



**INDIVIDUAL HALF-YEAR REPORT
OF
THE BOARD OF DIRECTORS
ROMPETROL RAFINARE S.A.
("RRC")
FIRST SEMESTER OF 2025 (H1 2025)**

HALF-YEAR REPORT ROMPETROL RAFINARE S.A.

on the individual financial statements of the Company drafted according to the Order no. 2844/2016 of the Ministry of Public Finance as subsequently amended and supplemented, and according to Law no. 24/2017 on the issuers of finance instruments and market operations and to Annex 14 of Regulation 5/2018 issued by Financial Services Authority (FSA),

for the period January 1st – June 30th, 2025

Half-year report according to: Art. 67 of Law no. 24/2017 on issuers of financial instruments and market operations, republished, and Annex no. 14 to ASF Regulation no. 5/2018 for the 6-month period that ended on June 30, 2024 (First half - year of financial year 2024)

Date: August 13rd, 2025

Name of the trade company: ROMPETROL RAFINARE S.A.
Registered office: 215 Năvodari Blvd., Pavilion Administrativ, NĂVODARI, Constanța County
Telephone number: 0241/50 61 50
Facsimile number: 0241/50 69 30
Sole registration code with the Trade Register Office: RO1860712
Trade Register number: J1991000534130
Subscribed and paid share capital: LEI 2,655,920,572.60
Regulated market on which the securities are traded: Bucharest Stock Exchange
Shares market symbol: RRC



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1. GENERAL DESCRIPTION AND OBJECTIVES

Rompetrol Rafinare S.A. (hereinafter referred to as „RRC” or the „Company”), a company member of KMG International Group, is a joint stock company, managed in a one-tier management system, with registered office in Năvodari, bulevardul Năvodari, nr. 215, Pavilion Administrativ, județul Constanța operating Petromidia refineries, situated in Năvodari, Constanța County, and Vega in Ploiești, Prahova County. The company is registered with the Trade Registry under the number J1991000534130 and Tax Identification Number 1860712.

Starting with 01.01.2014, Rompetrol Rafinare S.A. took over the operational plants (polymer and utilities production) of Rompetrol Petrochemicals S.R.L.

In accordance with the provisions of the Articles of Incorporation of the Company Rompetrol Rafinare S.A. the main field of activity is „manufacturing of the products obtained from the processing of crude oil” (NACE code 192), and the main object of activity is represented by the „manufacturing of the products obtained from the processing of crude oil” (NACE code 1920). Other secondary objects of activity are detailed in the Articles of Incorporation of the Company. The company develops its activity either directly or by means of related entities of Romania, Switzerland, Netherlands, Bulgaria, Republic of Moldova, Turkey, etc.

Rompetrol Rafinare holds the quality as authorized warehouse keeper, in accordance with the applicable tax legislation. Petromidia and Vega Refineries are authorized as production tax warehouses, being manufacturers of energetic products, according to the tax rules governing the production of energetic products.

Rompetrol Rafinare also holds Integrated Environmental Permits, issued by the competent environmental authorities in accordance with the environmental legislation, for the 2 operated refineries: Petromidia and Vega.

The shares of Rompetrol Rafinare are traded freely within the Standard category of the Bucharest Stock Exchange, under market symbol RRC.

Rompetrol Rafinare is the parent company for the subsidiaries Rompetrol Quality Control S.R.L., Rom Oil S.A., Rompetrol Downstream S.R.L., Rompetrol Logistics S.R.L. (together with its subsidiary Rompetrol Gas S.R.L.) and Rompetrol Petrochemicals S.R.L.



1.1. Key events during January – June 2025 (S1 2025)

Events that took place during January – June 2025

Vega, 120 of years of continuous operation in the oil sector

This year, Vega Ploiesti, the single producer of bitumen and hexane in Romania, marks 120 years of continuous operation in the oil sector. Established during a period when oil processing was a global first, Vega is among the pioneers of the Romanian refining sector.

The Romanian refinery with the smallest capacity, Vega Ploiesti, produces about 400,000 tons of petroleum products annually, but it adds value to the market by developing niche petroleum products. Since 2004, Vega refinery no longer processes crude oil and no longer produces automotive fuels, being in perfect synergy with Petromidia refinery in Navodari, which provides the raw material required for its operational flow.

Resolution adopted by the General Meeting of Shareholders

- I) On March 23, 2025, at the RRC headquarters, the Ordinary General Meeting of Shareholders (OGMS) and the Extraordinary General Meeting of Shareholders (EGMS) of the Company were held, during which the shareholders approved, mainly, the following:
- The appointment of Ernst & Young Assurance Services SRL as the auditor of Rompetrol Rafinare SA to ensure sustainability reporting and conclude the contract for specific services for 2024.
 - Ratification of the agreement between Rompetrol Rafinare SA (as seller) and Rompetrol Downstream SRL (as buyer), of the Framework Agreement for the sale of petroleum products (*gasoline, diesel, etc.*) No. RR 01/03.01.2025, for the period January 1, 2025 – December 31, 2029 – under the terms of the supporting documentation made available to shareholders, according to the law.



II) On April 29, 2025, the Ordinary General Meeting of Shareholders (OGMS) of the Company was held at the RRC headquarters, during which the shareholders approved, mainly, the following:

- The audited annual financial statements for the year 2024, both at individual and consolidated level, *based on the Annual Reports of the Board of Directors for the year 2024 and the Reports of the Independent Financial Auditor on the individual and consolidated Annual Financial Statements as of and for the fiscal year ended December 31, 2024, including the Sustainability Report for the fiscal year 2024.*
- The RRC's income and expenditure budget for 2025, the production program 2025, and the investment budget 2025.
- Discharge of the members of the RRC Board of Directors for the 2024 fiscal year.
- The Remuneration Report of the Company's management structure for the 2024 fiscal year, subject to the advisory vote of the OGMS, considering the provisions of Article 107, paragraph (6) of Law No. 24/2017 on issuers of financial instruments and market operations, republished.
- Gross and net monthly remuneration payable to members of the Board of Directors, members of the Audit Committee, and the Strategy Committee for the 2025 fiscal year.
- Election of two (2) permanent members to the Company's Board of Directors, namely Mr. Erik Sagiyeu and Mr. Yedil Utekov, for a term of office starting on April 29, 2025 (the date of the Ordinary General Meeting of Shareholders) and expiring on April 30, 2026 (the date of expiry of the term of office of the current members of the Board of Directors); Until April 29, 2025, Mr. Erik Sagiyeu and Mr. Yedil Utekov held the positions of temporary directors.
- Appointment of PricewaterhouseCoopers Audit SRL as the financial auditor of Rompetrol Rafinare SA for a period of four (4) years, namely for auditing the Company's financial statements for the fiscal years 2025 – 2028, both for the performance of the statutory audit and to ensure sustainability reporting for the above-mentioned period, starting with April 29, 2025 (the date of the OGMS).



Main decisions of the Board of Directors (BoD) of RRC:

During the first half of 2025, the Board of Directors met 13 times.

The agenda of the Board of Directors' meetings included topics related to the Company's current activities, such as: the approval and organization of general meetings of shareholders, including the annual general meeting to approve the annual financial results, the Annual Report (individual and consolidated), and all documents and information materials to be submitted for approval at the General Meeting of Shareholders.

The agenda of the Board of Directors' meetings also included approvals regarding: (i) the election of Mr. Yedil Utekov and Mr. Erik Sagiyeu as temporary directors starting February 1, 2025, until the next general meeting of shareholders to elect new permanent directors; (ii) the election of Mr. Yedil Utekov as Chairman of the Board of Directors and the appointment of Mr. Erik Sagiyeu and Mr. Yedil Utekov as members of the Strategy Committee; (iii) reports and materials related to the preliminary annual financial results for 2024 and the first quarter of 2025; (iv) the conclusion of significant legal acts for the supply of raw materials, electricity, etc. and the sale of petroleum products, for the proper conduct of the Company's business.

Policies, Reports and Regulations – corporate governance

- Following the approval by the OGMS of April 26, 2024, the Remuneration Report of the Company's management structure for the financial year 2023 was published on the Company's website, which report was submitted for the advisory vote to the OGMS, in view of the provisions of Article 107, paragraph (6) of Law No. 24/2017 on issuers of financial instruments and market operations, republished.

The relevant provisions of Article 107, paragraphs (6) and (7) of Law No. 24/2017 are as follows:
“(6) ... The Remuneration Report for the most recent financial year shall be submitted to a vote at the Annual Ordinary General Meeting of Shareholders provided for in Article 111 of Law No. 31/1990, the opinion of the shareholders at the general meeting on the Remuneration Report, resulting from the vote, being of an advisory nature. The issuer shall explain in the following Remuneration Report how the vote of the general meeting has been considered”.

