



**Results of the vote for Resolution no. 2/2015
adopted within the
Ordinary General Meeting of Shareholders dated April 29th, 2015**

In accordance with the regulations applicable to the companies listed on a regulated market, Rompetrol Rafinare S.A. announces the results of the votes within the Ordinary General Meeting of Shareholders (hereinafter referred to as the "OGMS") which was held upon its first convening, subject to the publicity- and quorum-related requirements in accordance with the provisions laid down by law and by the Articles of Association, on April 29th, 2015, at 10:00 o'clock, at the Company's headquarters located in Năvodari, 215 Năvodari Blvd., Administrative Facility, Constanța county, as follows:

A) Status of the shares and voting rights on the date of the OGMS

Share capital: Lei 4,410,920,572.6

Total number of shares issued by the Company: 44,109,205,726 registered shares

Shares with voting right: 44,109,205,726

Total number of voting rights: 44,109,205,726

Total number of voting rights cast and expressed: 43.815.906.380

Reference date: April 20th, 2015

Registration date: May 19th, 2015

Ex-Date: May 18th, 2015



B) Results of the vote for Resolution no. 2/2015 adopted by the OGMS on April 29th, 2015.

Item 1. It is hereby approved the annual individual financial accounts having as closing day the day of December 31, 2014, prepared in accordance with the International Financial Reporting Standards (IFRS), as laid down by the Order of the Minister of Public Finance no. 1286/2012, as subsequently amended, based on the Annual Report prepared by the Board of Directors in compliance with the provisions of NSC Regulation no. 1/2006, as further amended, and on the Financial Auditor's Report prepared by Ernst & Young Assurance Services S.R.L.

Vote		
For	Against	Abstention
43,813,906,380 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,906,380		
Total annulled votes: 0		

Item 2. It is hereby approved the annual consolidated financial accounts having as closing day the day of December 31, 2014 (including the financial accounts for Rompetrol Rafinare S.A. and for the subsidiaries thereof: Rompetrol Petrochemicals S.R.L., Rompetrol Downstream S.R.L., Rom Oil S.A., Rompetrol Quality Control S.R.L., Rompetrol Logistics S.R.L. (jointly with the subsidiary Rompetrol Gas S.R.L.)), prepared in accordance with the International Financial Reporting Standards (IFRS), based on the Report of the Board of Directors and on the Financial Auditor's Report.

Vote		
For	Against	Abstention
43,813,906,380 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,906,380		
Total annulled votes: 0		



Item 3. It is hereby approved the discharge the Company's directors of any liability arising from the activity they conducted during the financial year 2014, further to the submitted reports.

Vote		
For	Against	Abstention
43,813,906,380 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,906,380		
Total annulled votes: 0		

Item 4. It is hereby approved the Income and Expenditure Budget and the Company's business schedule for 2015, including the investment plan for 2015.

Vote		
For	Against	Abstention
24,098,897,327 (55.0003%)	19,717,009,053 (44.9997%)	0 (0%)
Total cast votes: 43,815,906,380		
Total annulled votes: 0		

Item 5. It is hereby settled that the amount of the monthly net amount of the remuneration payable to the members of the Board of Directors for 2015 would remain at the same level as for 2014.

Vote		
For	Against	Abstention
43,813,906,380 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,906,380		
Total annulled votes: 0		



Item 6. It is hereby approved the date of May 19th, 2015, as registration date, for the purpose of article 238 par. (1) under Law no. 297/2004, for the identification of the shareholders falling under the scope of the decisions adopted within this GOMS.

Vote		
For	Against	Abstention
43,813,906,380 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,906,380		
Total annulled votes: 0		

Item 7. It is hereby approved the date of May 19th, 2015, as *ex-date*, as such is defined by the NSC Regulation no. 6/2009.

Vote		
For	Against	Abstention
43,813,906,380 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,906,380		
Total annulled votes: 0		

Item 8. Mr. Alexandru Nicolcioiu, director of the Company, is hereby empowered to conclude and/or sign for and on behalf of the Company and/or of its shareholders this decision which is adopted within this GOMS and to carry out any and all requisite proceedings for such adopted resolution to be registered, rendered enforceable against third parties and published, the said proxy being entitled to sub-delegate third parties to act for such purpose.



Vote		
For	Against	Abstention
43,813,906,380 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,906,380		
Total annulled votes: 0		

- The percentages express the ratio of the voting option in the total number of cast votes.

Secretary of the Meeting
CHIȚU Carmen-Daniela