

ROMPETROL RAFINARE S.A.		
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		27 OCT. 2021

To: FINANCIAL SUPERVISORY AUTHORITY (F.S.A.)
BUCHAREST STOCK EXCHANGE (B.S.E.)

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, republished, and Regulation no. 5/2018 on issuers of financial instruments and market operations

Report date: 27/10/2021

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: Reporting of transactions with related parties according to art. 108 of Law 24/2017, republished

Rompotrol Rafinare S.A. informs its shareholders and investors about the conclusion of several transactions with affiliated parties of the type listed in art. 108 of the Law no. 24/2017, republished, according to the annexes below:

- **Annex 1 - transactions with affiliated parties according to art. 108 para. (3) of Law 24/2017, republished, concluded by Rompetrol Rafinare S.A. (Issuer);**
- **Annex 2 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded between Rompetrol Downstream SRL (DWS) - the subsidiary of Rompetrol Rafinare S.A. (RRC) and KMG ROMPETROL S.R.L. (KMGR) - affiliated with the RRC**
- **Annex 3 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded between Rompetrol Gas SRL (RGS) - the subsidiary of Rompetrol Rafinare S.A. (RRC) and KMG ROMPETROL S.R.L. (KMGR) - affiliated with the RRC;**
- **Annex 4 - transactions with affiliated parties according to art. 108 para. (3) of Law 24/2017, republished, concluded by Rompetrol Rafinare S.A. (Issuer);**
- **Annex 5- transactions according to art.108 paragraph (12) of Law 24/2017, republished, concluded between the subsidiaries of Rompetrol Rafinare S.A. (Issuer) namely: between Rompetrol Downstream S.R.L. and Rompetrol Gas S.R.L.**

General Manager

Felix CRUDU-TESTOVEANU

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 BC458324FA134C8
Financial Manager
Ramona-Georgiana GĂLĂȚEANU

DocuSigned by:

 13328E85700454

Annex 1 - transactions with affiliated parties according to art. 108 para. (3) of Law 24/2017, republished, concluded by Rompetrol Rafinare S.A. (Issuer)

No.	Name of the Affiliate party	Nature of the relationship with the Affiliate	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6	7	8
Transactions of ROMPETROL RAFINARE S.A. (Issuer) as Beneficiary							
1	KazMunayGas Trading AG	Affiliate	09303-Rafinare-2021-08; RR 4/31.05.2021	Purchase of raw materials	USD 19,532,168	NA	28 after B/L date
2	UZINA TERMoeLECTRICA MIDIA S.A.	Affiliate	Notification no. 9 to the Contract no.RR 2 /21.12.2020	Thermal energy price change	Contract value estimated for 2021 is Lei 116,357,576 as per actual on 9 months – Lei 76,842,989 and Lei 21,924,865 lei estimated for 3 months as per MOP _on last notification price. In estimated value are included CO2 certificates cost	The collection of delay penalties, calculated from the day following the due date and until the date of payment of the main debt (exclusive). The percentage value of the delay penalties is 0.05% / day of delay (art. 20 a), from the contract.	Payment term 45 days from the invoice reception
3	ROMINSERV S.R.L.	Affiliate	2 orders submitted in September 2021 based on Contract RR 4/27.02.2019 and Addendum no.1 from 19.09.2019	Contractor	USD 492,777 (without VAT)	Except where the Parties agree otherwise in writing or where the law imperatively establishes a longer warranty period (such as: the 36-month warranty period applicable to works concerning constructions in category C; the term 10 years from the receipt of the work for the hidden defects of the construction, the warranty period equal to the duration of the construction, for the defects of the resistance structure resulting from non-compliance with the design and execution rules in force at the date of its construction), warranty will last for: -12 (twelve) calendar months, starting with the date of preparation of the MINUTES OF RECEIPT AT THE END OF THE WORKS; -12 (twelve) calendar months, starting with the date of drawing up the MINUTES OF RECEPTION AT COMMISSIONING, in the case of the works mentioned in art.1.1. paragraph 1) letter b) but not more than 15 months from the signing of the Minutes of Reception at the Completion of the Works, provided that the commissioning is not postponed or prevented by causes attributable to the Beneficiary, in which case	Payment within 30 working days from the date of issuing the invoice