“(7) ... after the Ordinary General Meeting of Shareholders, issuers shall make the Remuneration Report available to the public on their websites free of charge for 10 years, and may choose to



keep it available for a longer period, provided that it no longer contains the personal data of the Directors...”

1.2. The objectives of Rompetrol Rafinare investment program for the first half of 2025

The investment program of Rompetrol Refinery accomplished in the first semester of 2025 was in the amount of USD 9.3 million, as follows:

In the Capital Maintenance category, a very important place is the project **Replace Refinery static equipment Program - 2025 Package**; the program was started to create conditions for operating of the Refinery at maximum capacity of crude oil processed, by ensuring efficient cooling of gaseous fractions converted into gasoline, an improvement of the technological process, higher efficiency and an increase in quality and production. Main activity of the program was manufacturing and replacement of static equipment for a proper functioning of the refinery units.

Static equipment's replacement - 2025 Package (4 items) planned was started in 2025 and consider the following:

- Repair spare tubular section for 100A1/7 and 100A1/8, DAV Unit, which **were delivered** in the refinery; repaired tubular sections to be kept as spare.
- Replace tubular bundle for 130S6, RC Unit, estimated to be delivered until **end of 2025 year**, including mounting activities, is part of the project scope.
- Replace 313V-S4 plate heat exchanger, SWS Unit, estimated to be delivered until **end of 2025 year** including mounting activities, is part of the project scope.

Project is planned to be finalized in 2026.

○ **Catalyst Replacement in Petromidia Refinery**

The project for the replacement of catalysts within the process units of the Petromidia Refinery, planned for the 2026 General Turnaround, has been officially launched, with activities progressing in line with the approved timeline.

Current Status:

- The project has been formally initiated, with budget approved and allocated as part of the PEM investment plan.
- Procurement processes have been launched, currently in advanced supplier selection stages.



- For the catalyst acquisition component, tender procedures have been completed for approximately 80% of the required packages.
- The next step is the contract signing with selected suppliers, followed by delivery of the catalysts to the refinery, in accordance with the 2026 shutdown preparation schedule.

Project Objective:

The full replacement of catalysts used in critical process units, to ensure operational efficiency, process safety, and compliance with post-turnaround technological requirements.

Scope includes:

- Procurement of Perchloroethylene and associated materials for Unit 130-RC
- Procurement of catalyst for 120-V101 (NHT Unit)
- Procurement of catalyst for 120-R1 (NHT Unit)
- Procurement of catalyst for Unit 122-DHT
- Procurement of catalyst for Unit 352-R301 (HPP)
- Procurement of catalyst for Unit 121-KHT
- Replacement of TEPSA adsorbent in Unit HPN
- Procurement of catalyst for Unit 147-MTBE

○ **Tanks rehabilitation program**

The scope planned for 2025 includes the rehabilitation of several storage tanks.

Execution work has progressed for the following tanks:

- A vacuum hydrofined distillate tank with a capacity of 5,000 cubic meters. Inspection and detailed design are completed, and civil works are 99% finalized. The remaining concrete elements will be executed after the tank reconstruction due to access constraints. Mechanical works will start immediately after signing, with an execution deadline of 8 months. Procurement of mechanical and I&E materials is also in progress. **Target completion: June 2026 (DV21 tank).**
- A diesel tank with a capacity of 10,000 cubic meters. Design is finalized. Civil and mechanical works are in progress. The tank bottom and casing have been replaced, the roof structure and stiffening rings have been welded, external scaffolding and insulation removed, anticorrosion protections applied, and heaters installed. Construction works are expected to be finalized by end of 2025 (**C101 tank**).
- Two tanks with a capacity of 10,000 cubic meters each are planned to start execution for **C99 and M95**, with the engineering stage completed, based on tender process completion, which is started for both tanks.



- Two semi-finished product tanks of 5,000 cubic meters each will start engineering-related activities (**B8 and B9**). For B8 tank, engineering related activities were started with construction execution works planned for 2026.
- **100T7 crude tank – ongoing procurement stage.** There are deviations from the initial planning, as the procurement process for contracting the tank cleaning and washing services is still in progress. Completion of this stage is required in order to initiate the next steps, in line with the project implementation plan.
- **Slow Down 2025 – CX Unit Shut Down**
 - The project focuses on key maintenance and upgrade activities across multiple refinery units, including:
 - Catalytic Reforming Unit (130 RC): Catalyst regeneration and associated mechanical works.
 - Delayed Coker Unit (180 CX): Decoking of furnace 180H1 and related activities.
 - Naphtha Hydrotreating Unit (120 HB): Replacement of the 120R1 reactor catalyst.
 - Saturated Gas Plant (135 FG): Mechanical cleaning and maintenance works.

The execution works were finalized in March 2025.

- **Safety package - phase II (sampling systems) - Up-grade sample points in Petromidia Refinery units**

The project aims to execute critical maintenance and upgrade activities across multiple refinery units while being implemented in three distinct phases:

- Phase I – Completed: Detailed Design Engineering (DDE) package development for replacing 96 sampling points in the PEM Refinery Units with new sampling points, as specified.
- Phase II – Completed: Procurement, construction, and installation of tie-ins to integrate the 96 sampling points into utilities and technological flows, following the DDE package from Phase I.
- Phase III – on going: Procurement, construction, and installation of the 96 new sampling points, including bulk material acquisition for connecting pipelines, pipeline execution, sampling point installation, and mounting, in accordance with the DDE package developed in Phase I. The contract related to the sample points scope is currently pending final approval at Rominserv Board of Directors level. This deviation in the internal decision flow requires a rescheduling of the project implementation timeline.



1.3. Main aspects regarding quality, health, labour security and environment (QHSE) in the first semester 2025

From the QHSE perspective, at the Company level on the Petromidia and Vega platforms, the situation at the level of semester 1 2025 is presented as follows:

1. All employees were trained in accordance with legal requirements in the field of QHSE and other internal requirements of the Company.
2. In the first semester, there were no registered work accidents with fatalities, cases of occupational diseases, or accidental pollution, but 1 (one) case of injury with temporary work restriction was recorded.
3. In order to identify the newest and most appropriate measures for continuous improvement of the safety culture but also for motivating and rewarding the safest work practices, a new project to improve the safety culture and an ambitious program to motivate and recognize the best safety behaviors was launched and is ongoing.
4. The "QHSE Execution Plan", a document integrated into the Company objectives to increase the awareness of our own employees and contractors who carry out their activities on our industrial platforms, was monitored monthly in terms of the implementation status of the planned actions.
5. 53 exercises were carried out, to simulate emergency situations and response capacity, taking into account different scenarios from the Internal Emergency Plans.
6. Continue monitoring the implementation of recommendations resulting from the HAZOP risk analyses for technological installations, in order to improve process safety.
7. The monitoring of the implementation of the actions resulting from the internal audits/HSE inspections was carried out by the QHSE department, the findings being resolved by the process managers in proportion to 80 %. The rest of the findings are in various stages of implementation, depending on the established completion deadline.
8. 1 (one) valid complaint was registered for 2 (two) batches of polymer granules regarding difficulties in processing. Following the technical analyses, appropriate corrective actions



were established and implemented, and the batches that could not be processed were replaced.

9. The certification body for QHSE Management Systems (Quality, Health and Safety at Work, Environmental Protection), respectively Energy Management carried out two audits (surveillance and recertification) of the implemented systems, the Company maintaining its ISO 9001, ISO 14001, ISO 45001 and ISO 50001.
10. The company has maintained all the environmental authorizations it holds (Integrated Environmental permit with annual visa, Greenhouse Gas Permits, respectively Water Management Permits). Also, the Company undertakes all necessary actions to comply with the REACH Regulation regarding the management of hazardous chemical substances and mixtures on site.
11. The traceability of the categories of waste resulting from the activities carried out and the planned turnaround works was ensured, at the level of the 1st semester, a recovery rate of 94% was obtained in relation to the amount generated (85% of the waste transferred from the site).
12. The initiatives to reduce utility consumption and implicitly the carbon footprint, developed and implemented in 2024, were maintained. Also in 2025, the initiative to optimize severity in the Catalytic Cracking facility was implemented with a positive impact on reducing the carbon footprint.
13. The Sustainability Report for Rompetrol Refinery (and affiliates) for the financial year 2024, was prepared on a consolidated basis, in accordance with the requirements of the new ESRS standards and published on the company's website:
(<https://rompetrol-rafinare.kmginternational.com/upload/files/ro-27-martie-rompetrol-rafinare-raport-sustenabilitate-3818.pdf>)



2. FINANCIAL STATEMENT ANALYSIS

The information and the Individual Interim Financial Statements on the date and for the period of 6 months that ended on June 30, 2025 presented in this report are not revised by the financial auditor of Rompetrol Rafinare S.A. and were drafted according to the Order of the Ministry of Public Finance no. 2844/2016 for approving the Accounting Regulations according to the International Financial Reporting Standards („IFRS”), based on the International Accounting Standard 34 – „Interim financial reporting” passed by the European Union.

