



**Results of the vote for Resolution no. 8/2021
adopted within
the Extraordinary General Meeting of Shareholders
of Rompetrol Rafinare S.A.
dated November 5th, 2021**

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 Extraordinary General Meeting of Shareholders (hereinafter referred to as the "EGMS") 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 November 5th, 2021, 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 EGMS

Share capital: Lei 4,410,920,572.6

Nominal value per share: Lei 0.10

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: 43,813,589,698

Reference date: October 26th, 2021

Registration date: December 7th, 2021

Ex-Date: December 6th, 2021

B) Results of the votes in the EGMS held on November 5th, 2021.

1. For item no. 1a) on the agenda of the EGMS regarding:

„Approval of the amendment and updating of the Articles of Incorporation of the Company, as follows:



Point 1.1 of Article 1 called "Shareholders" will be amended to reflect the new shareholdings of significant shareholders of the Company as a result of the reduction of the share capital of the Company in accordance with the approvals of EGMS Resolution no. 7/2021 as of August 6, 2021 published in the Official Gazette of Romania, Part IV, no. 3654 as of September 3, 2021, and will have the following contents:

„Art.1. Shareholders

1.1. The Shareholders of the Company are:

A. Significant Shareholders:

1) KMG International N.V. holds 12,778,577,732 shares, fully paid, amounting to 1,277,857,773.20 RON, representing 48.1136% of the share capital;

2) The Romanian State represented by the Ministry of Energy holds 11,870,877,580 shares, shares, fully paid, amounting to 1,187,087,758 RON, representing 44.6959% of the share capital.

B. Shareholders, each holding less than 10% of the share capital, holding together a number of 1,909,750,414 shares, fully paid, amounting to RON 190,975,041.40, representing 7.1905% of the share capital."

the following results were recorded:

		Votes:			
For		Against		Abstention	
43,813,589,698		0		0	
Percentage of the share capital	Percentage of the votes held by the shareholders present or represented	Percentage of the share capital	Percentage of the votes held by the shareholders present or represented	Percentage of the share capital	Percentage of the votes held by the shareholders present or represented
99.3298%	100%	0%	0%	0%	0%
Quorum: 43,813,589,698					
Total votes held by the shareholders present or represented: 43,813,589,698					
Total annulled votes: 0					



For item no. 1b) on the agenda of the EGMS regarding:

„Approval of the amendment and updating of the Articles of Incorporation of the Company, as follows:

Points 6.1 and 6.2 of article 6 called “Share capital” will be amended to reflect the new values of the Company's share capital in accordance with the approvals to reduce the share capital of the Company according to EGMS Resolution no. 7/2021 as of August 6, 2021 published in the Official Gazette of Romania, Part IV, no. 3654 as of September 3, 2021, and will have the following contents:

“Art. 6. Share capital

6.1. *The share capital of the company, fully subscribed and fully paid, is **RON 2,655,920,572.60**, of which RON 1,430,099,335.48 in-kind contribution and RON 1,225,821,237.12 cash contribution.*

6.2. *The share capital is represented by 26,559,205,726 registered shares, issued in dematerialized form, fully covered, each share having a nominal value of 0.1 RON.”,*

the following results were recorded:

Votes:					
For		Against		Abstention	
43,813,589,698		0		0	
Percentage of the share capital	Percentage of the votes held by the shareholders present or represented	Percentage of the share capital	Percentage of the votes held by the shareholders present or represented	Percentage of the share capital	Percentage of the votes held by the shareholders present or represented
99.3298%	100%	0%	0%	0%	0%
Quorum: 43,813,589,698					
Total votes held by the shareholders present or represented: 43,813,589,698					
Total annulled votes: 0					



For item no. 1c) on the agenda of the EGMS regarding:

„Approval of the amendment and updating of the Articles of Incorporation of the Company, as follows:

Point 11.2 of article 11 “Duties” within Chapter IV “General Meeting” is amended by introducing a new attribution of the Ordinary General Meeting of Shareholders regarding the approval of the Remuneration Policy for directors and executive managers:

Art. 11.2 – new letter: „i) approves the Remuneration Policy for directors and executive managers”.”,

the following results were recorded:

For		Votes:		Abstention	
		Against			
43,813,589,698		0		0	
Percentage of the share capital	Percentage of the votes held by the shareholders present or represented	Percentage of the share capital	Percentage of the votes held by the shareholders present or represented	Percentage of the share capital	Percentage of the votes held by the shareholders present or represented
99.3298%	100%	0%	0%	0%	0%
Quorum: 43,813,589,698					
Total votes held by the shareholders present or represented: 43,813,589,698					
Total annulled votes: 0					

2. For item no. 2(i) on the agenda of the EGMS regarding:

“Approval of the date of December 7, 2021 as the Registration Date, according to art. 87 para. (1) of Law no. 24/2017, republished”,

the following results were recorded:



Votes:					
For		Against		Abstention	
43,813,589,698		0		0	
Percentage of the share capital	Percentage of the votes held by the shareholders present or represented	Percentage of the share capital	Percentage of the votes held by the shareholders present or represented	Percentage of the share capital	Percentage of the votes held by the shareholders present or represented
99.3298%	100%	0%	0%	0%	0%
Quorum: 43,813,589,698					
Total votes held by the shareholders present or represented: 43,813,589,698					
Total annulled votes: 0					

For item no. 2(ii) on the agenda of the EGMS regarding:

"Approval of the date of December 6, 2021 as the "Ex Date", according to art. 2 para. 2 lit. 1 of FSA Regulation no. 5/2018"

the following results were recorded:

Votes:					
For		Against		Abstention	
43,813,589,698		0		0	
Percentage of the share capital	Percentage of the votes held by the shareholders present or represented	Percentage of the share capital	Percentage of the votes held by the shareholders present or represented	Percentage of the share capital	Percentage of the votes held by the shareholders present or represented
99.3298%	100%	0%	0%	0%	0%
Quorum: 43,813,589,698					
Total votes held by the shareholders present or represented: 43,813,589,698					
Total annulled votes: 0					

3. For item no. 3 on the agenda of the EGMS regarding:

"Authorization of Mr. Yedil Utekov, Chairman of the Board of Directors, to conclude and / or sign on behalf of the Company and / or the Company's shareholders the



resolution to be adopted by the present EGMS, including the updated Articles of Incorporation of the Company, and **Mr. Felix Crudu-Tesloveanu, General Manager of the Company**, to sign any and all documents, applications, forms and requests adopted / prepared for the purpose or for the execution of the resolutions of the present Extraordinary General Meeting of Shareholders in relation to any natural or legal person, private or public and to carry out all legal formalities for the implementation, registration, publicity, enforceability, enforcement and publication of adopted resolutions, both having the possibility to sub-mandate third parties."

the following results were recorded:

Votes:					
For		Against		Abstention	
43,813,589,698		0		0	
Percentage of the share capital	Percentage of the votes held by the shareholders present or represented	Percentage of the share capital	Percentage of the votes held by the shareholders present or represented	Percentage of the share capital	Percentage of the votes held by the shareholders present or represented
99.3298%	100%	0%	0%	0%	0%
Quorum: 43,813,589,698					
Total votes held by the shareholders present or represented: 43,813,589,698					
Total annulled votes: 0					

Secretary of the Meeting: Carmen-Daniela CHIȚU