

ROMPETROL RAFINARE S.A.	
INTRARE	Nr. <u>4603</u>
IESIRE	
Zi <u>11</u>	Luna <u>09</u> An <u>2023</u>

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: 11.09.2023

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: 2,655,920,572.60 LEI

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 S.R.L. (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 S.R.L. (RGS) - the subsidiary of Rompetrol Rafinare S.A. (RRC) and KMG ROMPETROL S.R.L. (KMGR) - affiliated with the RRC

General Manager
Felix CRUDU-TESLOVEANU

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Financial Manager
Ramona-Georgiana GĂLĂȚEANU

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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 in May 2023 – June 2023							
1	KazMunayGas Trading A.G.	Affiliated	Contract 10347-Rafinare-2023-06/09.06.2023; RR 1/09.06.2023	Raw material acquisition	USD 7,553,552	NA	Payment to be made by TT no later than 10 days after B/L (date considered as day 0)
2	ROMPETROL ENERGY S.A.	Affiliated	Notification no. 5/31.05.2023 to the Contract no. RR 3 /13.01.2022; Addendum no.2/29.12.2022	Thermal energy price change	Contract value estimated for 2023 is 468,030,171 Lei* as per actual 115,631,705 Lei January- May 2023 included CO2 certificates cost and 352,398,465 lei estimated for 7 months as per Budget quantities and prices	NA	Payment term 30 days from the invoice issuing
3	ROMPETROL ENERGY S.A.	Affiliated	Notification no. 6/30.06.2023 to the Contract no. RR 3 /13.01.2022; Addendum no.2/29.12.2022	Thermal energy price change	Contract value estimated for 2023 is 474,646,153 Lei* as per actual 141,541,428 Lei January- June 2023 included CO2 certificates cost and 333,104,725 lei estimated for 6 months as per Budget quantities and prices	NA	Payment term 30 days from the invoice issuing
4	ROMINSERV S.R.L.	Affiliated	7 orders submitted in May - June 2023 based on Contract RR 4/27.02.2019 and	Contractor	848,160 USD (fara TVA)	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	Payment within 30 calendar 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
			Addendum no. 1 from 19.09.2019			<p>design and execution rules in force at the date of its construction), warranty will last for:</p> <p>-12 (twelve) calendar months, starting with the date of preparation of the MINUTES OF RECEIPT AT THE END OF THE WORKS;</p> <p>-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 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.</p> <p>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>	
5	KazMunayGas Trading AG	Affiliated	FINANCIAL SERVICES CONTRACT – EUA Allowance 28.01.2021	May 2023 Hedging (physical buying)	-€ 3.625.324	NA	5 working days from the issue date of the respective Debit/Credit note, 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
6	KazMunayGas Trading AG	Affiliated	FINANCIAL SERVICES CONTRACT – EUA Allowance 28.01.2021	May 2023 Hedging (physical buying)	-€ 17.980.788	NA	5 working days from the issue date of the respective Debit/Credit note, the payment should be done through electronic transfer
Transactions of ROMPETROL RAFINARE S.A. (Issuer) as Supplier - May 2023 - June 2023							
1	ROMPETROL ENERGY S.A.	Affiliated	Notification 5/2023 to the Contract no. RR 1 /28.01.2013	Refinery gas price change	2023 estimation contract value is 136,901,506 Lei/year* as per actual for 5 months 55,391,296 Lei and 81,510,210 Lei* estimated for 7 months as per Budget 2023 quantities and price	NA	Payment term 10 calendar days after invoice issuing
2	ROMPETROL ENERGY S.A.	Affiliated	Notification 6/2023 to the Contract no. RR 1 /28.01.2013	Refinery gas price change	2023 estimation contract value is 134,471,455 Lei/year* as per actual for 6 months 65,405,680 Lei and 69,065,775 Lei* estimated for 6 months as per Budget 2023 quantities and price	NA	Payment term 10 calendar days after invoice issuing
Other transactions concluded by Rompetrol Rafinare S.A. (Issuer) - May 2023 - June 2023							
1	KMG ROMPETROL SRL - as Coordinating Company	Affiliate	Loan agreement registered under no. 3 from 04.08.2014	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 May 2023 was - RON 1,363,687,291.76 and the net interest expense this month was - RON 9,504,384.19.</p> <p>The value of the average balance** of the USD cash pooling account in May 2023 was USD 72,513,423.78 and the net interest income was USD 469,418.89.</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