No.	Name of the Affiliate party	Nature of the relationship with the Affiliate	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6	7	8
						<p>the warranty period will be 12 months old and will start to run from the date of preparation of the RECEPTION MINUTES AT THE END OF THE WORKS. Before the expiration of the Warranty Period and within it, the Beneficiary will immediately inform the Contractor about all problems encountered in the works performed (but not later than 2 days from their knowledge), the potential causes that caused the problems and of the consequences that may occur, following that the Parties decide together the measures that are necessary to be adopted, the term for remedying the problems appeared depending on the nature of the incident and its circumstances and any other particular aspects.</p> <p>The parties have established penalties for delay of the obligation to pay in the amount of 0.06% of the amount not paid in time, for each day of delay; the value of the delay penalties may not exceed 3% of the amount on which they are calculated. In addition, in case of late payment by the Beneficiary, the Contractor is entitled to request that the Beneficiary pay the amount representing the exchange rate difference between the date of actual payment and the due date of the invoice, taking into account the exchange rate communicated by NBR for RON / USD or RON / EUR, as the case may be, on the two dates.</p>	
4	KazMunayGas Trading AG	Affiliate	FINANCIAL SERVICES CONTRACT – Crude oil and Oil Products 06.05.2011	Hedging - September 2021	-USD 12,128,937	NA	5 working days from receiving the invoice, the payment should be done through electronic transfer
5	KazMunayGas Trading AG	Affiliate	Act Ad. 187 / 01.04.2021 la FINANCIAL SERVICES CONTRACT – Refinery Margin and Base Operating Stock CTR RR 2/ 16.02.2011	Hedging - September 2021	-USD 1,198,205	NA	5 working days from receiving the invoice, the payment should be done through electronic transfer

No.	Name of the Affiliate party	Nature of the relationship with the Affiliate	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6	7	8
Other transactions concluded by Rompetrol Rafinare S.A. (Issuer) in September 2021							
1	KMG ROMPETROL SRL - as Coordinating Company	Affiliate	Loan agreement registered under no. RR 3 from 04.08.2014	Running of Available Funds Optimization System of the companies within the KMG International Group (Cash pooling)	<p>The value of the average balance* of the RON cash pooling account in September 2021 was - RON 1,499,210,955.75 and the net interest expense this month was - RON 4,434,281.44.</p> <p>The value of the average balance* of the USD cash pooling account in September 2021 was - USD 63,089,889.20 and the net interest expense was - USD 170,695.59.</p> <p>The value of the average balance* of the EUR cash pooling account in September 2021 was EUR 12,971,771.04 and the net interest income was EUR 20,725.59.</p>	NA	For the Loan/ Credit: daily depending on the payment needs or maturity date (one year from the signing date which is the contract termination date) for the existing balance

(*) The average balance was calculated based on daily balances, which in some days had the nature of claim, and in others - the nature of debt.

Company Name	Nature of relationship	Related party		Currency	Balances as of 30.06.2021	
		Name	Nature of relationship		Receivables	Name
Rompetrol Rafinare S.A.	Issuer	KazMunayGas Trading AG	Affiliate	USD	48,794,869.25	Rompetrol Rafinare S.A.
				EURO	145,638.00	
Rompetrol Rafinare S.A.	Issuer	Uzina Termoelectrica Midia S.A.	Affiliate	RON	5,811,135.85	Rompetrol Rafinare S.A.
Rompetrol Rafinare S.A.	Issuer	ROMINSERV SRL	Affiliate	RON	2,295,477.62	Rompetrol Rafinare S.A.
Rompetrol Rafinare S.A.	Issuer	KMG ROMPETROL S.R.L.	Affiliate	RON	1,912,269.31	Rompetrol Rafinare S.A.
				USD		
				EURO	4,147,395.57	

