

To: **FINANCIAL SUPERVISORY AUTHORITY**
Financial Instruments and Investments Sector

ROMPETROL RAFINARE S.A.	
INTRARE	Nr. <u>6042</u>
IESIRE	
Zi	Luna <u>18</u> An <u>SEP. 2020</u>

BUCHAREST STOCK EXCHANGE – Regulated market

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

CURRENT REPORT

prepared 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: September 18th, 2020

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. 6/2020 adopted by the Ordinary General Meeting of Shareholders of Rompetrol Rafinare S.A. as of September 18th, 2020.

The Ordinary General Meeting of Shareholders of Rompetrol Rafinare S.A. convened in session by virtue of art. 119 and art. 117 of the Law no. 31/1990 on companies, republished as further amended and supplemented, of Law no. 24/2017 on the issuers of financial instruments and market operations, of the Financial Supervisory Authority's Regulations 5/2018 on the issuers of financial instruments and market operations with further amendments and supplementations, as well as the Company's Articles of Association, 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").



rompetrol

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The convening notice of the Meetings was published in the Official Gazette of Romania, 4th Part, no. 2761 dated August 14th, 2020 and in "Bursa" newspaper no. 154 dated August 14th, 2020.

The Ordinary General Meeting of Shareholders („OGMS”) of Rompetrol Rafinare S.A. was convened in session on September 18th, 2020 – first convening – at 11.00 a.m., at the Company’s headquarters, in compliance with the legal validity requirements, being attended directly and by votes by correspondence, 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 September 7th, 2020.

The meeting was presided by Mr. Felix Crudu-Tesloveanu, General Manager of the Company, empowered in this respect by the Decision of the Board of Directors of September 17th, 2020. The Chairman of the meeting noted that the OGMS is statutory and legally constituted and can validly adopt Resolutions on the issues on the agenda.

Subject to the provisions of the Company’s Articles of Incorporation and of Law no. 31/1990, as republished and subsequently amended, the Ordinary General Meeting of Shareholders adopted the *Resolutions No./2020 in respect of the issues on the meeting agenda*, as follows:

Resolution no. 6/2020:

“Article 1

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 approves the revocation of Mr. Mihai-Liviu MIHALACHE from his capacity as member of the Board of Directors of the Company, as a result of his resignation from office, starting with June 4th, 2020.

Article 2

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 approves the termination of Mr. Saduokhas MERALIYEV’s mandate as a member of the Board of Directors following the letter’s resignation from the said position starting with October 1st, 2020.

Article 3

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 approves the election of 2 (two) new members of the Board of Directors of the Company, as follows:

- a. Mr. Bogdan-Cătălin STERIOPOL, romanian citizen, having the domicile in București, as new member of the Board of Directors of the Company for a term that will begin with the date of this Ordinary General Meeting of Shareholders and will expire on April 30, 2022 (the expiration date of the term of office of the current members of the Board of Directors).*



b. *Mr. Felix CRUDU-TESLOVEANU, romanian citizen, having the domicile in Constanța, as new member of the Board of Directors of the Company for a term that will begin with October 1st, 2020 and will expire on April 30, 2022 (the expiration date of the term of office of the current members of the Board of Directors).*

Article 4

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 approves the date of:

- (i) October 6th, 2020 as Registration Date, according to art. 86 paragraph (1) of Law no 24/2017; and*
- (ii) October 5th, 2020 as “Ex Date” Date, according to art. 2 paragraph. 2 letter 1) of Regulations no 5/2018.*

Article 5

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 approves the empowerment of Mr. Yedil Utekov, Chairman of the Board of Directors, to conclude and/or sign the Resolution No.6/2020 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.

Chairman of the Board of Director

Through: Felix CRUDU-TESLOVEANU