. 1/2023 regarding the items 1, 2, 4, 5, 6,7³, 8, 9 ,12 and 13 on the agenda:

Article 1

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% of the total voting rights, with a number of 203,110,150 votes "for" representing 73.0110690% of the share capital and 87.2390924% of the total cast votes and 29,709,959 votes "against" representing 10.6797026 % of the share capital and 12.7609076 % of the casted votes, it is hereby **approves of the individual annual financial statements concluded on December 31, 2024, 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 83.6907710 % of the share capital and 83.6907710 % of the total voting rights, with a number of 232,820,109 votes "for" representing 83.6907710% 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 2024 financial year, respective 0.036799 lei gross value/share.**

Article 3

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% of the total voting rights, with 232,820,100 votes "for" representing 83.6907690% of the share capital and 99.9999961% of the votes cast and 9 votes "against" representing 0.0000032% of the share capital and 0.0000039 % of the casted votes it is hereby **approves of the Income and Expenditure Budget for 2025.**

Article 4

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710 % of the total voting rights, with 232,820,100 votes "for" representing 83.6907690% of the share capital and 99.9999961% of the votes cast and 9 votes "against" representing 0.0000032% of the share capital and 0.0000039 % of the casted votes it is hereby **approves of the Investment plan for 2025.**

Article 5

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% of the total voting rights, with 232,820,100 votes "for" representing 83.6907690%

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of the share capital and 100% of the casted votes, it is hereby **approves of the monthly gross remuneration of the members of the Board of Directors for the financial year 2025, 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**

Article 6

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% of the total voting rights, with a number of 29,709,959 votes "for" representing 10.6797039 % of the share capital and 12.7609076% of the casted votes and 203,110,150 votes "against" representing 73.0110690 % of the share capital and 87.2390924% of the casted votes, it is hereby , 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 7

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% of the total voting rights, with a number of 203,110,150 votes "for" representing 73.0110690 % of the share capital and 87.2390924% of the casted votes and 29,709,959 votes "against" representing 10.6797039 % of the share capital and 12.7609076% of the casted votes, it is hereby , **approves with the consultative vote of the General Meeting of Shareholders, the Remuneration Report of the Company's management structure for the year 2024.**

Article 8

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% of the total voting rights, with a number of 203,110,150 votes "for" representing 73.0110690 % of the share capital and 87.2390924% of the casted votes and 29,709,950 votes "against" representing 10.6796987% of the share capital and 12.7609042 % of the casted votes, it is hereby **approves of the updated Remuneration Policy of the Company's management structure, applicable starting 2025 financial year.**

Article 9

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% of the total voting rights, with a number of 232,820,109 votes "for" representing 83.6907710% of the share capital and 100 % of the casted votes, it is hereby **approves:**

- (i) **04.07.2025** as Registration Date, according to art. 87 (1) of the Law no. 24/2017 republished;
- (ii) **03.07.2025** as the "ex-date", according to art. 2, para. 2, letter l) of Regulation no. 5/2018;
- (iii) **22.07.2025** as the Payment day according to art. 87 (2) of the Law 24/2017, republished.

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Article 10

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% of the total voting rights, with a number of 232,820,109 votes "for" representing 83.6907710% of the share capital and 100 % of the share capital, 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. 2/2025 regarding the items 3, 7, 7¹, 7², 10 and 11 on the agenda:

Article 1

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% of the total voting rights, with a number of 203,110,150 votes "for" representing 73.0110690% of the share capital and 87.2390924% of the total cast votes and 29,709,959 votes "against" representing 10.6797020 % of the share capital and 12.7609076 % 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 2024, based on the presented reports.**

Article 2

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% it is hereby **approves the appointment of Mr. Yedil Utekov as a member of the Company's Board of Directors to fill the vacant position, following the resignation of Mr. Batyrzhan Tergeussizov, for a mandate starting on 28.04.2025 and expiring on 30.04.2026 (the expiration date of the current members' mandates of the Board of Directors), based on the votes cast as follows:**

Mr. Yedil Utekov , with a number of 203,110,150 votes "for" representing 73.0110690% of the share capital and 87.2390924% of the total cast votes and 29,709,959 votes "against" representing 10.6797020 % of the share capital and 12.7609076 % of the casted votes

