

**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: June 27th, 2024

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

Rompetrol 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
Florian-Daniel POP**

**Financial Manager
Alexandru STAVARACHE**

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 during April 2024 – May 2024							
1	KazMunayGas Trading AG	Affiliated	Contract 10684-RAFINARE-2024-05/22.04.2024	Raw material acquisition	USD 40,581,020	N/A	Payment to be made by TT at 12 working days after the final price is known.
2	ROMPETROL ENERGY SA	Affiliated	Notification no. 4/30.04.2024 to the Contract no.RR 3 /13.01.2022/Addendum no.3/05.01.2024	Thermal energy price change	Contract value estimated for 2024 is 286,409,033 Lei* as per actual 67,157,882 Lei January - March 2023 included CO2 certificates cost and 219,251,150 lei estimated for 9 months as per Production Plan quantities and prices	N/A	Payment term 30 days from the invoice issuing
3	ROMPETROL ENERGY SA	Affiliated	Notification no. 5/31.05.2024 to the Contract no.RR 3 /13.01.2022/Addendum no.3/05.01.2024	Thermal energy price change	Contract value estimated for 2024 is 254,511,355 Lei* as per actual 63,750,218 Lei January - April 2023 included CO2 certificates cost and 190,761,137 lei estimated for 9 months as per Production Plan quantities and prices	N/A	Payment term 30 days from the invoice issuing
4	ROMINSERV S.R.L.	Affiliated	13 orders submitted in April and May 2024 based on Contract RR 4/27.02.2019 and Addendum no.1 from 19.09.2019	Contractor	6,225,508 USD (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	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
						<p>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>	
5	KazMunayGas Trading AG	Affiliated	FINANCIAL SERVICES CONTRACT – Crude, Alternative Feedstock and Oil Products (RR3/29.12.2021)	April 2024 hedging	- USD 256,597	NA	5 working days from receiving the invoice, the payment should be done through electronic transfer
6	KazMunayGas Trading AG	Affiliated	FINANCIAL SERVICES CONTRACT – Crude, Alternative Feedstock and Oil Products (RR3/29.12.2021)	May 2024 hedging	USD 5,141,446	NA	5 working days from receiving the invoice, the payment should be done through electronic transfer
7	KazMunayGas Trading AG	Affiliated	FINANCIAL SERVICES CONTRACT – Refinery Margin and Base Operating Stock CTR (RR4/29.12.2021)	May 2024 hedging	USD 1,710,408	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
Transactions of ROMPETROL RAFINARE S.A. (Issuer) as Supplier during April 2024 - May 2024							
1	ROMPETROL ENERGY SA	Affiliate	Notification 4/2024 to the Contract no .RR 1 /28.01.2013	Refinery gas price change	2024 estimation contract value is 70.280.798 Lei/year* as per actual for 4 months 26.108.582 Lei and 44.172.216 Lei estimated for 8 months as per Production Plan quantities and price	N/A	Payment term 10 calendar days after invoice issuing
2	ROMPETROL ENERGY SA	Affiliate	Notification 5/2024 to the Contract no .RR 1 /28.01.2013	Refinery gas price change	2024 estimation contract value is 67.328.467 Lei/year* as per actual for 5 months 32.975.388 Lei and 34.353.079 Lei estimated for 7 months as per Production Plan quantities and price	N/A	Payment term 10 calendar days after invoice issuing
Other transactions concluded by Rompetrol Rafinare S.A. (Issuer) during April 2024 – May 2024							
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 April 2024 was - RON 1,150,090,703.08 and the net interest expense this month was - RON 7,699,823.63</p> <p>The value of the average balance** of the USD cash pooling account in April 2024 was - USD 91,104,988.94 and net interest expense was - USD 607,702.32</p> <p>The value of the average balance** of the EUR cash pooling account in April 2024 was EUR 34,565,514.90 and the net interest income was EUR 181,826.46</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
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 May 2024 was - RON 1,241,484,656.36 and the net interest expense this month was - RON 8,622,953.63</p> <p>The value of the average balance** of the USD cash pooling account in May 2024 was - USD 152,148,384.95 and net interest expense was - USD 1,031,340.14</p> <p>The value of the average balance** of the EUR cash pooling account in May 2024 was EUR 26,871,044.19 and the net interest income was EUR 147,752.65</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 31.12.2023	
					Receivables	Liabilities
Rompetrol Rafinare S.A.	Emitent	KazMunayGas Trading AG	Affiliated	USD	51,095,684	869,920,346
				EURO	159,435	-
Rompetrol Rafinare S.A.	Emitent	ROMPETROL ENERGY S.A.	Affiliated	RON	49,404,055	37,594,909
					6,308,978	-
Rompetrol Rafinare S.A.	Emitent	ROMINSERV SRL	Affiliated	RON	47,196,399	150,601,133
Rompetrol Rafinare S.A.	Emitent	KMG ROMPETROL S.R.L.	Affiliated	RON		
				USD	4,625,597	1,296,466,571
				EURO	-	32,084,490

Abbreviations:

NA - not applicable

MOP – Monthly Operational Plan

B/L – Bill of Landing

TT - Telegraphic Transfer

General Manager
Florian Daniel POP

Financial Manager
Alexandru STAVARACHE

Annex 2 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded during December 2023 – March 2024 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

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 April 2024 was RON 1,225,712,224 and the net interest income this month was RON 4,457,475</p> <p>The value of the average balance* of the USD cash pooling account in April 2024 was - USD 36,009,494 and the net interest expense was - USD 177,432</p> <p>The value of the average balance* of the EUR cash pooling account in April 2024 was - EUR 52,477 and the net interest expense was - EUR 280</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 May 2024 was RON 1,194,148,713 and the net interest income this month was RON 6,266,378</p> <p>The value of the average balance* of the USD cash pooling account in May 2024 was - USD 36,078,355 and the net interest expense was - USD 69,740</p> <p>The value of the average balance* of the EUR cash pooling account in May 2024 was - EUR 52,477 and the net interest expense was - EUR 289</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	Nature of relationship with the Issuer	Related party	Nature of relationship with the Issuer	Tranzaction Name	Currency	Balances as of 31.12.2023	
						Receivables	Liabilities
Rompetrol Downstream S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliated	Cash pooling	RON	855,164,073.98	5,140,547.06
				Cash pooling	USD	162,567,089.75	177,942,453.42
				Cash pooling	EURO		42,925.57

**General Manager of Rompetrol Rafinare S.A.
Florian Daniel POP**

**Financial 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)	<p>The value of the average balance* of the RON cash pooling account in April 2024 was RON 157,666,383.13 and the net interest income this month was 1,034,554.93 RON</p> <p>The value of the average balance* of the USD cash pooling account in April 2024 was USD 1,972,282.62 and the net interest income was USD 12,582.93</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 May 2024 was RON 142,447,596.97 and the net interest income this month was 982,063.85 RON</p> <p>The value of the average balance* of the USD cash pooling account in May 2024 was USD 2,234,112.82 and the net interest income was USD 15,170.51</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 Denumire	Nature of relationship with the Issuer	Related party Denumire	Nature of relationship with the Issuer	Tranzaction Name	Currency	Balances as of 31.12.2023	
						Receivables	Liabilities
Rompetrol Gas S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliate	Cash pooling	RON	213,291,836.79	
				Cash pooling-interest	RON	1,372,827.87	
				Cash pooling	USD		1,683,337.95
				Cash pooling-interest	USD		13,238.57

Abbreviations:

NA - not applicable

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