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
					The value of the average balance** of the EUR cash pooling account in May 2023 was EUR 16,157,915.89 and the net interest income was EUR 73,719.88.		
2	KMG ROMPETROL SRL - as Coordinating Company	Affiliate	Loan agreement registered under no. 3 from 04.08.2014	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 June 2023 was - RON 1,508,551,647.88 and the net interest expense this month was - RON 10,241,453.80.</p> <p>The value of the average balance** of the USD cash pooling account in June 2023 was USD 96,899,499.76 and the net interest income was USD 590,119.33.</p> <p>The value of the average balance** of the EUR cash pooling account in June 2023 was EUR 13,236,479.74 and the net interest income was EUR 62,478.72.</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

(*) Contracts/addendums with an estimated value (the final value is not known at the reporting time or the contract/add is applied for the subsequent period)

(**) 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

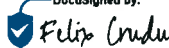
Company Name	Nature of relationship	Related party Name	Nature of relationship	Currency	Balances as of 31,12,2022		Balances as of 31,03,2023	
					Receivables	Liabilities	Receivables	Liabilities
Rompétrol Rafinare S.A.	Emitent	KazMunayGas Trading AG	Affiliated	USD	37,068,705	574,657,253	23,797,141	647,865,823
				EURO	12,843,370	4,362,760	17,696,006	13,179,600
Rompétrol Rafinare S.A.	Emitent	ROMPETROL ENERGY S.A.	Affiliated	RON	87,258,432	30,529,883	80,840,120	27,561,520
Rompétrol Rafinare S.A.	Emitent	ROMINSERV SRL	Affiliated	RON	15,859,443	86,404,563	17,010,263	50,758,654
Rompétrol Rafinare S.A.	Emitent	KMG ROMPETROL S.R.L.	Affiliated	RON	5,405,371	1,715,506,750	2,344,806	1,400,856,854
				USD	60,681,709		101,629,914	
				EURO	22,549,390		15,100,834	

Abbreviations:

NA - not applicable

MOP – Monthly Operational Plan
B/L – Bill of Landing
TT - Telegraphic Transfer

General Manager
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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 May 2023 was RON 962,714,488 and the net interest income this month was RON 4,538,449</p> <p>The value of the average balance* of the USD cash pooling account in May 2023 was - USD 78,432,518 and the net interest expense was - USD 628,648</p> <p>The value of the average balance* of the EURO cash pooling account in May 2023 was - EURO 42,510 and the net interest expense was - EURO 203</p>	NA	For loan / credit / deposit: daily depending on receipts / payments or on the due date (one year from the date of signing which is also the date of termination of the contract) 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 JUNE 2023 was RON 995,558,655 and the net interest income this month was RON 5,617,898</p> <p>The value of the average balance* of the USD cash pooling account in JUNE 2023 was - USD 76,970,588 and the net interest expense was - USD 624,118</p> <p>The value of the average balance* of the EURO cash pooling account in JUNE 2023 was - EURO 42,510 and the net interest expense was - EURO 202</p>	NA	For loan / credit / deposit: daily depending on receipts / payments or on the due date (one year from the date of signing which is also the date of termination of the contract) 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

Abbreviations:

NA - not applicable

Company Name	Nature of relationship with the Issuer	Related party Name	Nature of relationship with the Issuer	Tranzaction Name	Currency	Balances as of 31,12,2022		Balances as of 31,03,2023	
						Receivables	Liabilities	Receivables	Liabilities
Rompetrol Downstream S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliated	Cash pooling	RON	1,012,036,777	4,714,457	757,908,676.46	4,988,037.74
				Cash pooling	USD	10,021,550	142,656,327	50,321,550.29	146,641,874.51
				Cash pooling	EURO		42,598		42,713.98

General Manager of Rompetrol Rafinare S.A.
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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)	The value of the average balance* of the RON cash pooling account in May 2023 was RON 336,948,340.19 and the net interest income this month was 2,303,423.48 RON The value of the average balance* of the USD cash pooling account in May 2023 was - USD 33,348,613.02 and the net interest expense was - USD 215,598.93	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)	The value of the average balance* of the RON cash pooling account in June 2023 was RON 331,454,893.55 and the net interest income this month was 2,195,874.88 RON The value of the average balance* of the USD cash pooling account in June 2023 was - USD 31,890,598.08 and the net interest expense was - USD 201,370.21	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**KazMinerajGas
International
Group Member

Company Denumire	Nature of relationship with the Issuer	Related party Denumire	Nature of relationship with the Issuer	Tranzaction Name	Currency	Balances as of 31,12,2022		Balances as of 31,03,2023	
						Receivables	Liabilities	Receivables	Liabilities
Rompetrol Gas S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliate	Cash pooling	RON	342,950,944.86		349,307,978.24	
				Cash pooling- interest	RON	2,167,707.46		2,326,847.46	
				Cash pooling	USD		31,053,236.77		33,403,813.66
				Cash pooling- interest	USD		171,659.58		220,591.10

Abbreviations:

NA - not applicable

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