



**ROMPETROL RAFINARE S.A.**  
 Bulevardul Navodari, nr. 215,  
 Pavilion Administrativ,  
 Navodari, Judetul Constanta,  
 ROMANIA

**Results of the vote for Resolution no. 1/2020, no. 2/2020 and no. 3/2020  
 adopted within the  
 Ordinary General Meeting of Shareholders dated April 29<sup>th</sup>, 2020**

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 Ordinary 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 29<sup>th</sup>, 2020, at 11:00 a.m, at the Company’s headquarters located in Năvodari, 215 Năvodari Blvd., Administrative Building, Constanța county, as follows:

**A) Status of the shares and voting rights on the date of the OGMS**

**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

**Suspended voting right shares:** 0

**Total number of voting rights cast and expressed:** 43.830.061.089

**Reference date:** April 16<sup>th</sup>, 2020

**Registration date:** May 19<sup>th</sup>, 2020

**Ex-Date:** May 18<sup>th</sup>, 2020



ROMPETROL RAFINARE S.A.  
Bulevardul Navodari, nr. 215,  
Pavilion Administrativ,  
Navodari, Judetul Constanta,  
ROMANIA

## B) Results of the votes in the OGMS held on April 29<sup>th</sup>, 2020.

### 1. For item no. 1 on the agenda of the OGMS regarding:

*The approval of the individual annual financial statements concluded on December 31, 2019, drawn up in accordance with International Financial Reporting Standards ("IFRS"), as set out in the decree of the Ministry of Public Finance No 2844/2016, subsequently amended and supplemented, based on the Annual Report of the Board of Directors drawn up in accordance with the provisions of the ASF Regulation No 5/2018, and the Report of the financial Auditor drawn up by Ernst & Young Assurance Services S.R.L,*

the following results were recorded:

Votes:					
For		Against		Abstention	
43,813,595,758		16,465,331		0	
Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes
99.3298%	99.9624%	0.0373%	0.0376%	0%	0%
<b>Quorum: 43,830,061,089</b>					
<b>Total casted votes: 43,830,061,089</b>					
<b>Total annulled votes: 0</b>					

### 2. For item no. 2 on the agenda of the OGMS regarding:

*The approval of the consolidated annual financial statements concluded on December 31, 2019, (including the financial statements of Rompetrol Rafinare S.A. and those of its subsidiaries: Rompetrol Downstream S.R.L., Rom Oil S.A., Rompetrol Quality Control S.R.L., Rompetrol Logistics S.R.L. (together with the subsidiary Rompetrol Gas S.R.L.) and Rompetrol Petrochemicals S.R.L., drawn up in accordance with IFRS, based on the Report of the Board of Directors and of the Financial Auditor,*

the following results were recorded:

Votes:					
For		Against		Abstention	
43,813,595,758		16,465,331		0	
Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes
99.3298%	99.9624%	0.0373%	0.0376%	0%	0%
<b>Quorum: 43,830,061,089</b>					
<b>Total casted votes: 43,830,061,089</b>					
<b>Total annulled votes: 0</b>					



ROMPETROL RAFINARE S.A.  
Bulevardul Navodari, nr. 215,  
Pavilion Administrativ,  
Navodari, Judetul Constanta,  
ROMANIA

**3. For item no. 3 on the agenda of the OGMS regarding:**

*The approval of the discharge of the administrators of the Company for the activity carried out during the financial year 2019, based on the submitted reports,*

**the following results were recorded:**

<b>Votes:</b>					
<b>For</b>		<b>Against</b>		<b>Abstention</b>	
43,813,595,758		16,465,331		0	
Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes
99.3298%	99.9624%	0.0373%	0.0376%	0%	0%
<b>Quorum: 43,830,061,089</b>					
<b>Total casted votes: 43,830,061,089</b>					
<b>Total annulled votes: 0</b>					

**4. For item no. 4 on the agenda of the OGMS regarding:**

*The approval of the Income and Expenditure Budget for 2020, of the production program of the Company for 2020 and of the investment budget for 2020,*

