



**RESOLUTION DRAFT no. 5/2023
of the General Extraordinary Meeting of the Shareholders of
ROMPETROL RAFINARE S.A.
as of April [27th /28th], 2023**

The General Extraordinary Meeting of the Shareholders (“GEMS”) of the trade company ROMPETROL RAFINARE S.A., having its registered seat located in Năvodari, 215 Năvodari Blvd., Administrative Facility, Constanța County, registered with Constanța Trade Registry under no. J13/534/1991, having the sole registration code 1860712 (hereinafter referred to as the “Company”), with subscribed and paid up share capital of 2,655,920,572.60 lei, divided into 26,559,205,726 registered shares, with a par value of 0.1 lei each,

Convened in virtue of article 117 of the Law no. 31/1990 - as republished - by means of the convening notice published in the Official Gazette no. 1401 as of 24.03.2023 and in “Bursa” newspaper no. 56 (historical no. 7329) as of 24.03.2023,

Having the Agenda revised under Article 117¹ of the Law no. 31/1990, republished, regarding companies, the provisions of art. 105, par. 3 of Law no. 24/2017 regarding the issuers of financial instruments and operations of the market, republished, in corroboration with the provisions of Article 189 of Regulation no. 5/2018 on issuers of financial instruments and market operations of the Financial Supervisory Authority, by supplementation of the Agenda of the Extraordinary General Meeting of the Shareholders of the Company for 27 April 2023 (April 28, 2023 - the second convocation), published in the Official Gazette of Romania, Part IV, No 1713 of April 12th, 2023, and national newspaper "Bursa" no. 69 of April 12th, 2023,

Legally and statutory convened in session on 27[28] of April 2023, at 01:00 p.m. o'clock (first/second convening), at the Company's headquarters from Năvodari, 215 Năvodari Blvd., Administrative Facility, Constanța County, in the presence of the Company's shareholders representing ____% of the share capital and respectively _____% of the entirety of voting rights, for all the Company's shareholders registered in the Registry of the Company's Shareholders at the **April 18th, 2023, deemed as Reference Date** for this meeting,

Hereby adopts the following resolution concerning the items 1¹, 2 and 3 on the agenda:

Article 1

In the presence of the shareholders representing% of the share capital and% of the total voting rights, with votes „*for*” representing% of the share capital and% of the votes held by the shareholders present or represented and votes „*against*” representing% of the share capital and% of the votes held by the shareholders present or represented, **it is hereby [ratified/rejected the ratification of] the conclusion of Addendum no. 3 to the Framework Agreement for the sale - purchase of crude oil no. 09046/2021, in order to approve the content, form, terms and conditions provided in this Addendum concluded between Rompetrol Rafinare S.A., buyer, and**



KazMunayGas Trading A.G., seller, considering the supporting materials related to this point, documents that were made available to the shareholders within the legal term.

Article 2

In the presence of the shareholders representing% of the share capital and% of the total voting rights, with votes „for” representing% of the share capital and% of the votes held by the shareholders present or represented and votes „against” representing% of the share capital and% of the votes held by the shareholders present or represented, **it is hereby [approves/rejects] the date of:**

- (i) **May 16, 2023, as Record Date, according to Article 87 (1) of Law No. 24/2017; and**
- (ii) **May 15, 2023, as Ex-Date, the date from which the financial instruments are traded without the rights arising from the RRC’ EGMS, according to Article 2 (2) item l) of Regulation No. 5/2018.**

Article 3

In the presence of the shareholders representing% of the share capital and% of the total voting rights, with votes „for” representing% of the share capital and% of the votes held by the shareholders present or represented and votes „against” representing% of the share capital and% of the votes held by the shareholders present or represented, **it is hereby [approves/rejects] the empowerment of Mr. Felix Crudu-Tesloveanu**, as a member of the Board of Directors and General Manager, to conclude and/ or sign on behalf of the Company and/ or the shareholders of the Company the Resolution no. 5/2023 adopted by this EGMS, as well as to carry out all legal formalities for registration, announcement, enforceability, execution, and publication of this Resolution no. 5/2023, with the possibility of sub-mandating third parties.

ROMPETROL RAFINARE S.A.

By: Mr. Felix Crudu-Tesloveanu

Member of the Board of Directors and General Manager

Proxy acting in virtue of article no. [3] of the Resolution no. 5/2023 of the General Extraordinary Meeting of Shareholders as of [27/28].04.2023

Meeting secretaries:

Mr./Mrs.

Mr./Mrs.