The submitted indicators are in Lei (RON) unless otherwise stated.

In the first semester of 2025 the Company recorded a net profit of 133,649,636 lei, compared to a net loss of 501,964,934 lei recorded by Rompetrol Rafinare S.A. in the first semester of 2024.

The net profit recorded by the Company in H1 2025 is mainly due to the refining activity specificity, characterized by a significant volatility. In the first semester of 2025, the Company recorded increased volumes of processed raw materials compared to H1 2024 (a 61% increase at the Petromidia refinery and a 54% increase at the Vega refinery), thus achieving significantly higher levels of production and sales of petroleum products in H1 2025 compared to H1 2024. These significant increases reflect the impact of the scheduled General Turnaround, carried out in the first semester of 2024, which led to approximately two months of suspension of production operations. However, in H1 2025, refining margins were under pressure, recording a level 13% lower in H1 2025 compared to H1 2024 at the Petromidia refinery, a factor that influenced the net result of the Company.

Another notable element with an impact on the net result recorded in the first half of 2025 by Rompetrol Rafinare SA is the recording of a turnover tax expense specific to the sector of activity in the amount of approximately RON 43.7 million related to the reporting period (specific turnover tax introduced in 2024 for legal entities conducting activities in the oil and natural gas sectors that recorded a turnover of over 50 million EUR in the previous year).

Also, the Company recorded a net gain from foreign exchange differences of 442 million RON in H1 2025, as a result of the constant appreciation of the national currency (RON) against the US dollar (USD) during this period, which significantly impacted the net result of Rompetrol Rafinare SA in the first half of 2025.

The net result of the Company in H1 2025 was also influenced by the recognition of a corporate income tax expense of 6.7 million RON, following the recording of a taxable profit during this period.



2.1. Financial position statement as of June 30, 2025

The financial position on June 30, 2025 is presented in **Annex 1**

Indicator (thousand RON)	June 30, 2025	December 31, 2024 (audited)	Variation
Non-current assets	6,805,329	6,933,361	98.15%
Current assets	3,363,327	3,069,063	109.59%
Total assets	10,168,656	10,002,424	101.66%
Non-current liabilities	1,779,721	1,869,939	95.18%
Current liabilities	6,794,901	6,648,619	102.20%
Total liabilities	8,574,622	8,518,558	100.66%
Equity	1,594,034	1,483,866	107.42%
Total liabilities and equity	10,168,656	10,002,424	101.66%

At the end of the first semester of 2025, the Company's **non-current assets** amount to RON 6,805,328,998, registering a decrease of approximately 2% as compared to December 31, 2024.

As of June 30th, 2025, **current assets** are in amount of RON 3,363,326,752, registering an increase of approximately 10% more than the level at the end of 2024.

The **liabilities payable in a period of 1 year** registered an increase from a value of RON 6,648,619,279 at 31.12.2024 to RON 6,794,900,871 on June 30, 2025. The increase is mainly due to the increase in commercial and other debts by around 3%.

Long-term debts records a decrease of approximately 5% at 30.06.2025 (RON 1,779,720,797) compared to 31.12.2024 (RON 1,869,939,006).

As regards **provisions**, they shall record at 30.06.2025 the same value as the 31.12.2024.



2.2. Profit and loss account for the 6-month period that ended on June 30, 2025

In the first semester of 2025 the Company recorded a net profit of 133,649,636 lei, compared to a net loss of 501,964,934 lei recorded by Rompetrol Rafinare S.A. in the first semester of 2024.

Turnover recorded in the first half of 2025 was 8,333,129,202 lei compared to 6,197,570,045 lei reached in the first half of 2024, increased by 34%, mainly as a result of the fact that the operational activity in the first half of 2024 was influenced by the carry on of the planned General Turnaround, which led to approximately two months of shutdown of production operations.

In the first half of 2025 the Company recorded an operating loss of 116,925,846 lei, compared to the first half of 2024 when there was an operating loss of 117,324,688 lei, on the background of the increase in the volumes of processed raw materials and the production of petroleum products, implicitly of the higher volumes of petroleum products sold in H1 2025 compared to H1 and given that the operational results recorded in H1 2024 were impacted by the planned General Turnaround. The operational result recorded by Rompetrol Rafinare SA in H1 2025 is at a level similar to that recorded in H1 2024, in the context of lower gross refinery margins recorded by the company in the first half of 2025 compared to the first half of 2024, due to a greater decrease in petroleum product prices compared to the negative evolution of crude oil market quotations during this period.

Another notable element with an impact on the net result recorded in the first half of 2025 by Rompetrol Rafinare SA is the recording of a turnover tax expense specific to the sector of activity in the amount of approximately RON 43.7 million related to the reporting period (specific turnover tax introduced in 2024 for legal entities conducting activities in the oil and natural gas sectors that recorded a turnover of over 50 million EUR in the previous year).

During the first semester of 2025 the financial income exceeded the financial expenses, finally recording a profit from financial activity in the amount of lei 257,225,434 (Semester I 2024 loss: lei 384,640,246). The main increase of the financial profit in H1 2025 vs. H1 2024 is coming from the positive result related to the exchange rate differences recorded by the Company in the first semester of 2025 in amount of lei 442,126,053 compared to the loss of lei 171,754,320 registered in the same period of 2024.

The financial indicators recorded on 30.06.2025 include the results of the activity of the Refinery and Petrochemistry Plants on the Năvodari platform, as well as the Vega Ploiesti refinery.

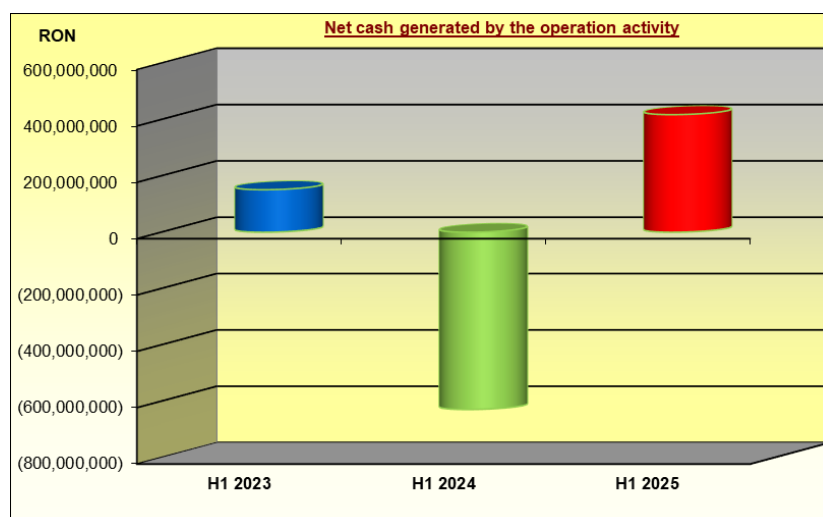


The profit and loss account for the six-month period ending June 30, 2025 is set out in **Annex 2**.

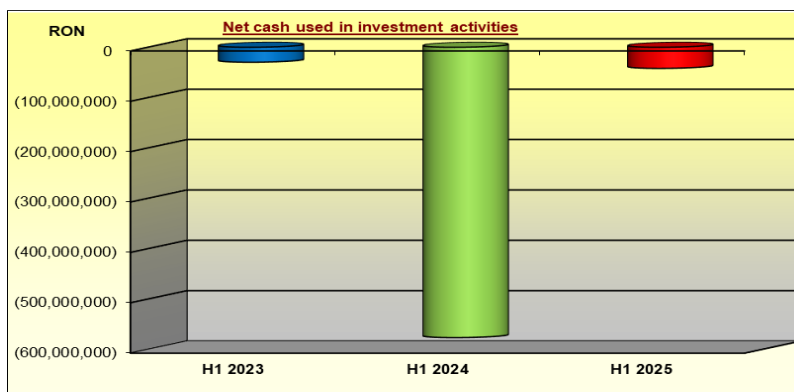
2.3. Statement of cash flows for the period of 6 months ended June 30, 2025

Cash flows from operating activity in the first half of 2025 were significantly impacted by production and sales activities, the company recording increased volumes of processed raw materials, as well as significantly increased volumes of production and sales of petroleum products compared to H1 2024, this latter period being affected by the planned General Turnaround which lasted for approximately 2 months of shutdown of production operations in H1 2024.

