

To: FINANCIAL SUPERVISORY AUTHORITY (F.S.A.)
BUCHAREST STOCK EXCHANGE (B.S.E.)

No. 7827/December 30th, 2024

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: December 30th, 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

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 in November 2024 by Rompetrol Rafinare S.A. (Issuer);
- Annex 2 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded in November 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
- Annex 3 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded in November 2024 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
- Annex 4 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded in November 2024 between Rompetrol Petrochemicals S.R.L. (RPE) - 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 in November 2024							
1	ROMPETROL ENERGY SA	Affiliated	Notification no. 11/30.11.2024 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 272,617,996 Lei* as per actual 234,805,547 Lei November 2024 included CO2 certificates cost and 37,812,449 lei estimated for 1 month as per Production Plan quantities and prices	N/A	Payment term 30 days from the invoice issuing
2	ROMINSERV S.R.L.	Affiliated	3 orders submitted in November 2024 based on Contract RR 4/27.02.2019 and Addendum no.1 from 19.09.2019	Contractor	USD 1,284,002 (without VAT)	<p>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:</p> <ul style="list-style-type: none"> -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 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>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>	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
3	KazMunayGas Trading AG	Affiliated	FINANCIAL SERVICES CONTRACT – Crude, Alternative Feedstock and Oil Products (RR3/29.12.2021)	Hedging - November 2024	- USD 1,129,201	NA	5 working days from receiving the invoice, the payment should be done through electronic transfer
4	KazMunayGas Trading AG	Affiliated	FINANCIAL SERVICES CONTRACT – Refinery Margin and Base Operating Stock CTR (RR4/29.12.2021)	Hedging - November 2024	USD 1,363,021	NA	5 working days from receiving the invoice, the payment should be done through electronic transfer
Transactions of ROMPETROL RAFINARE S.A. (Issuer) as Supplier in November 2024							
1	ROMPETROL ENERGY S.A.	Affiliated	Notification 10/2024 to the Contract no .RR 1 /28.01.2013	Refinery gas price change	2024 estimation contract value is 115,294,074 Lei/year* as per actual for 11 months 105,337,954 Lei and 9,956,120 Lei estimated for 1 month 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) – in November 2024							
1	KMG ROMPETROL SRL - as Coordinating Company	Affiliated	Loan agreement registered under no, 3 from 04.08.2014	Running of Available Funds Optimization System of the companies within the KMG International Group*** (Cash pooling)	<p>The value of the average balance** of the RON cash pooling account in November 2024 was - RON 1,479,390,309.55 and the net interest expense this month was - RON 9,429,358.86.</p> <p>The value of the average balance** of the USD cash pooling account in November 2024 was - USD 91,801,146.37 and net interest expense was - USD 566,466.33.</p> <p>The value of the average balance** of the EUR cash pooling account in November 2024 was EUR 9,225,677.95 and the net interest income was EUR 43,407.79.</p>	N/A	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

(***) Formerly Rompetrol Group

Company Name	Nature of relationship	Related party Name	Nature of relationship	Currency	Balances as of 30.09.2024	
					Receivables	Liabilities
Rompetrol Rafinare S.A.	Issuer	KazMunayGas Trading AG	Affiliated	USD	39,355,770	958,655,820
				EURO	159,435	-
Rompetrol Rafinare S.A.	Issuer	ROMPETROL ENERGY S.A.	Affiliated	RON	55,602,416	12,478,394
Rompetrol Rafinare S.A.	Issuer	ROMINSERV S.R.L.	Affiliated	RON	68,251,347	286,304,887
Rompetrol Rafinare S.A.	Issuer	KMG ROMPETROL S.R.L.	Affiliated	RON	1,905,717	1,328,742,600
				USD	-	62,121,686
				EURO	23,975,576	-

Abbreviations:

N/A - not applicable

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 in November 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 KMG International Group (Cash pooling)	<p>The value of the average balance* of the RON cash pooling account in November 2024 was RON 954,935,885 and the net interest income this month was RON 6,999,296</p> <p>The value of the average balance* of the USD cash pooling account in November 2024 was - USD 35,466,983 and the net interest expense was - USD 59,329</p> <p>The value of the average balance* of the EUR cash pooling account in November 2024 was - EUR 52,657 and the net interest expense was - EUR 248</p>	N/A	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 30.09.2024	
						Name	Liabilities
Rompetrol Downstream S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliated	Cash pooling	RON	1,083,562,279	2,807,353
				Cash pooling	USD	87,572	8,176,823
				Cash pooling	EUR	-	52,903

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 KMG International Group (Cash pooling)	<p>The value of the average balance* of the RON cash pooling account in November 2024 was RON 136,768,074.84 and the net interest income this month was RON 862,120.39</p> <p>The value of the average balance* of the USD cash pooling account in November 2024 was USD 7,494,341.32 and the net interest income was USD 42,111.94</p>	N/A	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 Name	Nature of relationship with the Issuer	Related party Name	Nature of relationship with the Issuer	Tranzaction Name	Currency	Balances as of 30.09.2024	
						Receivables	Liabilities
Rompetrol Gas S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliate	Cash pooling	RON	150,008,778.01	-
				Cash pooling-interest	RON	882,403.53	-
				Cash pooling	USD	5,574,665.08	-
				Cash pooling-interest	USD	30,448.93	-

Abbreviations:

NA - not applicable

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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
RPP: as Participant Company (Member of the cash pooling System)					
KMGR - as Coordinating Company					
1	RPP loan agreement registered under no. 2 from 29.04.2021	Running of Available Funds Optimization System of the companies within the KMG International Group (Cash pooling)	The value of the average balance* of the RON cash pooling account in November 2024 was RON 101,209,109.18 and the net interest income this month was RON 635,473.12.	N/A	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 Name	Nature of relationship with the Issuer	Related party Name	Nature of relationship with the Issuer	Tranzaction Name	Currency	Balances as of 30.09.2024	
						Receivables	Receivables
Rompetrol Petrochemicals S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliated	Cash pooling	RON	102,062,533.17	-

Abbreviations:

NA - not applicable

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