

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

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

Report date: **29.01.2021**

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. 1/2021 and 2/2021 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 January 28th, 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. 4484 as of December 22th, 2020 and in “Bursa” newspaper no. 245 as of December 28th, 2020, respectively the completion of the agenda of the Extraordinary General Meeting of Shareholders was published in the Official Gazette of Romania, 4th Part, no. 136 as of January 13th, 2021 and in “Bursa” newspaper no. 9 as of January 14th, 2021.

The Ordinary General Meeting of Shareholders (“OGMS”) was convened in session as of January 28th, 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, representing 85.6853 % of the Company’s share capital and 85.6853 % of the total voting

S.C. Rompetrol Well Services S.A.

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

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right registered with Depozitarul Central S.A. București on the reference date January 18th, 2021.

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. 1/2021 and 2/2021 in respect of the issues on the meeting agenda, as follows:

Resolution no. 1/2021 regarding the items on the agenda no. 1, 5 and 6:

Article 1

In the presence of the shareholders representing 85.6853 % of the share capital and 85.6853 % of the total voting rights, with 35,258,449 votes "*for*" representing 12.6742% of the share capital and 14.7916% of the votes cast and 203,110,150 votes "*against*" representing 73.0111% of the share capital and 85.2084% of the casted votes it is hereby **rejects approves the change of the destination of the other reserves and the retained earnings from the company's net profit obtained by the company in the preceding years amounting to 84,370,865 lei and the distribution of this amount as a special dividend to shareholders with a value of 0.3033 lei gross / share and approval the date of payment of dividends as of June 24th 2021.**

Article 2

In the presence of the shareholders representing 85.6853 % of the share capital and 85.6853 % of the total voting rights, with 238,368,599 votes "*for*" representing 85.6853% of the share capital and 100% of the casted votes, it is hereby **approves** :

(i) **04.06.2021** as Registration Date, according to art. 86 (1) of the Law no. 24/2017;

and

(ii) **03.06.2021** as the "ex-date", according to art. 2, para. 2, letter 1) of Regulation no. 5/2018;

Article 3

In the presence of the shareholders representing 85.6853 % of the share capital and 85.6853 % of the total voting rights, with 238,368,599 votes "*for*" representing 85.6853% 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.**

Resolution no. 2/2021 regarding the items on the agenda no.2, 3, 4, 5 and 6:

Article 1

In the presence of the shareholders representing 85.6853 % of the share capital and 85.6853 % of the total voting rights, with 238,368,599 votes "*for*" representing 85.6853% of the share capital

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and 100% of the casted votes, it is hereby **approves the termination of Mr. Timur Zhetpisbayev's mandate as a member of the Board of Directors following his request starting with the 9th of September 2020.**

Article 2

In the presence of the shareholders representing 85.6853 % of the share capital and 85.6853 % of the total voting rights, with 238,368,599 votes "for" representing 85.6853% of the share capital and 100% of the casted votes % of the casted votes, it is hereby **approves the termination of Mr. Saduokhas Meraliyev's mandate as a member of the Board of Directors following his request starting with the 1st of October 2020.**

Article 3

In the presence of the shareholders representing 85.6853 % of the share capital and 85.6853 % of the total voting rights, with 232,826,699 votes "for" representing 83.6931 % of the share capital and 97,6751 % of the votes cast and 5,541,900 "abstention" representing 1.9921 % of the share capital and 2.3249 % of the casted votes, it is hereby **approves the Election of 2 (two) new members of the Board of Directors of the Company**, as follows:

a. Mr. **UTEKOV YEDIL**, Kazakh citizen, as new member of the Board of Directors of the Company for a term that will begin with the date of this Ordinary General Meeting of Shareholders and which will expire on 29th of April 2022 (the expiration date of the term of office of the current members of the Board of Directors).

b. Mr. **DOSZHANOV ABZAL**, Kazakh citizen, as new member of the Board of Directors of the Company for a term that will begin with the date of this Ordinary General Meeting of Shareholders and which will expire on 29th of April 2022 (the expiration date of the term of office of the current members of the Board of Directors).

Article 4

In the presence of the shareholders representing 85.6853 % of the share capital and 85.6853 % of the total voting rights, with 238,368,599 votes "for" representing 85.6853% of the share capital and 100% of the casted votes, it is hereby **approves** :

(i) **04.06.2021** as Registration Date, according to art. 86 (1) of the Law no. 24/2017;

and

(ii) **03.06.2021** as the "ex-date", according to art. 2, para. 2, letter 1) of Regulation no. 5/2018;

Article 5

In the presence of the shareholders representing 85.6853 % of the share capital and 85.6853 % of the total voting rights, with 238,368,599 votes "for" representing 85.6853% 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**

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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 January 28th, 2020 – 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, representing 85.6853 % of the Company's share capital and 85.6853 % of the total voting right registered with Depozitarul Central S.A. București on the reference date January 18th, 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 5, 5¹, 6 and 7 on the agenda:

Article 1

In the presence of the shareholders representing 85.6853 % of the share capital and 85.6853 % of the total voting rights, with a number of 35,258,449 votes "*for*" representing 12.6742% of the share capital and 14.7916% of the votes held by the shareholders present or represented and 203,110,150 votes "*against*" representing 73.0111% of the share capital and 85.2084% of the votes held by the shareholders present or represented, it is hereby **rejects the policy of distribution of the company's profit and dividend in accordance with the proposals of the company's shareholder KJK Balkan S.a.r.l.**

Article 2

In the presence of the shareholders representing 85.6853 % of the share capital and 85.6853 % of the total voting rights, with a number of 203,110,150 votes "*for*" representing 73.0111 % of the share capital and 85.2084 % of the votes held by the shareholders present or represented and 35,258,449 votes "*against*" representing 12.6742% of the share capital and 14.7916% of the votes held by the shareholders present or represented, it is hereby **approves the policy of distribution of the company's profit and dividend in accordance with the proposals of the company's shareholder KMG International NV.**

Article 3

In the presence of the shareholders representing 85.6853 % of the share capital and 85.6853 % of the total voting rights, with a number of 238,368,599 votes "*for*" representing 85.6853 % of the share capital and 100 % of the votes held by the shareholders present or represented, it is hereby **approves :**

(i) **04.06.2021** as Registration Date, according to art. 86 (1) of the Law no. 24/2017;

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and

(ii) **03.06.2021** as the “ex-date”, according to art. 2, para. 2, letter 1) of Regulation no. 5/2018;

Article 4

In the presence of the shareholders representing 85.6853 % of the share capital and 85.6853 % of the total voting rights, with a number of 238,368,599 votes "for" representing 85.6853 % of the share capital and 100 % of the votes held by the shareholders present or represented, 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.**

Regarding item 4 on the agenda of the Extraordinary General Meeting of Shareholders, respectively "*Approval of the withdrawal of all cash amount of the company from the cash pooling account of KMG Rompetrol SRL or any other similar accounts with the instruction not to transfer the company's cash to the accounts of the shareholders of the company or their affiliated parties.*", 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.

Chairman of the Board of Director

By Proxy

General Manager - Mr. Abzal Doszhanov

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