Also, the variation of working capital influenced the cash flows generated from operating activities, with the company recording a significant decrease in the value of stocks alongside an increase in the value of receivables but at a lower percentage compared to the balances recorded on 31.12.2024.

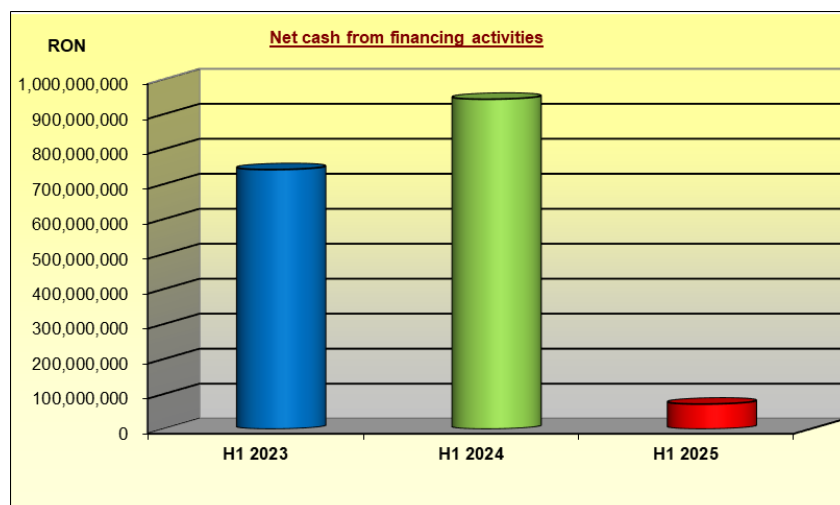


Major investment projects in the first semester of 2025 concerned works related to the planned refinery Slow down, the authorization/reauthorization of equipment from the point of view of ISCIR, Tank rehabilitation projects, the project of replace cut/drilling system DCU unit and other specific projects for the refinery.



Cash flow from financing activities in the first semester of 2025 was influenced by the fact that the Company benefited from a Cash pooling contract – a system for optimising cash balances, in order to support both the needs generated by the investment activity and the development of the operational activity of the refinery, its usage level registering an increase of 20% on 30.06.2025 compared to the balance recorded on 31.12.2024.

The cash from financing activities was influenced in H1 2025 by the repayments made on the short-term credit facilities contracted from banks.





3. ECONOMIC ENVIRONMENT, OPERATIONAL ACTIVITIES AND ANALYSIS OF THE COMPANY'S ACTIVITY

3.1. GLOBAL ECONOMIC ENVIRONMENT¹

		H1 2025	H1 2024	%
Brent Dated	USD/bbl	71.9	84.1	-15%
CPC Blend CIF	USD/bbl	68.3	80.4	-15%
Brent-CPC Differential	USD/bbl	3.6	3.7	-2%
Premium Unleaded 10 ppm FOB Med	USD/ton	700	846	-17%
Diesel ULSD 10 ppm FOB Med	USD/ton	663	793	-16%
RON/USD Average exchange rate		4.58	4.60	0%
RON/USD Closing exchange rate		4.33	4.65	-7%
RON/EURO Average exchange rate		5.00	4.97	1%
RON/EURO Closing exchange rate		5.08	4.98	2%
USD/EURO Closing rate		1.17	1.07	9%
Inflation in Romania*		3.08%	2.57%	20%

Source: Platts, * INSSE (Inflation in Romania is calculated based on CPI - i.e. Consumer Price Index)

In H1 2025 the average price of **Dated Brent** crude oil was at 71.9 \$/bbl., reflecting a decline of 12.2 \$/bbl. (-15%) for the first 6 months of 2025 compared to the same period in 2024.

Similarly, the average **CPC** crude quotation was 68.3 \$/bbl. for H1 2025, representing a drop of 12.1 \$/bbl. (-15%) year-on-year.

In January, Dated Brent price increased from 76 to 83\$/bbl. This increase was driven by tighter sanctions on Russian and Iranian oil which raised concerns about potential supply disruptions. Also, a North American cold snap boosted demand and refinery activity pushing refinery runs to their highest levels in five years.

However, by the end of February, most of these gains were reversed, with Brent falling to \$73 per barrel. The decline was influenced by supply disruptions due to cold weather in North America and outages in Nigeria and Libya. Additionally, new US tariffs affected the global economic sentiment, while crude inventories dropped significantly, especially in China.

¹ The information is based on analysis provided by JBC Energy GmbH and National Bank of Romania



In March, Dated Brent prices continued to fall nearing 70\$/bbl., a three-year low. This drop was driven by worsening macroeconomic conditions and rising trade tensions that impacted demand expectations. At the same time, OPEC+ signaled intentions to phase out voluntary production cuts starting in April, rising expectations of increased supply. Despite rising OPEC+'s output, refinery runs dropped, and stocks recovered.

In Q2 2025, Brent continued to decline, reaching a four-year low of around 60 USD/bbl. in early May. The fall was caused by a combination of higher OPEC+ output, renewed global trade uncertainty, and weaker demand projections. From mid-June, the market experienced a partial recovery with Brent prices rising about 33% to approximately 80\$/bbl. due to amplified Middle East tensions, tighter U.S. crude inventories, stronger U.S. demand, and optimism in U.S. - China trade talks.

Despite this recovery, the extensive outlook remains cautious. Forecasts from Morgan Stanley and Barclays point to a potential return to oversupply, tempered demand and Brent prices at 60\$/bbl. by early next year.

European refinery margins decreased by 23.2 \$/MT (-25.9%) for H1 2025 compared to the same period in 2024, and settled at an average of 66.6 \$/MT.

European refinery margins displayed a volatile pattern throughout the first half of 2025.

Early in the year, margins rose steadily until mid-February, supported by strong cracks for diesel and gasoline, seasonal winter demand, and reduced product availability due to maintenance shutdowns. A second upward phase occurred from early April to mid-May, driven by solid gasoline crack spreads and lower crude oil prices.

Mid-Q2, margins came under pressure due to increased refinery activity, weaker diesel demand, and growing competition from product exports out of Asia and the Middle East.

By late June, margins began to recover, influenced by stronger demand for gasoline and jet fuel, combined with tighter product supply across the region.

Gasoline cracks remained one of the most resilient elements throughout H1 2025. They started Q1 relatively stable to slightly bullish, supported by low stock levels and preparation for seasonal export demand. Toward the end of the quarter, gasoline cracks fluctuated but remained moderately strong, helped by robust transatlantic exports to the US and Canada, and improving European domestic consumption. In Q2, cracks remained firm in the early weeks driven by seasonal factors and export demand. However, mid-quarter saw a decline due to stock builds and reduced arbitrage opportunities. By June cracks stabilized again, supported by increased consumption during the peak driving season.

Diesel cracks were strong early in Q1 due to low inventories and stable winter heating demand across Europe. However, cracks softened slightly toward the end of the quarter as the economic outlook worsened, with several major institutions downgrading GDP growth forecasts. Diesel



demand remained stable short-term, but supply pressure expanded as Saudi Arabia and Russia ramped up exports after earlier disruptions. The combination of macroeconomic fears and recovering supply capped diesel crack strength by March. Diesel cracks remained weak throughout Q2, pressured by high imports, soft industrial demand, and macroeconomic uncertainty. Minor support emerged in late June from improved inland demand and tighter supply, but levels stayed low.

Jet fuel cracks held firm during the first half of Q1, underpinned by low inventories, relatively stable European travel demand, and limited imports from Asia. In the latter part of the quarter, jet cracks became more mixed, although European jet demand increased (adding around 120K b/d in April projections), growing jet fuel surpluses in the Middle East and India put pressure on global flows. Nevertheless, seasonal demand gains helped keep the European jet positive, in dollar per barrel terms, through the end of March. Jet cracks were stable in early Q2, supported by seasonal travel. They softened mid-quarter amid global oversupply - especially from the Middle East and India - but recovered slightly by end of June as summer air traffic increased and supply segment eased.

Looking ahead, European refining margins will face continued pressure in H2 2025 from weak diesel, global oversupply, and economic uncertainty. While gasoline and jet demand may offer seasonal support, margins are likely to remain volatile, with limited positive aspect unless supply tightens, or macroeconomic conditions improve.

Against this background, internally, the RON/EUR exchange rate witnessed fluctuations on the higher pillar in Q1 2025, showing an average level of 4.9764. At the beginning of May 2025, the RON/EUR exchange rate jumped over the threshold of 5 RON/EUR and averaged in Q2 2025 at the level of 5.0317, reflecting the very high uncertainties triggered worldwide and on the international financial market.