**the following results were recorded:**

<b>Votes:</b>					
<b>For</b>		<b>Against</b>		<b>Abstention</b>	
43,813,595,758		16,465,331		0	
Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes
99.3298%	99.9624%	0.0373%	0.0376%	0%	0%
<b>Quorum: 43,830,061,089</b>					
<b>Total casted votes: 43,830,061,089</b>					
<b>Total annulled votes: 0</b>					

**5. For item no. 5 on the agenda of the OGMS regarding:**

*The approval of the gross monthly remuneration owed to the members of the Board of Directors for the financial year 2020, the tax and social contributions related to this remuneration, due by the members of the Board of Directors, being withheld and paid to the State budget in accordance with the provisions of the fiscal legislation, as well as the setting of the general limit of the additional remunerations of the*

members of the Board of Directors to whom specific duties have been assigned within the Board of Directors, namely:

- a gross monthly remuneration of Lei 15,385 corresponding to a net monthly remuneration of Lei 9,000 for each member of the Board of Directors;
- a gross monthly remuneration of Lei 5,128 corresponding to a net monthly remuneration of Lei 3,000 for each member of the Audit Committee;
- a gross monthly remuneration of Lei 5,128 corresponding to a net monthly remuneration of Lei 3,000 for each member of the Strategy Committee.

the following results were recorded:

Votes:					
For		Against		Abstention	
43,813,595,758		16,465,331		0	
Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes
99.3298%	99.9624%	0.0373%	0.0376%	0%	0%
<b>Quorum: 43,830,061,089</b>					
<b>Total casted votes: 43,830,061,089</b>					
<b>Total annulled votes: 0</b>					

**6. For item no. 6** on the agenda of the OGMS regarding:

*The Appointment of the Company's Financial Auditor of Rompetrol Rafinare S.A. for the auditing of the Company's financial statements for the financial year 2020, following the expiry of the contract for the provision of audit services, and setting the minimum duration of the contract for the provision of audit services to 1 year, respectively for reappointment of Ernst & Young Assurance Services SRL (identification details) as financial auditor of Rompetrol Rafinare SA for the 2020 financial year, the duration of the audit service agreement being one year,*

the following results were recorded:

For		Against		Abstention	
43,813,595,758		16,465,331		0	
Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes
99.3298%	99.9624%	0.0373%	0.0376%	0%	0%
<b>Quorum: 43,830,061,089</b>					
<b>Total casted votes: 43,830,061,089</b>					
<b>Total annulled votes: 0</b>					



ROMPETROL RAFINARE S.A.  
Bulevardul Navodari, nr. 215,  
Pavilion Administrativ,  
Navodari, Judetul Constanta,  
ROMANIA

**7. For item no. 7** on the agenda of the OGMS regarding:

*The approval of the date of: (i) May 19, 2020 as Registration Date, according to art. 86 para. (1) of Law no. 24/2017; and (ii) May 18, 2020 as Date „Ex Date”, according to art. 2 para. 2 letter 1 of Regulation no. 5/2018,*

**the following results were recorded:**

Votes:					
For		Against		Abstention	
43,830,061,089		0		0	
Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes
99.3671% %	100%	0%	0%	0%	0%
<b>Quorum: 43,830,061,089</b>					
<b>Total casted votes: 43,830,061,089</b>					
<b>Total annulled votes: 0</b>					

**8. For item no. 8** on the agenda of the OGMS regarding:

*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.*

**the following results were recorded:**

Votes:					
For		Against		Abstention	
43,830,061,089		0		0	
Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes	Percentage of the share capital	Percentage of the casted votes
99.3671% %	100%	0%	0%	0%	0%
<b>Quorum: 43,830,061,089</b>					
<b>Total casted votes: 43,830,061,089</b>					
<b>Total annulled votes: 0</b>					

Secretary of the Meeting

Carmen-Daniela CHIȚU