



**Results of the votes for the Resolutions no. 1/2023 – no. 3/2023  
adopted within  
the Ordinary 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 Ordinary General Meeting of Shareholders (hereinafter referred to as the "OGMS") 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 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 OGMS**

**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:** 26,392,861,227

**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 OGMS held on April 27<sup>th</sup>, 2023.**

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

**„Approval of the Individual Annual Financial Statements of Rompetrol Rafinare SA as of and for the year ended December 31, 2022, 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 2022 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 31<sup>st</sup>, 2022",

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 voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,381,336,852	99.330293	99.995435	1,204,247	0.004534	0.004565
Total number of voting cast	26,382,541,099					
Mentions "Abstention"	10,320,128					
Annulled votes	0					

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

**“Approval of the Consolidated Annual Financial Statements of Rompetrol Rafinare on and for the financial year ended on December 31<sup>st</sup>, 2022** (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 2022 and of the Independent Financial Auditor's Report on the Annual Consolidated Financial Statements on and for the financial year ended on December 31<sup>st</sup>, 2022”

the following results were recorded:

Point 2	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,381,336,852	99.330293	99.995435	1,204,247	0.004534	0.004565
Total number of voting cast	26,382,541,099					
Mentions "Abstention"	10,320,128					
Annulled votes	0					



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

**“Approval of the proposal of the Board of Directors of Rompetrol Rafinare S.A. regarding the distribution of the net profit for the fiscal year 2022, in the amount of RON 666,277,159, as follows: 62,195,597 RON to be allocated to the legal reserve and 604,081,562 RON to cover losses carried forward from previous years, as provided for in the note presented to shareholders”**

**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 voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,391,656,980	99.36915	99.995437	1,204,247	0.004534	0.004563
Total number of voting cast	26,392,861,227					
Mentions "Abstention"	0					
Annulled votes	0					

**4. For item no. 4 on the agenda of the OGMS regarding:**

**“Approval of the discharge of all directors of the Company for their activities carried out in the fiscal year 2022, based on the reports submitted”**

**the following results were recorded:**

Point 4	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,381,336,852	99.330293	99.995435	1,204,247	0.004534	0.004565
Total number of voting cast	26,382,541,099					
Mentions "Abstention"	10,320,128					
Annulled votes	0					



**5.1. For item no. 5.1. on the agenda of the OGMS regarding:**

**“Approval of the Income and Expenditure Budget for 2023”**

**the following results were recorded:**

Point 5.1.	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,381,336,852	99.330293	99.995435	1,204,247	0.004534	0.004565
Total number of voting cast	26,382,541,099					
Mentions "Abstention"	10,320,128					
Annulled votes	0					

**5.2. For item no. 5.2. on the agenda of the OGMS regarding:**

**“Approval of the Company's Production program for 2023”**

**the following results were recorded:**

Point 5.2.	Votes „For”			Votes „Against”		
	No. Shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,391,656,980	99.36915	99.995437	1,204,247	0.004534	0.004563
Total number of voting cast	26,392,861,227					
Mentions "Abstention"	0					
Annulled votes	0					



**5.3. For item no. 5.3. on the agenda of the OGMS regarding:**

**“Approval of the Investment Budget for 2023”**

the following results were recorded:

Point 5.3.	Votes „For”			Votes „Against”		
	No. Shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,391,656,980	99.36915	99.995437	1,204,247	0.004534	0.004563
Total number of voting cast	26,392,861,227					
Mentions "Abstention"	0					
Annulled votes	0					

**6. For item no. 6. on the agenda of the OGMS regarding:**

**“Revocation** of Mr. Yedil Utekov as a member of the Board of Directors of Rompetrol Rafinare S.A. as a result of his resignation as a director starting May 1, 2023 (the last day of his term of office being April 30, 2023)”

the following results were recorded:

Point 6	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,381,336,852	99.330293	99.995435	1,204,247	0.004534	0.004565
Total number of voting cast	26,382,541,099					
Mentions "Abstention"	10,320,128					
Annulled votes	0					



**7. For item no. 7. on the agenda of the OGMS regarding:**

**“Revocation of Mr. Askar Abilov as a member of the Board of Directors of Rompetrol Rafinare S.A. as a result of his resignation as a director starting May 1, 2023 (the last day of his term of office being April 30, 2023)”**

**the following results were recorded:**

Point 7	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,381,336,852	99.330293	99.995435	1,204,247	0.004534	0.004565
Total number of voting cast	26,382,541,099					
Mentions "Abstention"	10,320,128					
Annulled votes	0					

**8. For item no. 8. on the agenda of the OGMS regarding:**

**“Approval of the election of new members of the Board of Directors of Rompetrol Rafinare S.A., namely Mr. Batyrzhan Tergeussizov and Mr. Adrian Tohänean, for a term of office starting from May 1, 2023, and which will expire on April 30, 2026 (the date of expiry of the term of office of the current members of the Board of Directors)”**

