



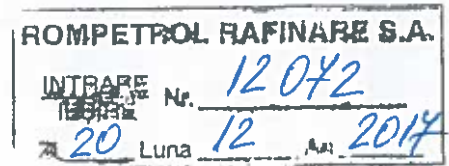
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KazMunayGas
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ROMPETROL RAFINARE S.A.
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Financial Instruments and Investments Sector
Fax: 021- 659.60.51



BUCHAREST STOCK EXCHANGE – Regulated market
Fax: 021- 256.92.76

From: **ROMPETROL RAFINARE S.A.**

CURRENT REPORT

In compliance with the provisions of Law no. 24/2017 on issuers of financial instruments and market operations and Regulation no. 1/2006 regarding the issuers and the operations with securities

Report date: **December 20th, 2017**

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: RON 4,410,920,572.60

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

Significant events to report: Resolutions no. 4/2017 and no. 5/2017 adopted by the Extraordinary General Meeting of Shareholders of Rompetrol Rafinare S.A. as of December 20th, 2017.

The Extraordinary General Meeting of Shareholders of Rompetrol Rafinare S.A. convened in session by virtue of art. 117 of the Companies Law no. 31/1990, as republished and subsequently amended, of the provisions of the Law no. 297/2004 on the capital market, of the Law no. 24/2017 on issuers of financial instruments and market operations, of the NSC 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 for by Law no. 31/1990, as republished and subsequently amended and the provisions of the Articles of Incorporation of Rompetrol Rafinare S.A. (hereinafter referred to as the “Company”).

The convening notice of the Extraordinary General Meeting of Shareholders was published in the Official Gazette of Romania, 4th Part, no. 4408 as of November 17th, 2017 and in “Bursa” newspaper no. 215 (historic no. 6039) as of November 17th, 2017.



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The Extraordinary General Meeting of Shareholders ("EGMS") was convened in session today, December 20th, 2017 – first convening – at 11.00 A.M., at the Company's headquarters, in compliance with the legal validity requirements, being attended either directly or through representatives of the shareholders representing 99.3344% of the Company's share capital and 99.3344% of the total voting right registered with Depozitarul Central S.A. București on the reference date December 8th, 2017, 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 the Romanian State, through the Ministry of Energy, holding 19,715,009,053 shares/voting rights, accounting for 44.6959% of the share capital,
- and a number of 6 (six) shareholders legal entities and natural persons (directly attending the meeting and by representative) and representatives of the shareholders legal entities, holding 2,878,097,189 shares/voting rights, accounting for 6.5249% of the share capital.

Subject to the provisions of the Company's Articles of Incorporation and of the Law No. 31/1990, as republished and subsequently amended, the Extraordinary General Meeting of Shareholders adopted the *Resolutions no. 4/2017 and no. 5/2017 in respect of the issues no. 1 – no. 5 on the meeting agenda*, as follows:

Resolution no. 4/2017 - regarding the items on the agenda under nos. 1, 2, 4 and 5:

“Article 1

With a number of 43,815,612,664 validly casted votes, accounting for the unanimity of the votes exercised by the shareholders present or represented at the meeting, GEMS acknowledged the implementation of the measures approved by the Board of Directors with a view to settling the net asset versus share capital.

Article 2

With a number of 43,815,612,664 validly casted votes, accounting for the unanimity of the votes exercised by the shareholders present or represented at the meeting, GEMS preliminary acknowledged, pursuant to the implementation of the measures detailed under the previous article as well as the financial accounting statements, the settling of the net asset ratio versus the subscribed share capital provided that the confirming the settling of the net asset based on the approval of the audited financial statements afferent to the 2017 financial year.

Article 3

With a number of 43,815,612,664 validly casted votes, accounting for unanimity of the votes exercised by the shareholders present or represented at the meeting it is hereby approved the date of January 11th, 2018 as Registration Date, pursuant to art. 86 par. (1) of Law no. 24/2017 on issuers of financial instruments and market operations, to identify the shareholders upon whom the effects of this Resolution no. 4/2017 adopted in this EGMS reflect and the date of January 10th, 2018 as Ex Date, from which the financial instruments are traded without the rights resulted from EGMS Rompetrol Rafinare, as defined by the provisions of the Regulations issued by the National Securities Commission no. 6/2009.



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Article 4

With a number of 43,815,612,664 validly casted votes, accounting for unanimity of the votes exercised by the shareholders present or represented at the meeting it is hereby approved to authorize Mr. Yedil Utekov, General Manager and 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 Resolution no. 4/2017 adopted within this EGMS and to carry out any and all requisite proceedings for such adopted Resolution no. 4/2017 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."

And

Resolution no. 5/2017 - regarding the items on the agenda under Nos. 3, 4 and 5:

"Article 1

With a number of 43,815,612,664 validly casted votes, accounting for the unanimity of the votes exercised by the shareholders present or represented at the meeting, EGMS acknowledged the Report drafted by the Company's Executive Management regarding the preventive measures in terms of the security norms adopted by Rompetrol Rafinare S.A. in the past 12 months.

Article 2

With a number of 43,815,612,664 validly casted votes, accounting for unanimity of the votes exercised by the shareholders present or represented at the meeting it is hereby approved the date of January 11th, 2018 as Registration Date, pursuant to art. 86 par. (1) of Law no. 24/2017 to identify the shareholders upon whom the effects of the Resolution no. 5/2017 adopted in this EGMS reflect and the date of January 10th, 2018 as Ex Date, from which the financial instruments are traded without the rights resulted from EGMS Rompetrol Rafinare, as defined by the provisions of the Regulations issued by the National Securities Commission no. 6/2009.

Article 3

With a number of 43,815,612,664 validly casted votes, accounting for unanimity of the votes exercised by the shareholders present or represented at the meeting it is hereby approved/rejected to authorize Mr. Yedil Utekov, General Manager and 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 Resolution no. 5/2017 adopted within this EGMS and to carry out any and all requisite proceedings for such adopted Resolution no. 5/2017 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."

ROMPETROL RAFINARE S.A.

Chairman of the meeting

Yedil Utekov