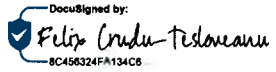
Abbreviations:

NA - not applicable

MOP-Monthly Operational Plan

B/L - Bill of Lading

General Manager
Felix CRUDU-TEȘLOVEANU

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Financial Manager
Ramona-Georgiana GĂLĂȚEANU

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Annex 2 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded between Rompetrol Downstream SRL (DWS) - the subsidiary of Rompetrol Rafinare S.A. (RRC) and KMG Rompetrol S.R.L. (KMGR) - affiliated with the RRC

No.	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6
DWS - as Participant Company (Member of the cash pooling System)					
KMGR - as Coordinating Company					
1	Loan agreement from 25.08.2014	Running of Available Funds Optimization System of the companies within the Rompetrol Group (Cash pooling)	<p>The value of the average balance* of the RON cash pooling account in August 2021 was RON 916,731,908 and the net interest income this month was RON 2,607,814</p> <p>The value of the average balance* of the USD cash pooling account in August 2021 was - USD 24,455,173 and the net interest expense was - USD 54,390</p> <p>The value of the average balance* of the EUR cash pooling account in August 2021 was - EUR 42,110.25 and the net interest expense was - EUR 69.97</p>	NA	For the Loan/ Credit: daily depending on the payment needs or maturity date (one year from the signing date which is the contract termination date) for the existing balance
2	Loan agreement from 25.08.2015	Running of Available Funds Optimization System of the companies within the Rompetrol Group (Cash pooling)	<p>The value of the average balance* of the RON cash pooling account in September 2021 was RON 990,890,974 and the net interest income this month was RON 2,784,704</p> <p>The value of the average balance* of the USD cash pooling account in September 2021 was - USD 26,032,847 and the net interest expense was - USD 56,431</p> <p>The value of the average balance* of the EUR cash pooling account in September 2021 was - EUR 42,130 and the net interest expense was - EUR 67.83</p>	NA	For the Loan/ Credit: daily depending on the payment needs or maturity date (one year from the signing date which is the contract termination date) for the existing balance

(*) The average balance was calculated based on daily balances, which in some days had the nature of claim, and in others - the nature of debt.


**rompetrol**E.ON Energy
International
Group Member

Company Name	Nature of relationship with the Issuer	Related party Name	Nature of relationship with the Issuer	Transaction Name	Currency	Balances as of 30.06.2021	
						Receivables	Liabilities
Rompetrol Downstream S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliate	Cash pooling	RON	831,838,395	157,907
				Cash pooling	USD	19,507,395	42,981,196
				Cash pooling	EUR		42,178

Abbreviations:

NA - not applicable

General Manager of Rompetrol Rafinare S.A.
Felix CRUDU-TESTOVEANU

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Financial Manager of Rompetrol Rafinare S.A.
Ramona-Georgiana GĂLĂȚEANU

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Annex 3 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded between Rompetrol Gas SRL (RGS) - the subsidiary of Rompetrol Rafinare S.A. (RRC) and KMG ROMPETROL S.R.L. (KMGR) - affiliated with the RRC

No.	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6
RGS: as Participant Company (Member of the cash pooling System)					
KMGR: as Coordinating Company					
1	Loan agreement from 25.08.2014	Running of Available Funds Optimization System of the companies within the Rompetrol Group (Cash pooling)	<p>The value of the average balance* of the RON cash pooling account in August 2021 was RON 217,086,947.10 and the net interest income this month was RON 611,447.20</p> <p>The value of the average balance* of the USD cash pooling account in August 2021 was - USD 30,903,497.22 and the net interest expense was - USD 68,512.54</p>	NA	For the Loan/ Credit: daily depending on the payment needs or maturity date (one year from the signing date which is the contract termination date) for the existing balance
2	Loan agreement from 25.08.2014	Running of Available Funds Optimization System of the companies within the Rompetrol Group (Cash pooling)	<p>The value of the average balance* of the RON cash pooling account in September 2021 was RON 240,264,184.06 and the net interest income this month was RON 642,313.94</p> <p>The value of the average balance* of the USD cash pooling account in September 2021 was - USD 36,466,463.51 and the net interest expense was - USD 77,749.10</p>	NA	For the Loan/ Credit: daily depending on the payment needs or maturity date (one year from the signing date which is the contract termination date) for the existing balance

