



rompetrol

KazMunayGas
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Member

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To: **FINANCIAL SUPERVISORY AUTHORITY**
Financial Instruments and Investments Sector
Fax: 021- 659.60.51

ROMPETROL RAFINARE S.A.	
INTRARE	Nr. <u>5791</u>
IESIRE	
ZI <u>21</u> Luna <u>06</u> An <u>2019</u>	

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. 5/2018 on issuers of financial instruments and market operations

Report date: June 21st, 2019

ROMPETROL RAFINARE S.A.

Registered Seat: Năvodari, 215 Năvodari Blvd. (Administrative Building), 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: Resolution no. 4/2019 adopted by the Extraordinary General Meeting of Shareholders of Rompetrol Rafinare S.A. as of June 21st, 2019.

The Extraordinary General Meeting of Shareholders of Rompetrol Rafinare S.A. (referred as “EGMS” or “Meeting”), convened in session by virtue of art. 117 para.1 of the Companies Law no. 31/1990, as republished and subsequently amended, of the provisions of the Law no. 24/2017 on the issuers of financial instruments and market operations, of the Financial Supervisory Authority’s Regulations no. 5/2018 on the issuers of financial instruments and market operations, 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. 2080 as of May 17th, 2019 and in “Bursa” newspaper no. 88 as of May 17th, 2019.



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The Extraordinary General Meeting of Shareholders of Rompetrol Rafinare S.A. was convened in session as of June 21st, 2019 – first convening – at 11 00 A.M., at the Company's headquarters, in compliance with the legal validity requirements, being attended either directly, and by the representatives of the shareholders legal entities, representing 99.3298% of the Company's share capital and 99.3298% of the total voting right registered with Depozitarul Central S.A. București on the reference date June 11st, 2019, as follows:

- the representative of the shareholder KMG Internațional N.V, holder of 21,222,506,422 shares/voting rights, representing 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, representing 44.6959% of the share capital,
- a number of 4 (four) shareholders natural persons (directly attending) and representatives of the shareholders legal entities, holding 2,876,080,283 shares/voting rights, representing 6.5203% of the share capital.

Subject to the provisions of the Company's Articles of Incorporation and of Law no. 31/1990, as republished and subsequently amended, the Extraordinary General Meeting of Shareholders adopted the **Resolution No. 4/2019** in respect of the issues on the meeting agenda, as follows:

Resolution no. 4/2019:

“Article 1

In the presence of the shareholders representing 99.3298% of the share capital and 99.3298% of the total voting rights, with the affirmative votes of the shareholders representing 99.3298% of the share capital and 100% of the casted votes, it is hereby approved the establishing by the Company of a working point, located in the TMUC building site, Office no.1, located in Oil Terminal, the South platform, Constanta city, 15 square meters area, in accordance with the Agreement dated May 2nd, 2019, registered under no. 183. The name, that will be used by the working point within its relationship with third parties and authorities will be “Rompetrol Rafinare SA – Constanta Working Point”.

Article 2

In the presence of the shareholders representing 99.3298% of the share capital and 99.3298% of the total voting rights, with the affirmative votes of the shareholders representing 99.3298% of the share capital and 100% of the casted votes, it is hereby approved the date of:

- (i) **July 10th, 2019 as Registration Date**, according to art. 86 paragraph (1) of Law no. 24/2017; and
- (ii) **July 9th, 2019 as “Ex Date” Date**, according to art. 2 paragraph. 2 letter 1) of Regulations no. 5/2018.

Article 3

*In the presence of the shareholders representing 99.3298% of the share capital and 99.3298% of the total voting rights, with the affirmative votes of the shareholders representing 99.3298% of the share capital and 100% of the casted votes, it is hereby approved the empowerment of **Mr. Yedil Utekov**, General Manager and member of the Board of Directors, to conclude and/or sign, for and on behalf of the Company, and/or of*



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the shareholders of the Company the presence Resolution No. 4/2019 adopted in this EGMS and to carry out and all requisite proceedings for such adopted Resolution No. 4/2019 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 Board of Director

Saduokhas MERALIYEV

Saduokhas Meraliyev