The RON/USD rate in Q1 2025 was marked by increased volatility and pronounced fluctuations. The average rate was 4.7264 for Q1 2025, with notable peaks occurring in the first half of January (4.8734 on January 13, 2025). For Q2 2025, the RON/USD exchange rate saw a reversed trend and strengthened significantly with an average of 4.4385 and 6 months minimum of 4.3254 reached at the end of the quarter on June 26, 2025.



3.2. PRODUCTION ACTIVITY

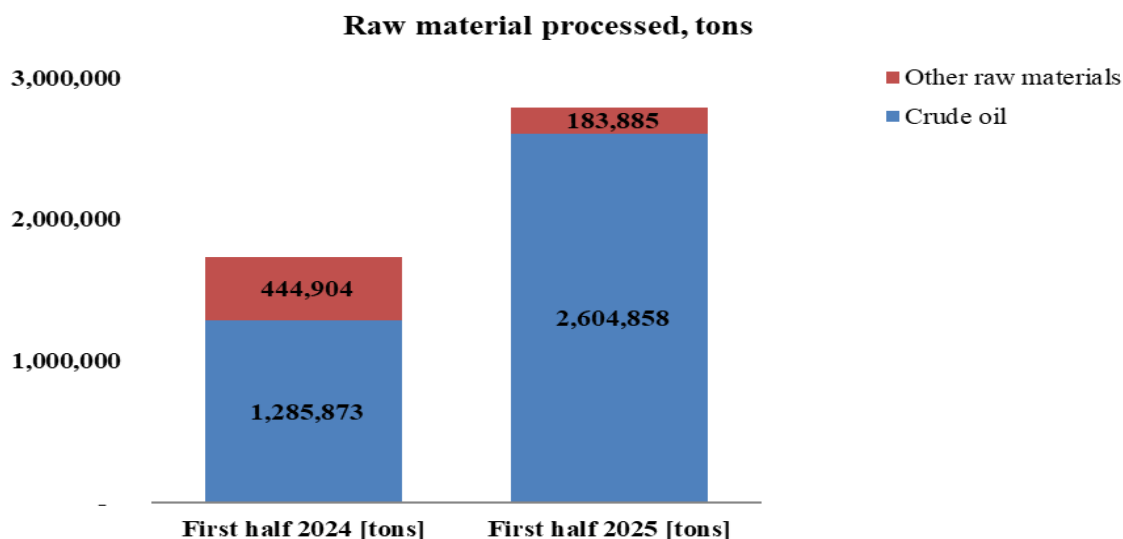
Total feedstock processed in the first half of 2025 in Rompetrol Refinery (Petromidia, Vega and Petrochemicals areas) was 2.789 million tons, out of which 2.605 million tons crude oil.

Total raw material planned for Petromidia Refinery in 2025 is around 5.269 million tons, out of which 4.956 tons crude oil, for Vega Refinery around 404 thousand tons and for Petrochemicals area total polymer production of 147 thousand tons.

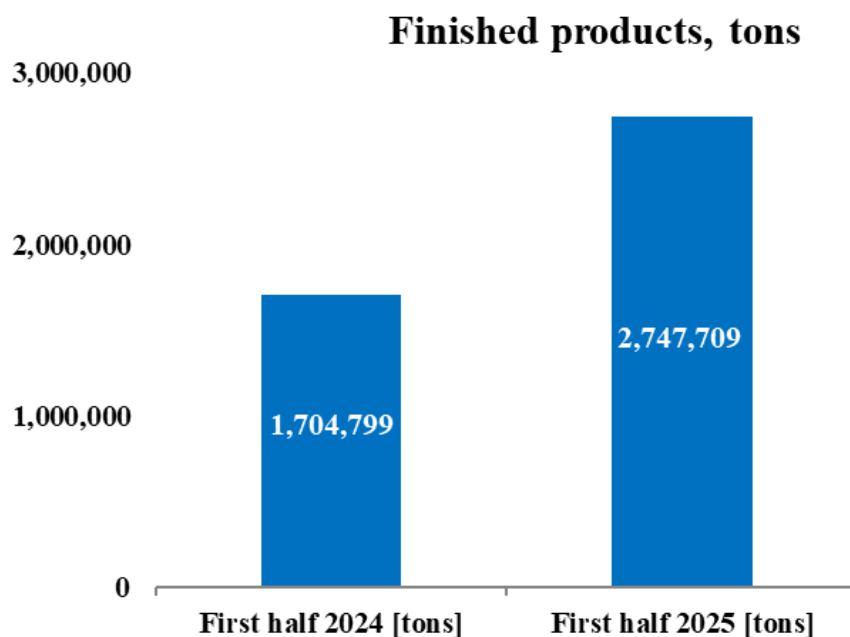
3.2.1. PRODUCTION ACTIVITY of Rompetrol Rafinare – Năvodari Work Point (Petromidia Refinery) – in the 1st Half of 2025

In the first half of 2025, the total throughput for Petromidia refinery was 2.79 million tons, higher by 61% than the previous year the same period when the total throughput was 1.73 million tons as a result of a strategic decision that instead of a full shutdown as planned, we implemented a controlled slowdown for planned activities. Thus, ensuring both the continuity of operational activity and the planned activities. Also, in H1 2024 Petromidia Refinery carried out shutdown lasind 65.3 days for TA activity.

The total Refinery throughput reached a good level of 15.42 ktons per day of operation including a mix of crude oil & SRFO (Straight Run Fuel Oil) based on crude availability (53.7% KEBCO, 46.3% a mix of sweet crude) despite all the challenges such as unplanned shutdowns. Imported SRFO was introduced into the crude unit feed starting on the 3rd of June.



The quantity of finished products obtained by Petromidia Refinery in first half 2024 was higher by 61.13% compared to the same period for last year being correlated with total feedstock processed.



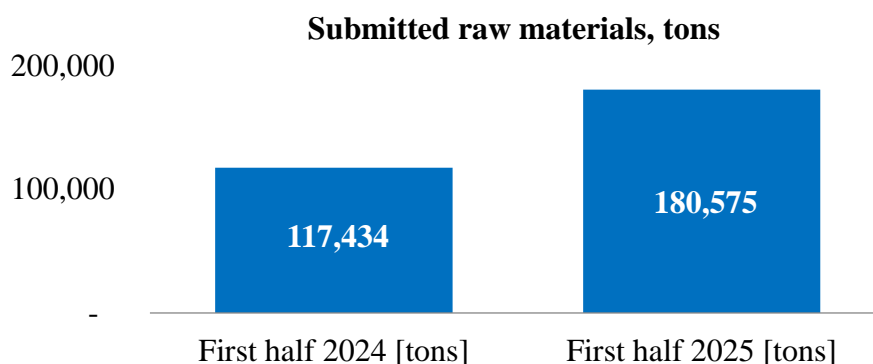


Petromidia refinery managed to achieve in H1 2025 a very good refining operational performance for the main operational parameters, such as:

- White finished products yield of 87.7%wt higher than previous year by 0.65%wt correlated with consumption stock of unfinished products from the beginning of the year and higher refinery runrate;
- H1 PEM Technological loss of 0.85%wt, slightly above Approved Plan mainly due to unplanned shutdown of the Unsaturated Gas and MHC plants;
- Record Energy Intensity Index (EII): Achieved the lowest level at 92.7 points, improving by 15.5 points vs. previous year. This reflects our continuous efforts in energy optimization and efficiency improvements.

3.2.2. PRODUCTION ACTIVITY of Rompetrol Rafinare – Vega Refinery Work Point (located in Ploiești) – in the 1st Half of 2025

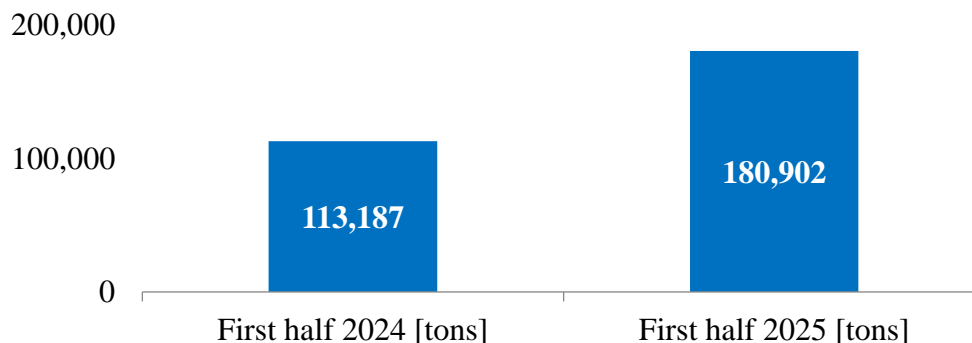
For the entire year of 2025 Vega Refinery planned to process a quantity of 404 ktons. In the first half of the year 2025 the total throughput for Vega refinery was 180,575 tons higher by 53.77% compared with the same period from last year, correlated with the availability of the raw materials from Petromidia refinery.