**the following results were recorded:**

Point 8	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,381,336,852	99.330293	99.995435	1,204,247	0.004534	0.004565
Total number of voting cast	26,382,541,099					
Mentions "Abstention"	10,320,128					
Annulled votes	0					



**9. For item no. 9. on the agenda of the OGMS regarding:**

**“Approval of the of the amended version of the Remuneration Policy of the Company, in the form attached to the Note related to this item on the agenda, which was made available to the shareholders in accordance with the law; the amended Policy will enter into force from the date of its approval by the Ordinary General Meeting Shareholders”**

**the following results were recorded:**

Point 9	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,391,656,980	99.36915	99.995437	1,204,247	0.004534	0.004563
Total number of voting cast	26,392,861,227					
Mentions "Abstention"	0					
Annulled votes	0					

**10.a. For item no. 10.a) on the agenda of the OGMS regarding:**

**“Approval of the gross monthly remuneration respectively of the net monthly remuneration of the members of the Board of Directors for the financial year 2023”**

**the following results were recorded:**

Point 10a	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,391,656,980	99.36915	99.995437	1,204,247	0.004534	0.004563
Total number of voting cast	26,392,861,227					
Mentions "Abstention"	0					
Annulled votes	0					



**10.b. For item no. 10.b) on the agenda of the OGMS regarding:**

**“Approval of the gross monthly remuneration respectively of the net monthly remuneration of the members of the Audit Committee for the financial year 2023”**

**the following results were recorded:**

Point 10b	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,391,526,880	99.36866	99.994944	1,334,347	0.005024	0.005056
Total number of voting cast	26,392,861,227					
Mentions "Abstention"	0					
Annulled votes	0					

**10.c. For item no. 10.c) on the agenda of the OGMS regarding:**

**“Approval of the gross monthly remuneration respectively of the net monthly remuneration of the members of the Strategy Committee for the financial year 2023”**

**the following results were recorded:**

Point 10c	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,391,526,880	99.36866	99.994944	1,334,347	0.005024	0.005056
Total number of voting cast	26,392,861,227					
Mentions "Abstention"	0					
Annulled votes	0					





**10<sup>1</sup>. For item no. 10<sup>1</sup>, on the agenda of the OGMS regarding:**

**“Approval of the gross monthly remuneration of members of the Board of Directors for the financial year 2023, as well as the establishment 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”**

**the following results were recorded:**

Point 10 <sup>1</sup>	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,391,526,880	99.36866	99.994944	1,334,347	0.005024	0.005056
Total number of voting cast	26,392,861,227					
Mentions "Abstention"	0					
Annulled votes	0					

**11. For item no. 11 on the agenda of the OGMS regarding:**

**“Approval of the the Remuneration report of the management structure related to the financial year 2022, according to the provisions of art. 107 paragraph (6) of Law no. 24/2017 on issuers of financial instruments and market operations”**

**the following results were recorded:**

Point 11	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,391,656,980	99.36915	99.995437	1,204,247	0.004534	0.004563
Total number of voting cast	26,392,861,227					
Mentions "Abstention"	0					
Annulled votes	0					



**12. For item no. 12 on the agenda of the OGMS 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’ OGMS, according to Article 2 (2) item I) of Regulation No. 5/2018”**

**the following results were recorded:**

Point 12(i)	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,391,656,980	99.36915	99.995437	1,204,247	0.004534	0.004563
Total number of voting cast	26,392,861,227					
Mentions "Abstention"	0					
Annulled votes	0					

and

Point 12(ii)	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,391,656,980	99.36915	99.995437	1,204,247	0.004534	0.004563
Total number of voting cast	26,392,861,227					
Mentions "Abstention"	0					
Annulled votes	0					

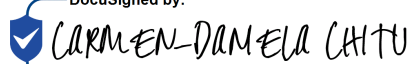
**13. For item no. 13 on the agenda of the OGMS regarding:**

**“Granting power of attorney to Mr. Felix Crudu-Tesloveanu, as a member of the Board of Directors and General Manager, to conclude and/ or sign on behalf of the Company and/ or the shareholders of the Company the decisions to be adopted by this OGMS and 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 13	Votes „For”			Votes „Against”		
	No. shares	% of the total number of voting rights	% of the total number of voting cast	No. shares	% of the total number of voting rights	% of the total number of voting rights
	26,391,656,980	99.36915	99.995437	1,204,247	0.004534	0.004563
Total number of voting cast	26,392,861,227					
Mentions "Abstention"	0					
Annulled votes	0					

Secretary of the Meeting: Carmen-Daniela CHIȚU

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