



rompetrol

KazMunayGas
Group
Member

ROMPETROL RAFINARE S.A.
Bulevardul Navodari, nr. 215,
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**RESOLUTION DRAFT no. 3/2020
of the General Ordinary Meeting of the Shareholders of
ROMPETROL RAFINARE S.A.
as of April [29th /30th], 2020**

The General Ordinary Meeting of the Shareholders (“GOMS”) of the company ROMPETROL RAFINARE S.A., having its registered seat located in Năvodari, 215 Năvodari Blvd., Administrative Facility, Constanța County, registered with Constanța Trade Registry under no. J13/534/1991, having the sole registration code 1860712 (hereinafter referred to as the “Company”), with subscribed and paid up share capital of 4,410,920,572.6 lei, divided into 44,109,205,726 registered shares, with a par value of 0.1 lei each,

Convened in virtue of article 117 of the Law no. 31/1990 - as republished - by means of the convening notice published in the Official Gazette no. 1135 as of 24.03.2020 and in “Bursa” newspaper no. 56 (historical no.) as of 24.03.2020,

Legally and statutory convened in session on 29[30] of April 2020, at 11:00 a.m. o'clock (first/second convening), at the Company's headquarters from Năvodari, 215 Năvodari Blvd., Administrative Facility, Constanța County, in the presence of the Company's shareholders representing ____% of the share capital and respectively _____% of the entirety of voting rights, for all the Company's shareholders registered in the Registry of the Company's Shareholders at the **April 16th, 2020, deemed as Reference Date** for this meeting,

Hereby adopts the following resolution concerning the items 6, 7 and 8 on the agenda:

Article 1

In the presence of the shareholders representing _____% of the share capital and _____% of the total voting rights, with the affirmative votes of the shareholders representing _____% of the share capital and _____% of the casted votes, **it is hereby approves the reappointment of Ernst & Young Assurance Services SRL (*identification details*), as Financial Auditor of Rompetrol Rafinare S.A. for the auditing of the Company's financial statements for the financial year 2020, the duration of the audit service agreement being one year.**



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Article 2

In the presence of the shareholders representing _____% of the share capital and _____% of the total voting rights, with the affirmative votes of the shareholders representing _____% of the share capital and _____% of the casted votes, **it is hereby [approves/rejects] the date of:**
(i) May 19th, 2020 as Registration Date, according to art. 86 paragraph (1) of Law no 24/2017; and
(ii) May 18th, 2020 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 _____% of the share capital and _____% of the total voting rights, with the affirmative votes of the shareholders representing _____% of the share capital and _____% of the casted votes, **it is hereby [approves/rejects] the empowerment of Mr. Saduokhas Meraliyev**, Chairman of the Board of Directors, to conclude and/or sign the Resolution No.3/2020 adopted in this OGMS on behalf of the Company and/or of the shareholders of the Company **and of Mr. Felix Crudu-Tesloveanu**, General Manager of the Company, to carry out all the legal formalities for the registration, publicity, enforceability, enforcement and publication of this resolution adopted, both with the possibility of submandating third parties.

ROMPETROL RAFINARE S.A.

By: Mr. Saduokhas Meraliyev

Chairman of the Board of Directors and

Proxy acting in virtue of article no. [3] of the Resolution no. 3/2020 of the General Ordinary Meeting of Shareholders as of [29/30].04.2020

Meeting secretaries:

Mr./Mrs. _____

Mr./Mrs. _____