The quantity of finished products obtained in Vega Refinery in the first semester of 2025 was with 59.83% above the similar period of 2024 according with the quantity of raw materials processed.



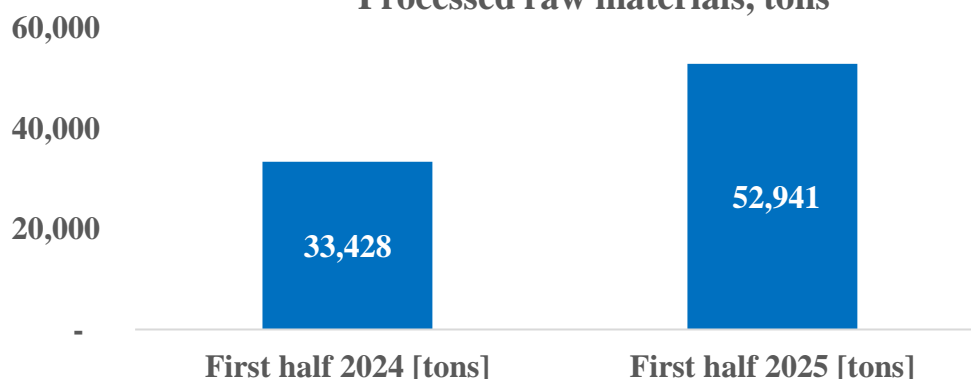
Finite products, tons



3.2.3. PRODUCTION ACTIVITY of Rompetrol Rafinare – Petrochemicals area - in the 1st Half of 2025

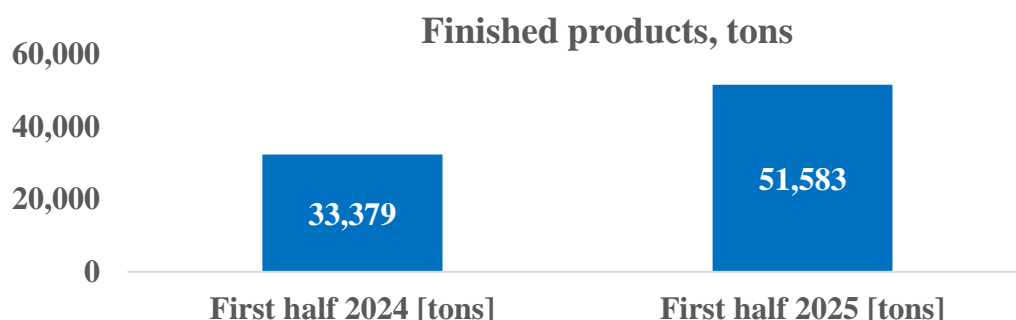
The quantity of raw materials processed in Petrochemicals in the 1st semester of 2025 was higher by 58.4 % compared to the similar period of 2024 due to LDPE restarting on 30th of April 2025 and due to general turnaround planned of 55 days starting with 10th of March 2024.

Processed raw materials, tons





The quantity of end products obtained in Petrochemicals in the 1st semester of 2025 was higher by 59,3 % compared to the similar period of 2024 correlated with the quantity of raw materials.



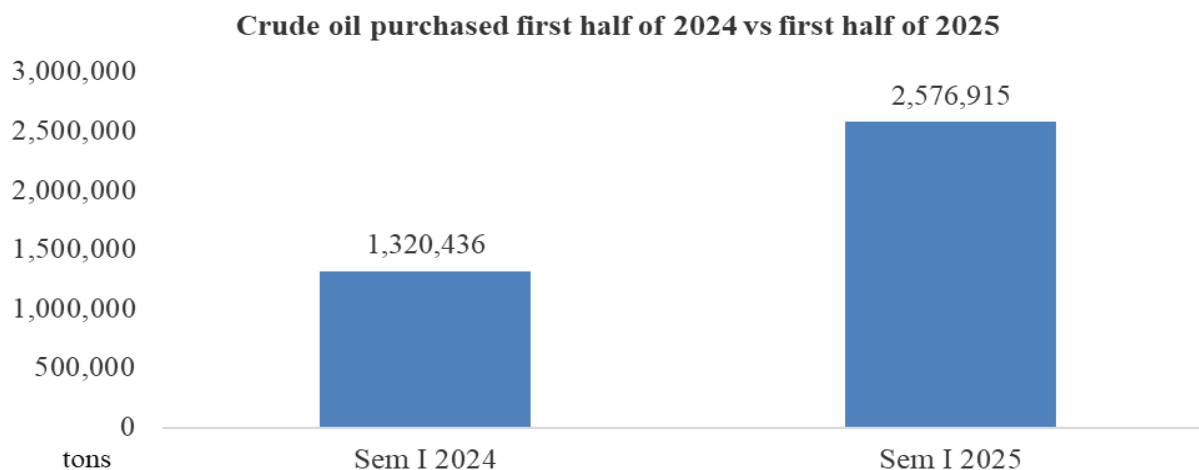
3.3. COMMERCIAL ACTIVITY

3.3.1. COMMERCIAL ACTIVITY carried out at Năvodari Work Point (Petromidia Refinery) in the 1st Half of 2025

A. Feedstock supply

In the first semester of 2025, Rompetrol Rafinare S.A. carried out supply operations of crude oil and other raw materials, both from import and from the country, the information can be found synthetically presented below:

Feedstock purchases	Quantity (tons)
Crude Oil	2,576,915
Other feedstock	159,994
Total feedstock purchases	2,736,910
Total external purchases	2,698,701
Total internal purchases	38,209



In the first half of 2025, crude oil purchases were higher than the same period of last year when purchases were lower due to the technical revision carried out in the months march-may 2024.

The main supplier of imported feedstock was KazMunayGas Trading AG.

The main internal suppliers of feedstock were:

- Bunge Biocombustibil
- Expur SA.
- Socar Petroleum
- Lukoil Romania

B. Sales

Sales in the first half of 2025 amounted to a total of 2,488,705 tons compared to 1,504,808 tons in the same period in 2024. The net value of end product sales was 1,671,426,847 USD compared to 1,230,892,426 USD in the first half of 2024, equivalent to 7,654,876,345 RON compared to 5,666,220,798 RON.



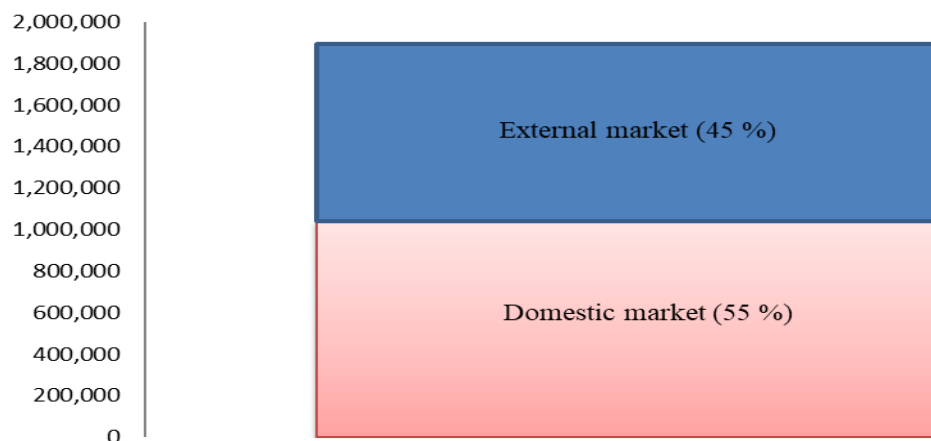
In terms of sales markets, the share of domestic sales was higher (57%) than external market. On the external markets, sales amounted to a total 1,059,469 tons and a net value of 683,862,352 USD.

