



**Results of the vote for Resolutions no. 1/2016 and no. 2/2016
adopted within the
Ordinary General Meeting of Shareholders dated April 28th, 2016**

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 Extraordinary 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 28th, 2016, 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 EGMS

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: 43,815,595,972

Reference date: April 18th, 2016

Registration date: May 17th, 2016

Ex-Date: May 16th, 2016



B) Results of the vote for Resolution no. 1/2016 - regarding the items on the agenda at no. 1 – 6 and 11 - 13 and Resolution no. 2/2016 - regarding the items on the agenda at no. 7 – 13, adopted by the OGMS on April 28th, 2016.

Item 1 on the agenda

To approve the annual individual financial accounts having as closing day the day of December 31, 2015, 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.

For	Against	Abstention
43,813,595,972	2,000,000	0
(99.9954%)	(0.0046%)	(0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		

Item 2 on the agenda

To discuss and to approve the annual consolidated financial accounts having as closing day the day of December 31, 2015 (including the financial accounts for Rompetrol Rafinare S.A. and for the subsidiaries thereof: 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.) and Rompetrol Petrochemicals 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
43,813,595,972	2,000,000	0
(99.9954%)	(0.0046%)	(0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		

**Item 3** on the agenda

Approval of the proposal of the Board of Directors regarding the distribution of the net profit ancillary to the financial year 2015 for the following destinations: (i) legal reserve (5%) and (ii) coverage of the reported losses from the previous years.

Vote		
For	Against	Abstention
43,813,595,972 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		

Item 4 on the agenda

To approve the discharge the all Company's directors of any liability arising from the activity they conducted during the financial year 2015, further to the submitted reports.

Vote		
For	Against	Abstention
24,098,586,919 (55.0000%)	2,000,000 (0.0046%)	19,715,009,053 (44.9954%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		



Item 5 on the agenda

To approve the Income and Expenditure Budget and the Company's business schedule for 2016, including the investment plan for 2016.

Vote		
For	Against	Abstention
43,813,595,972 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		

Item 6 on the agenda

To establish the fee payable to the members of the Board of Directors for the financial year 2016.

Vote		
For	Against	Abstention
43,813,595,972 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		



Item 7 a) on the agenda

Approval to terminate the director’s mandate granted to Mr. Alexandru Nicolcioiu following the latter’s resignation from the said position starting with May 1st, 2016.

Vote		
For	Against	Abstention
43,813,595,972	2,000,000	0
(99.9954%)	(0.0046%)	(0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		

Item 7 b) on the agenda

The discharge of Mr. Alexandru Nicolcioiu of any duties and liabilities resting upon him for the term of the mandate of member of the Board of Directors for the timeframe 01.01.2016 – 30.04.2016, shall be performed as per the provisions of the law.

Vote		
For	Against	Abstention
43,813,595,972	2,000,000	0
(99.9954%)	(0.0046%)	(0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		

Item 8 on the agenda

Election Mr. Cătălin Dumitru as member of the Company’s Board of Directors, for a mandate starting on May 1st, 2016 and ending on April 30th, 2018 (the expiry



date of the mandate granted to the current members of the Board of Directors), following the approval of the point No. 7 on the agenda of OGMS.

Vote		
For	Against	Abstention
43,813,595,972 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		

Item 9 a) on the agenda

Revocation of Mr. Nicolae Bogdan Codruț Stănescu from his capacity of member of the Board of Directors of Rompetrol Rafinare S.A., following the latter's resignation from his capacity of member of the Board of Directors starting with April 28th, 2016.

Vote		
For	Against	Abstention
43,813,595,972 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		

**Item 9 b)** on the agenda

The discharge of Mr. Nicolae Bogdan Codruț Stănescu of any duties and liabilities resting upon him for the term of the mandate of member of the Board of Directors exercised throughout 2016 shall be performed as per the provisions of the law.

Vote		
For	Against	Abstention
43,813,595,972 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		

Item 10 on the agenda

Election of Mr. Marius Mitruș as member of the Board of Directors of Rompetrol Rafinare S.A., 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).

Vote		
For	Against	Abstention
43,813,595,972 (99.9954%)	2,000,000 (0.0046%)	0 (0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		

**Item 11** on the agenda

To approve the date of May 17th, 2016, 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
43,813,595,972	2,000,000	0
(99.9954%)	(0.0046%)	(0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		

Item 12 on the agenda

To approve the date of May 16th, 2016, as ex-date, as of which the financial instruments are traded without the rights arising from the Rompetrol Rafinare OGMS, as such is defined by the NSC Regulation no. 6/2009.

Vote		
For	Against	Abstention
43,813,595,972	2,000,000	0
(99.9954%)	(0.0046%)	(0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		



Item 13 on the agenda

To authorize Mr. Alexandru Nicolcioiu, member of the Company’s Board of Directors, to conclude and/or sign for and on behalf of the Company and/or of its shareholders the decisions 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 sub-delegate third parties to act for such purpose.

Vote		
For	Against	Abstention
43,813,595,972	2,000,000	0
(99.9954%)	(0.0046%)	(0%)
Total cast votes: 43,815,595,972		
Total annulled votes: 0		

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

Secretary of the Meeting

VERNIC Ioana-Gabriela