Mr. Olivier de Gassart, with a number of 29,709,959 votes "for" representing 10.6797020% of the share capital and 12.7609076 % of the total cast votes and 203,110,150 votes "against" representing 73.0110690% of the share capital and 87.2390924% of the casted votes

Mr. Kristjan Kotkas, with a number of 29,709,959 votes "for" representing 10.6797020% of the share capital and 12.7609076 % of the total cast votes and 203,110,150 votes "against" representing 73.0110690% of the share capital and 87.2390924% of the casted votes;

Mr. Razvan Stefan Lefter, with a number of 29,709,959 votes "for" representing 10.6797020% of the share capital and 12.7609076 % of the total cast votes and 203,110,150 votes "against" representing 73.0110690% of the share capital and 87.2390924% of the casted votes

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Article 3

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% of the total voting rights, with a number of 29,709,959 votes "for" representing 10.6797020 % of the share capital and 12.7609076 % of the total cast votes and 203.110.150 votes "against" representing 73.0110690% of the share capital and 87.2390924% 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 3,152,843.18 caused by them to the company through the execution of the Cash pooling agreement, without this contract being subject to the approval of the Extraordinary General Meeting of Shareholders, and the appointment of the shareholder KJK Balkan Holding S.a.r.l. to bring legal action against the liable directors of the company.**

Article 4

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% , it is hereby **rejects of the appointment of the directors of the company for a mandate starting with the date of the election of the directors and expiring on 30.04.2026 (the date of expiry of the mandate of the current members of the Board of Directors), in order to replace the administrators against whom the action for liability for damages is initiated, based on the votes cast as follows:**

Mr. Olivier de Gassart, with a number of 29,709,959 votes "for" representing 10.6797020% of the share capital and 12.7609076 % of the total cast votes and 203,110,150 votes "against" representing 73.0110690% of the share capital and 87.2390924% of the casted votes

Mr. Kristjan Kotkas, with a number of 29,709,959 votes "for" representing 10.6797020% of the share capital and 12.7609076 % of the total cast votes and 203,110,150 votes "against" representing 73.0110690% of the share capital and 87.2390924% of the casted votes;

Mr. Razvan Stefan Lefter, with a number of 29,709,959 votes "for" representing 10.6797020% of the share capital and 12.7609076 % of the total cast votes and 203,110,150 votes "against" representing 73.0110690% of the share capital and 87.2390924% of the casted votes

Article 5

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% with a number of 232,820,100 votes "for" representing 83.6907677% of the share capital and 87.2390924% of the total cast votes and 9 votes "against" representing 0.0000032 % of the share capital and 0.0000039 % of the casted votes, **it is hereby approves the appointment of Pricewaterhousecoopers Audit SRL, as financial auditor of the Company, for a period of 4 (four) years, respectively the financial years 2025 – 2028 and of the remuneration of the financial auditor, starting on 28.04.2025.**

Article 6

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% with a number of 232,820,100 votes "for" representing 83.6907677% of the share capital and 87.2390924% of the total cast votes and 9 votes "against" representing 0.0000032 %

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of the share capital and 0.0000039% of the casted votes, **it is hereby approves the appointment of Pricewaterhousecoopers Audit SRL, as auditor for the purpose of performing assurance services on the sustainability reporting / sustainability statement, as well as establishing the duration of the sustainability statement audit contract for a period of 4 (four) years, respectively the financial years 2025 - 2028 and the remuneration for this services, starting on 28.04.2025.**

Article 7

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% of the total voting rights, with a number of 232,820,109 votes “for” representing 83.6907710% of the share capital and 100 % of the casted votes, it is hereby **approves:**

- (i) **04.07.2025** as Registration Date, according to art. 87 (1) of the Law no. 24/2017 republished;
- (ii) **03.07.2025** as the “ex-date”, according to art. 2, para. 2, letter l) of Regulation no. 5/2018;
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Article 8

In the presence of the shareholders representing 83.6907710 % of the share capital and 83.6907710% of the total voting rights, with a number of 232,820,109 votes “for” representing 83.6907710% of the share capital and 100 % of the share capital, 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.**

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

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