Structure of end products sales by distribution channels



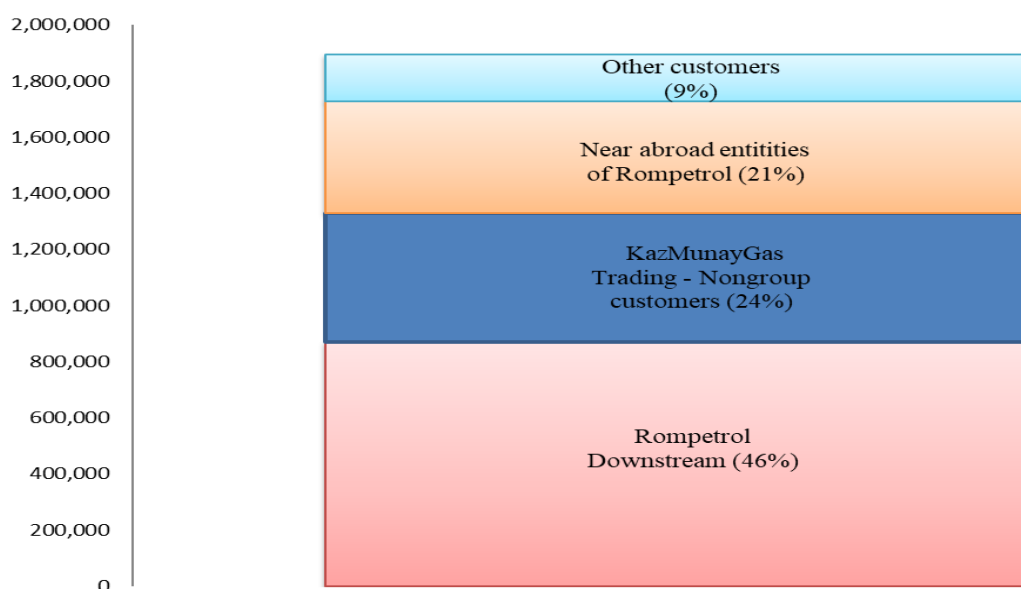
From the total amount of end products sold, approx. 76% represented gasoline and diesel sales, respectively 1,894,538 tons. Regarding the distribution channels of these products, the domestic market had a higher share of 55%, 857,142 tons of gasoline and diesel were sold on the foreign market, representing 45%.

Structure of motor fuels sales by distribution channels





Regarding the partners, the largest volume of gasoline and diesel was sold to Rompetrol Downstream (46%).



Gasoline

Of the total quantity of 722,761 tons of gasoline sold, approx. 74% was sold on the external market, whereas the remaining percentage was sold on the domestic market. Approx. 67% of the total quantity of gasoline was unleaded europlus gasoline.

Diesel

Between January and June 2025, were sold 1,171,777 tons of motor diesel, the percentage of domestic sales (72%) exceeding that of external sales.

LPG

A total of 113,459 tons of liquefied petroleum gases was sold to Rompetrol Gas S.R.L.

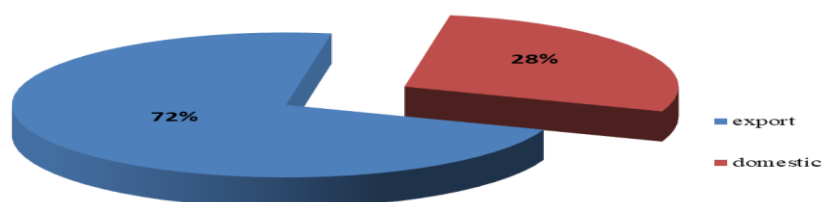
As concerns the other groups of products, the domestic sales were higher than the external ones for jet and petroleum coke, and lower than the external ones for sulphur and fuel oil.



3.3.2. COMMERCIAL ACTIVITY carried out at Vega Refinery (in Ploiești) in the 1st Half of 2025

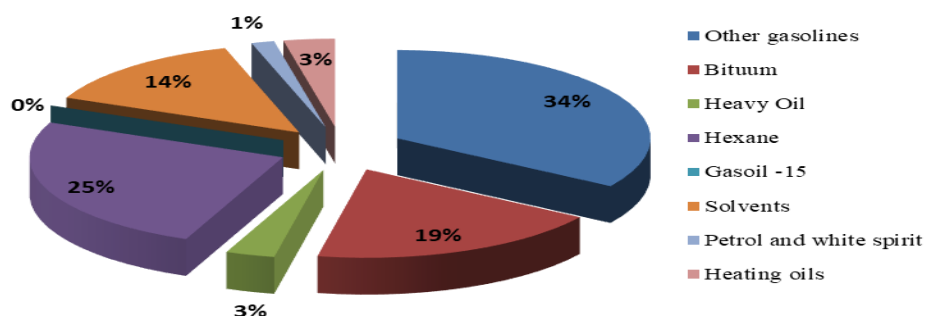
The sales of the Vega Refinery work point in Ploiesti in the first half of 2025 totaled a quantity of 175,845 tons compared to 110,574 tons in the same period of 2024, which means an increase by 37% in traded volumes. In sales markets, sales on the domestic market were lower (28%) than those on the foreign market (72%). In the external distribution channel, 126,795 tons were sold compared to 47,352 tons sold in the first part of 2024 in the same channel.

Sales on distribution markets [%]



White product sales (gasoline naphtha, ecologic solvents, n-hexane, white spirit) represented about 75% of the total sales in first half of 2025.

Sales on products [%]



The main external sales markets were: Hungary, Turkey, Germany and India.



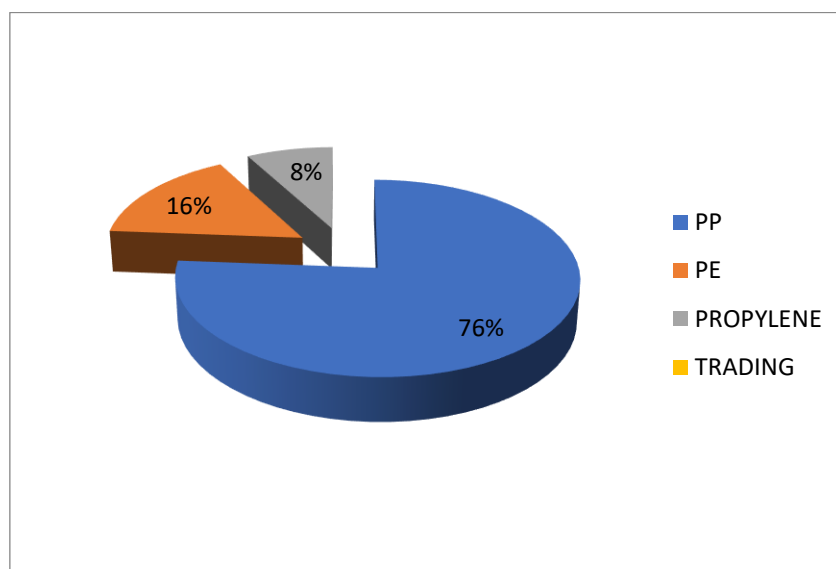
3.3.3. COMMERCIAL ACTIVITY carried out in Petrochemicals Area in the 1st Half of 2025

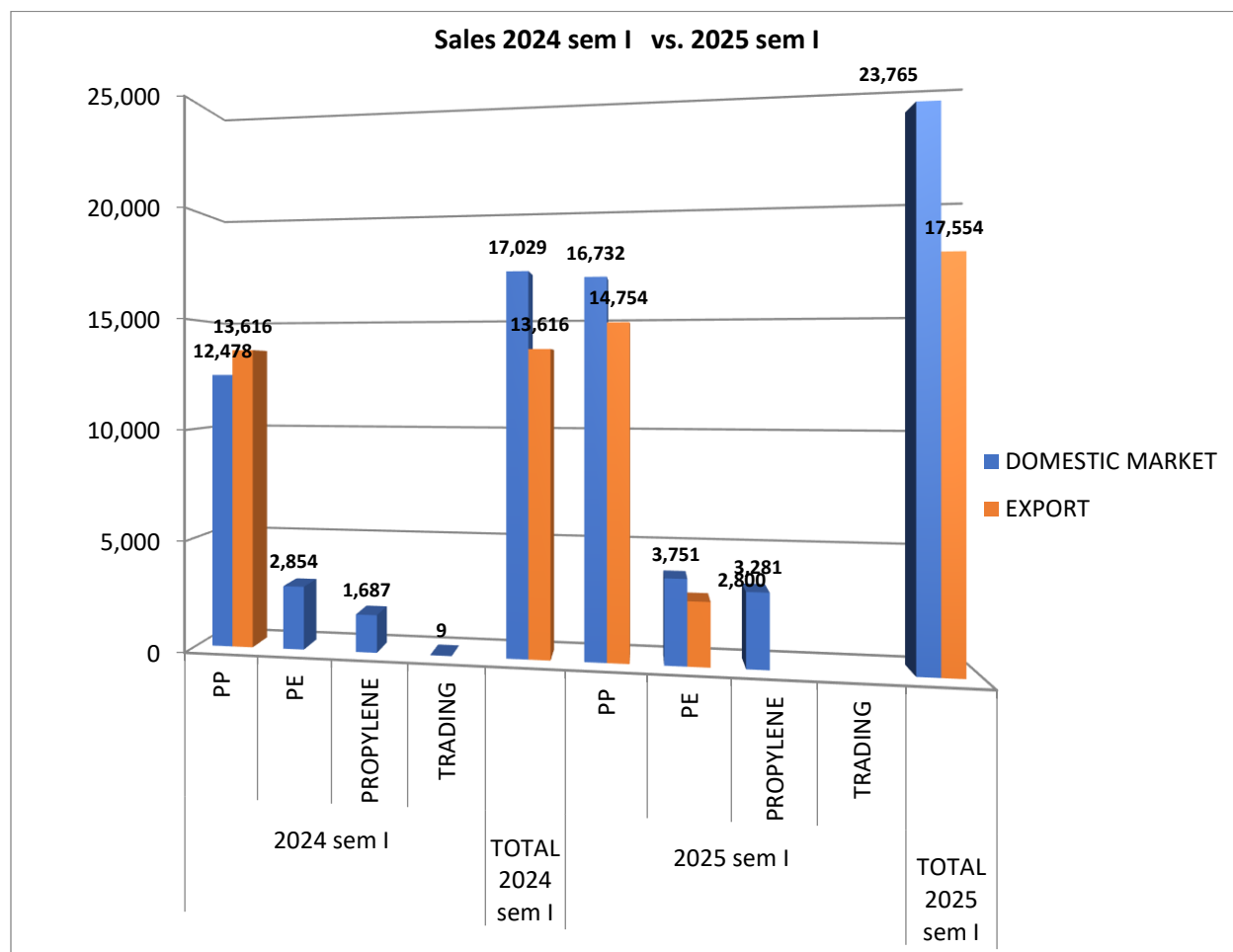
Rompetrol Rafinare – Petrochemicals Area is the single producer of polypropylene (PP) and polyethylene (LDPE) in Romania.

