

**rompetrol**KazMunayGas
Group
MemberROMPETROL RAFINARE S.A.
Bulevardul Navodari, nr. 215.
Pavilion Administrativ,
Navodari, Judetul Constanta,
ROMANIAphone: + (40) 241 50 60 00
+ (40) 241 50 61 50
fax: + (40) 241 50 69 30
office.rafinare@rompetrol.com
www.rompetrol-rafinare.ro
www.rompetrol.com

ROMPETROL RAFINARE S.A.			
INTRARE	Nr.	2114	
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13	04	2021	

**SUPPLEMENT TO THE CONVENING NOTICE
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
on April 28, 2021 (April 29, 2021 – the second convocation)**

The Board of Directors of Rompetrol Rafinare S.A., hereinafter referred to as the “Company”, headquartered in Năvodari, 215 Năvodari Blvd., Administrative Facility, Constanța County, registered with Constanța Trade Register under no. J13/534/1991, having the sole registration code 1860712,

considering the request to supplement the agenda of the Ordinary General Meeting of Shareholders (OGMS) on April 28, 2021 made by the majoritary shareholder the KG International N.V., registered at Rompetrol Rafinare S.A. under no. 2082 from April 12, 2021, the provisions of art. 92, par. 3 of Law No. 24/2017 on issuers of financial instruments and market operations, the provisions of art. 189 of Regulation no. 5/2018 on issuers of financial instruments and market operations of the Financial Supervisory Authority, the provisions of art. 117¹ of Company Law no. 31/1990,

the agenda of the Ordinary General Meeting of Shareholders on April 28, 2021, initially published in the Official Gazette – Part IV-a, no. 1257 of March 26, 2021, in “Bursa” daily newspaper no. 60 of March 26, 2021 and on the company’s website (www.rompetrol-rafinare.ro) starting from March 29, 2021, will be supplemented as follows:

“Approval of the re-appointment of Ernst & Young Assurance Services SRL, a limited liability company established and operating in accordance with Romanian legislation, having its registered office in Bucharest, Bucharest Tower Center building, bd. Ion Mihalache no. 15-17, floor 21, sector 1, Romania, registered at the Trade Register under number J40/5964/1999, unique registration code (CUI) 11909783, member of the Authority for Public Supervision of the Statutory Audit Activity with no. of authorization FA77 of August 15, 2001, legally represented by Mr. SABRAN NICOLAS MARIE MICHEL, French citizen, residing in strada Scoala Herastrau, nr. 9, sector 1, Bucharest, identified with residence certificate no. 132205 issued by I.G.I. Bucharest on 21.02.2019, valid until 20.02.2022, as financial auditor of Rompetrol Rafinare S.A., for a period of 1 (one) year, respectively for the audit of the financial statements of the Company for the financial year 2021, the term of the contract for audit services being one year”.

The above point will be inserted after item 6 on the agenda as it was published in the Official Gazette – Part IV-a, no. 1257 of April 26, 2021 and in “Bursa” daily newspaper no. 60 of April 26, 2021. As a result of this amendment, the above mentioned points will be numbered 6¹ respectively on the revised agenda.



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Therefore, the agenda of the OGMS is the following:

1. Discussing and approving the Annual Standalone Financial Statements of Rompetrol Rafinare S.A. on and for the financial year ended on December 31st, 2020, drawn up in accordance with the Order of the Ministry of Public Finance No. 2844/2016 for approval of Accounting Regulations in accordance with International Financial Reporting Standards, as further amended and supplemented, based on the Annual Report of the Board of Directors for 2020 drawn up in accordance with the provisions of the FSA Regulation No 5/2018, and the Independent Financial Auditor's Report drawn up by Ernst & Young Assurance Services S.R.L. on the Annual Standalone Financial Statements of Rompetrol Rafinare on and for the financial year ended on December 31st, 2020.

2. Discussing and approving the Annual Consolidated Financial Statements of Rompetrol Rafinare on and for the financial year ended on December 31st, 2020 (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 the International Financial Reporting Standards (IFRS) adopted by the European Union, based on the Report of the Board of Directors for 2020 and of the Independent Financial Auditor's Report on the Annual Consolidated Financial Statements on and for the financial year ended on December 31st, 2020.

3. Approval of the discharge of the Company's directors for the activity carried out during the financial year 2020, based on the submitted reports.

4. Approval of the Income and Expenditure Budget for 2021, of the production program of the Company for 2021 and of the investment budget for 2021.

5. Approval of the Remuneration Policy of the managing bodies of the Company, prepared in accordance with the provisions of Art. 92¹ of Law no. 24/2017 regarding issuers of financial instruments and market operations, as such will be made available to shareholders, in accordance with the law.

6. Approval of the gross monthly remuneration to the members of the Board of Directors for the financial year 2021, 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.

6¹. Approval of the re-appointment of Ernst & Young Assurance Services SRL, a limited liability company established and operating in accordance with Romanian legislation, having its registered office in Bucharest, Bucharest Tower Center building, bd. Ion Mihalache no. 15-17, floor 21, sector 1, Romania, registered at the Trade Register under number J40/5964/1999, unique registration code (CUI) 11909783, member of the Authority for Public Supervision of the Statutory Audit Activity with no. of authorization FA77 of August 15, 2001, legally represented by Mr. SABRAN NICOLAS MARIE MICHEL, French citizen, residing in strada Scoala Herastrau, nr. 9, sector 1, Bucharest, identified with residence certificate no. 132205 issued by I.G.I. Bucharest on 21.02.2019, valid until 20.02.2022, as



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financial auditor of Rompetrol Rafinare S.A., for a period of 1 (one) year, respectively for the audit of the financial statements of the Company for the financial year 2021, the term of the contract for audit services being one year.

7. Approval of the date of: (i) May 18, 2021 as Registration Date, according to art. 86 para. (1) of Law no. 24/2017; and **(ii) May 17, 2021 as Date „Ex Date”**, according to art. 2 para. 2 letter 1 of Regulation no. 5/2018.

8. Granting power of attorney to Yedil Utekov, Chairman of the Board of Directors, to conclude and/or sign the resolutions to be taken by this OGMS on behalf of the Company and/or of the shareholders of the Company **and of Mr. Felix Crudu-Teslovcanu**, General Manager of the Company, to carry out all the legal formalities for the registration, publicity, enforceability, enforcement and publication of resolutions taken, both with the right to sub-appoint third parties.

The information materials for the OGMS, the Resolutions drafts of the OGMS and revised agenda, together with the updated forms of Special Power of Attorney and of Correspondence voting ballot of the OGMS may be obtained from the Company's headquarters, on each working days , between 9:00. – 16:00 and may be downloaded from the Company's website www.rompetrol-rafinare.ro, Section Relations with Investors/Subsection General Meeting of shareholders, starting with April 15th, 2021.

Both the agenda of the EGMS convened on 28/29 April 2021, 01:00 p.m., as well as the remainder of the Convening Notice of the OGMS of Rompetrol Rafinare S.A., initially published in accordance with the applicable laws in force, in the Romanian Official Gazette, Part. IV, no.1257 as of March 26th 2021 and in the national newspaper "Bursa" no. 60 as of March 26th 2021, shall remain unchanged.

Chairman of the Board of Directors
Yedil Utekov

