



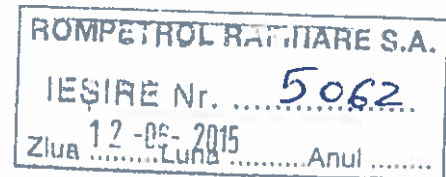
rompetrol

KazMunayGas
Group
Member

ROMPETROL RAFINARE S.A.
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To: **FINANCIAL SUPERVISORY AUTHORITY
BUCHAREST STOCK EXCHANGE**



Current report submitted in compliance with the National Securities Commission no. 1/2006

Report date: June 12th, 2015

ROMPETROL RAFINARE S.A.

Registered Seat: Năvodari, 215 Năvodari Blvd. (Administrative Facility), Constanta County

Telephone number: 0241/506100

Fax number: 0241/506930; 506901

Number of registration with the Trade Registry: J13/534/1991

Sole Registration Code: 1860712

Subscribed and paid-up capital: 4.410.920.572,60 lei

Regulated market on which the securities are traded: BUCHAREST Stock Exchange (market symbol RRC)

Significant event to report: Resolution no. 5/2015 adopted by the General Ordinary Meeting of the Shareholders of Rompetrol Rafinare S.A. as of June 12th, 2015.

The General Ordinary Meeting of the Shareholders of Rompetrol Rafinare S.A. (named "GOMS") convened in session by virtue of art. 119 of the Companies Law no. 31/1990, as republished and subsequently amended, the provisions of the Law 297/2004 on the capital market, the provisions of the National Securities Commission Regulation no. 6/2009 on the exercise of certain rights of the shareholders during the general meetings of the trade companies, carried out its proceedings in compliance with the publicity and quorum conditions provided by the Law no. 31/1990, as republished and the provisions of the Articles of Incorporation of Rompetrol Rafinare S.A. (hereinafter referred to as the "Company").

The convening notice Meeting was published in the Official Gazette of Romania, 4th Part, no. 2329/ May 8th, 2015 and in "Bursa" newspaper no. 86 (5421) as of May 8th, 2015.

The General Ordinary Meeting of the Shareholders was convened in session today, June 12th, 2015 – first convening – 11.00 AM, at the Company's headquarters, in compliance with the legal validity requirements, being attended either directly or through representatives by the shareholders representing 99.3301% of the Company's share capital registered with Depozitarul Central S.A. Bucuresti on the reference date June 1st, 2015, as follows:

- the representative of the shareholder KMG Internațional N.V, holder of 21,222,506,422 shares/voting rights, accounting for 48.1136% of the share capital,



- the representative of the shareholder Romanian State through the Ministry of Energy, Small and Medium Enterprises and Business Environment, holding 19,715,009,053 shares/voting rights, accounting for 44.6959% of the share capital,
- and a number of 4 (four) private individuals (directly attending the meeting) and representatives of the legal entities, holding 2,876,194,144 shares/voting rights, accounting for 6.5206% of the share capital.

Subject to the provisions of the Company's Articles of Incorporation and the provisions of the Law No. 31/1990, as republished and amended, the General Ordinary Meeting of the Shareholders adopted the Resolution no. 5/2015 in respect of the issues no. 1 – no. 5 on the meeting agenda, as follows:

Resolution no. 5/2015

"Article 1

a) With a number of 43,813,709,619 validly casted votes, accounting for the unanimity of the votes exercised by the shareholders present or represented at the meeting, **it is hereby approved the revocation of Mr. Bogdan-Nicolae Badea from its capacity of member of the Company's Board of Directors.**

b) With a number of 43,813,709,619 valid votes, accounting for the unanimity of the votes expressed by the shareholders presents or represented at the meeting, **it is hereby approved that Mr. Bogdan-Nicolae Badea be discharged of any duties and liabilities exercised in his capacity of Director of the Company for the term of the mandate of member of the Board of Directors exercised throughout 2015, as per the provisions of the law.**

Article 2

With a number of 43,813,709,619 valid votes, accounting for the unanimity of the votes expressed by the shareholders presents or represented at the meeting, **it is hereby approved the election of Mr. Nicolae Bogdan Codruț Stănescu as member of the Company's Board of Directors, for a mandate starting on the date of this General Ordinary Meeting of the Shareholders and ending on 30.04.2018 (the expiry date of the mandate granted to the current members of the Board of Directors).**

Article 3

With a number of 43,813,709,619 valid votes, accounting for the unanimity of the votes expressed by the shareholders presents or represented at the meeting **it is hereby approved the date of June 30th, 2015, as registration date**, within the meaning of article 238 par. (1) under Law no. 297/2004, for the identification of the shareholders that are subject to the effects of the decisions adopted within this GOMS.

Article 4

With a number of 43,813,709,619 valid votes, accounting for the unanimity of the votes expressed by the shareholders presents or represented at the meeting **it is hereby approved the date of June 29th, 2015, as "ex date"**, as such is defined by the NSC Regulation no. 6/2009.



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Article 5

With a number of 43,813,709,619 valid votes, accounting for the unanimity of the votes expressed by the shareholders presents or represented at the meeting **it is hereby approved the empowerment Mr. Yedil Utekov, member of the Board of Directors and General Manager of the Company and, to conclude and/or sign for and on behalf of the Company and/or the Company's shareholders the resolution which are to be adopted within this GOMS and to carry out any and all legal formalities concerning the registration, publication and enforcement of the resolution thus adopted, Mr. Utekov being granted the possibility to sub-appoint third parties to this effect.**

ROMPETROL RAFINARE S.A.

Chairman of the meeting

Yedil Utekov