(*) The average balance was calculated based on daily balances, which in some days had the nature of claim, and in others - the nature of debt.

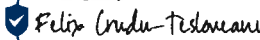
**rompetrol**KazMunayGas
International
Group Member

Company Name	Nature of relationship with the Issuer	Related party Name	Nature of relationship with the Issuer	Transaction Name	Currency	Balances as of 30.06.2021	
						Receivables	Liabilities
Rompetrol Gas S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliate	Cash pooling	RON	223,137,734.87	
				Cash pooling-interest	RON	547,644.07	
				Cash pooling	USD		24,384,537.38
				Cash pooling-interest	USD		52,291.86

Abbreviations:

NA - not applicable

General Manager of Rompetrol Rafinare S.A.
Felix CRUDU-TESTOVEANU

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Financial Manager of Rompetrol Rafinare S.A.
Ramona-Georgiana GĂLĂȚEANU

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Annex 4 - transactions with affiliated parties according to art. 108 para. (13) of Law 24/2017, republished, concluded by Rompetrol Rafinare S.A. (Issuer)


No.	Name of the Affiliate party	Nature of the relationship with the Affiliate	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6	7	8
Transactions of ROMPETROL RAFINARE S.A. (Issuer) as Beneficiary							
1	KazMunayGas Trading AG	Affiliate	09448-RAFINARE-2021-09/23.08.2021; RR 3/23.08.1021	Purchase of raw materials	USD 16,132,585	NA	25 days after final price is known
2	KazMunayGas Trading AG	Affiliate	09452-Rompetrol Rafinare-2021-09 dated 31.08.2021; RR 3/31.08.2021	Purchase of raw materials	USD 6,256,152	NA	latest 25 calendar days after COD/ NOR date

Abbreviations:

NA - not applicable
NOR – Notice of readiness

Company		Parte afiliata		Currency	Balances as of 30.06.2021	
Name	Nature of relationship	Name	Nature of relationship		Receivables	Liabilities
Rompetrol Rafinare S.A.	Emitent	KazMunayGas Trading AG	Afiat	USD	48,794,869.25	632,675,284.78
				EURO	145,638.00	

General Manager of Rompetrol Rafinare S.A.
Felix CRUDU-TESLOVEANU

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Financial Manager of Rompetrol Rafinare S.A.
Ramona-Georgiana GĂLĂȚEANU

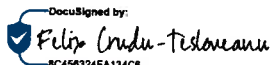
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Annex 5 – transactions according to art.108 paragraph (12) of Law 24/2017, republished, concluded between the subsidiaries of Rompetrol Rafinare S.A. (Issuer) namely: between Rompetrol Downstream S.R.L. and Rompetrol Gas S.R.L.

No.	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6
Rompetrol GAS SRL (Subsidiy of RRC) : as Seller Rompetrol Downstream SRL (Subsidiy of RRC): as Buyer					
1	Agreement of Autogas delivery in Buyer Skid	Sale and delivery of fuel (for period January 1 st , 2021 – September 30 th , 2021)	RON 71,508,002		30 days from the date of invoicing

General Manager of Rompetrol Rafinare S.A.
 Felix CRUDU-TEȘLOVEANU

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 Felix Crudu-Tesloveanu

Financial Manager of Rompetrol Rafinare S.A.
 Ramona-Georgiana GĂLĂȚEANU

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 Ramona Galatanu