



**Results of the votes for the Resolutions no. 4/2023 and no. 5/2023  
adopted within  
the Extraordinary General Meeting of Shareholders of Rompetrol Rafinare S.A.  
dated April 27<sup>th</sup>, 2023**

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 April 27<sup>th</sup>, 2023, at 01:00 p.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 2,655,920,572.60

**Nominal value per share:** Lei 0.10

**Total number of shares issued by the Company:** 26,559,205,726 registered shares

**Shares with voting right:** 26,559,205,726

**Total number of voting rights:** 26,559,205,726

Suspended voting right shares: 0

**Total number of voting rights cast:** 26,391,656,980

**Reference date:** April 18<sup>th</sup>, 2023

**Registration date:** May 16<sup>th</sup>, 2023

**Ex-Date:** May 15<sup>th</sup>, 2023

**B) Results of the votes in the EGMS held on April 27<sup>th</sup>, 2023.**

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

**„Approval of the amendment of the Articles of Incorporation of the Company as per the proposal below, while the remaining provisions of the Articles of Incorporation remain unchanged:**

*Amendment of Article 15 "Responsibilities", item 15.1. (g) of Chapter V entitled "Company management (one-tier governance system)". Board of Directors" of the Articles of Incorporation of the Company as follows:*



**“15.1.** The Board of Directors has the following main responsibilities:

... g) except for the legal documents for whose adoption/ conclusion the approval of the General Meeting of Shareholders is necessary, according to the imperative provisions of the law, approving the adoption/conclusion on behalf of the Company of the legal documents whose object exceeds the value of:

(i) USD **50,000,000** as regards the legal documents having as object the purchase of crude oil, respectively the sale of the following products: Gasoline, Diesel, Jet A1, and Liquefied Petroleum Gas.

(ii) USD **20,000,000** as regards the legal documents having another object than the purchase of crude oil, respectively, the sale of the products referred to in (i) above, including the approval of participation in the formation of companies or an increase in their share capital with a contribution exceeding this value limit”.

**the following results were recorded:**

Point 1.a)	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of votes held by the present or the valid represented shareholders	No. shares	% of the total number of voting rights	% of the total number of votes held by the present or the valid represented shareholders
	26,391,656,980	99.3692	100	0	0	0
Total votes held by the present or represented shareholders	26,391,656,980					
Mentions "Abstention"	0					
Annulled votes	0					

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

**„Approval of the update of the Articles of Incorporation of the Company** following the approval of the previous sub-topic on the agenda”,

**the following results were recorded:**



Point 1.b)	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of votes held by the present or the valid represented shareholders	No. shares	% of the total number of voting rights	% of the total number of votes held by the present or the valid represented shareholders
	26,391,656,980	99.3692	100	0	0	0
Total votes held by the present or represented shareholders	26,391,656,980					
Mentions "Abstention"		0				
Annulled votes		0				

**1'. For item no. 1' on the agenda of the EGMS regarding:**

**„Ratification of the conclusion of Addendum no. 3 to the Framework Agreement for the sale - purchase of crude oil no. 09046/2021, in order to approve the content, form, terms and conditions provided in this Addendum concluded between Rompetrol Rafinare S.A., buyer, and KazMunayGas Trading A.G., seller, considering the supporting materials related to this point, documents that were made available shareholders within the legal term”,**

**the following results were recorded:**

Point 1'.	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of votes held by the present or the valid represented shareholders	No. shares	% of the total number of voting rights	% of the total number of votes held by the present or the valid represented shareholders
	14,520,779,400	54.6732	55.0203	0	0	0
Total votes held by the present or represented shareholders	26,391,656,980					
Mentions "Abstention"	11,870,877,580					
Annulled votes		0				



**2. For item no. 2 on the agenda of the EGMS regarding:**

**“Approval of the date of (i) May 16, 2023, as Record Date, according to Article 87 (1) of Law No. 24/2017; and (ii) May 15, 2023, as Ex-Date, the date from which the financial instruments are traded without the rights arising from the RRC’ EGMS, according to Article 2 (2) item I) of Regulation No. 5/2018”**

**the following results were recorded:**

Point 2(i)	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of votes held by the present or the valid represented shareholders	No. shares	% of the total number of voting rights	% of the total number of votes held by the present or the valid represented shareholders
	26,391,656,980	99.3692	100	0	0	0
Total votes held by the present or represented shareholders	26,391,656,980					
Mentions "Abstention"		0				
Annulled votes		0				

And

Point 2(ii)	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of votes held by the present or the valid represented shareholders	No. shares	% of the total number of voting rights	% of the total number of votes held by the present or the valid represented shareholders
	26,391,656,980	99.3692	100	0	0	0
Total votes held by the present or represented shareholders	26,391,656,980					
Mentions "Abstention"		0				
Annulled votes		0				


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

**“Granting power of attorney to Mr. Felix Crudu-Tesloveanu, Member of the Board of Directors and General Manager of the Company, to conclude and/ or sign on behalf of the Company and/ or the shareholders of the Company the decisions to be adopted by this EGMS, including the signing of the updated Articles of Incorporation of the Company, as well as to carry out all legal formalities for registration, announcement, enforceability, execution, and publication of the adopted decisions, with the possibility of sub-mandating third parties”**,

**the following results were recorded:**

Point 3	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of votes held by the present or the valid represented shareholders	No. shares	% of the total number of voting rights	% of the total number of votes held by the present or the valid represented shareholders
	26,391,656,980	99.3692	100	0	0	0
Total votes held by the present or represented shareholders	26,391,656,980					
Mentions "Abstention"	0					
Annulled votes	0					

Secretary of the Meeting: Carmen-Daniela CHIȚU

DocuSigned by:  
  
 933F16A6C3304E2...