Besides its own products, the Company is now actively selling a wide range of petrochemical products which are not currently produced by the Rompetrol Rafinare – the Petrochemical Plant, but which are in demand on the Romanian market, namely: High density polyethylene variants (HDPE pipe variants), linear low density polyethylene (LLDPE), PVC, PET and PP.

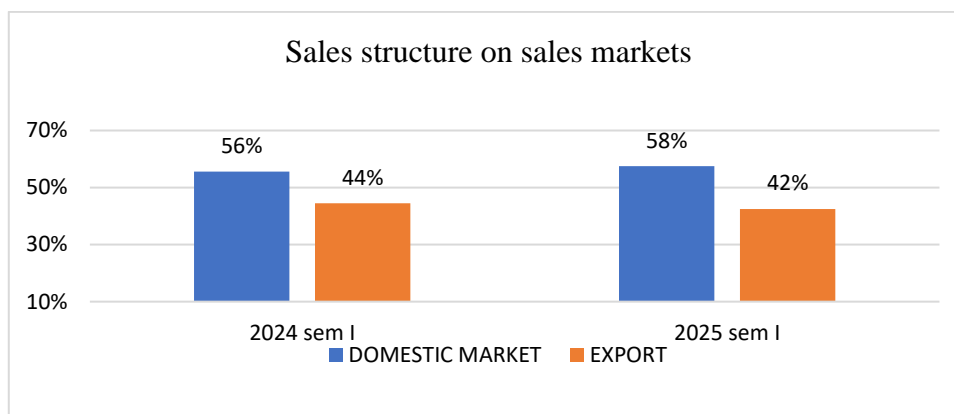
The sales of the Petrochemicals Area in the first half of 2025 amounted to a total quantity of 41,319 tons, up by 35% compared to the same period last year.

In the first half of 2025, 76% of the total sales were represented by polypropylene (PP), 16% by polyethylene (PE: LDPE and HDPE) and the remaining 8% represents the sales of propylene.





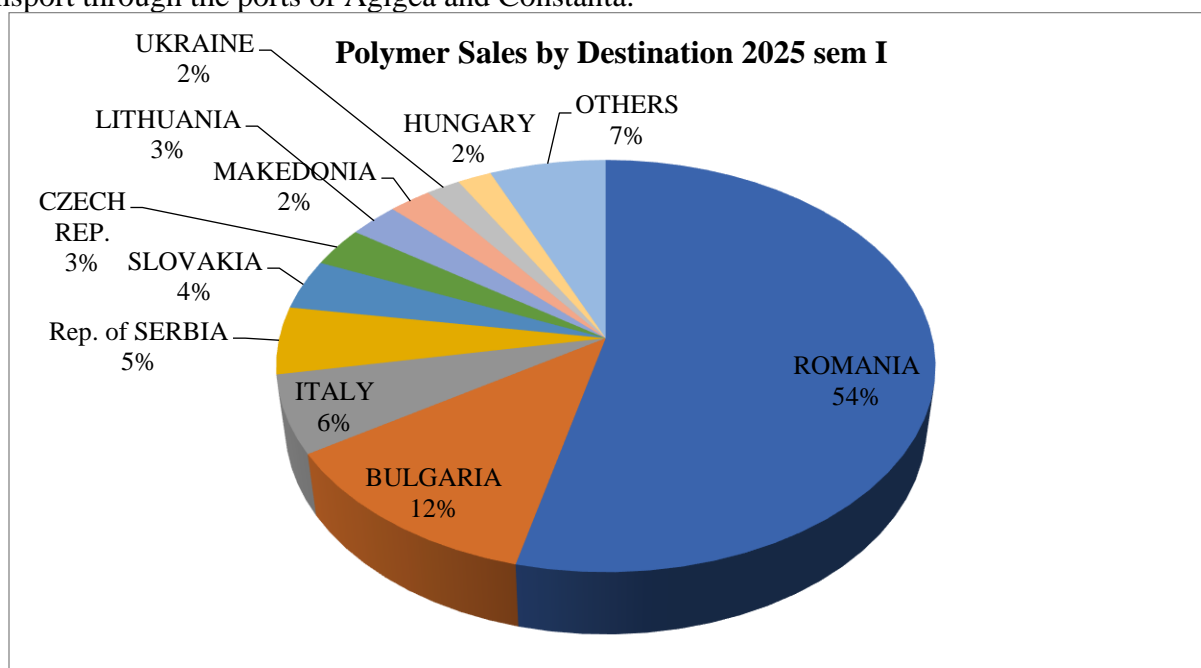
Out of total sales, 58% is the domestic market and the rest of 42% represents exports.



The most important distribution channels for polymers (PP, LDPE and HDPE) are Romania-54%, Bulgaria-12% and Italy-6%.

The external sales of polymers were targeted to both the European Union and third countries. The intra-communitarian deliveries represented approx. 90% of the total export sales of finished goods, the difference representing the export sales on the non EU markets.

The distribution of petrochemical products sold by Rompetrol Rafinare SA was done by means of auto and railway in the case of sales on the domestic market and, in the case of sales on the foreign market, the distribution of these products was made both by means of automotive and maritime transport through the ports of Agigea and Constanta.





3.4. Elements, events or factors of uncertainty that affect or could affect the Company's liquidity

The first semester of 2025 was mainly influenced by the volatility of the oil and natural gas market environment, in the context of lower gross refinery margins reported by the company in the first half of 2025 compared to the first half of 2024, due to a greater decline in petroleum product prices compared to the negative evolution of crude oil market prices during this period.

Rompetrol Rafinare SA recorded a turnover tax expense specific to the sector of activity in the amount of approximately RON 43.7 million related to the reporting period (specific turnover tax introduced in 2024 for legal entities conducting activities in the oil and natural gas sectors that recorded a turnover of over 50 million EUR in the previous year).

The company made efforts to maintain the capacity to cover current liabilities from current assets, with the current liquidity indicator increasing compared to the same period last year, 0.49 in the first semester of 2025 versus 0.50 in the first semester of 2024.

The liquidity risk derives from the possibility that the financial sources may not be available so as to honor the Company's due obligations on time. The company's management monitors daily with the help of the forecasted cash the level of liquidity and ensuring the fulfillment of obligations towards suppliers, the state budget, local budgets, etc. according to their enforceability. The current and immediate liquidity ratios are continuously monitored.

Among the factors that may influence the Company's liquidity in the future are:

- The volatility of the international oil and gas market with an impact on refinery margins;
- Potential changes to the legislative framework in Romania and/or the EU in the field of greenhouse gas emission reduction, environmental protection and energy;
- Fluctuations in interest rates and exchange rates;
- The volume of maintenance and development investments;
- Tax rates, including the introduction of new taxes.

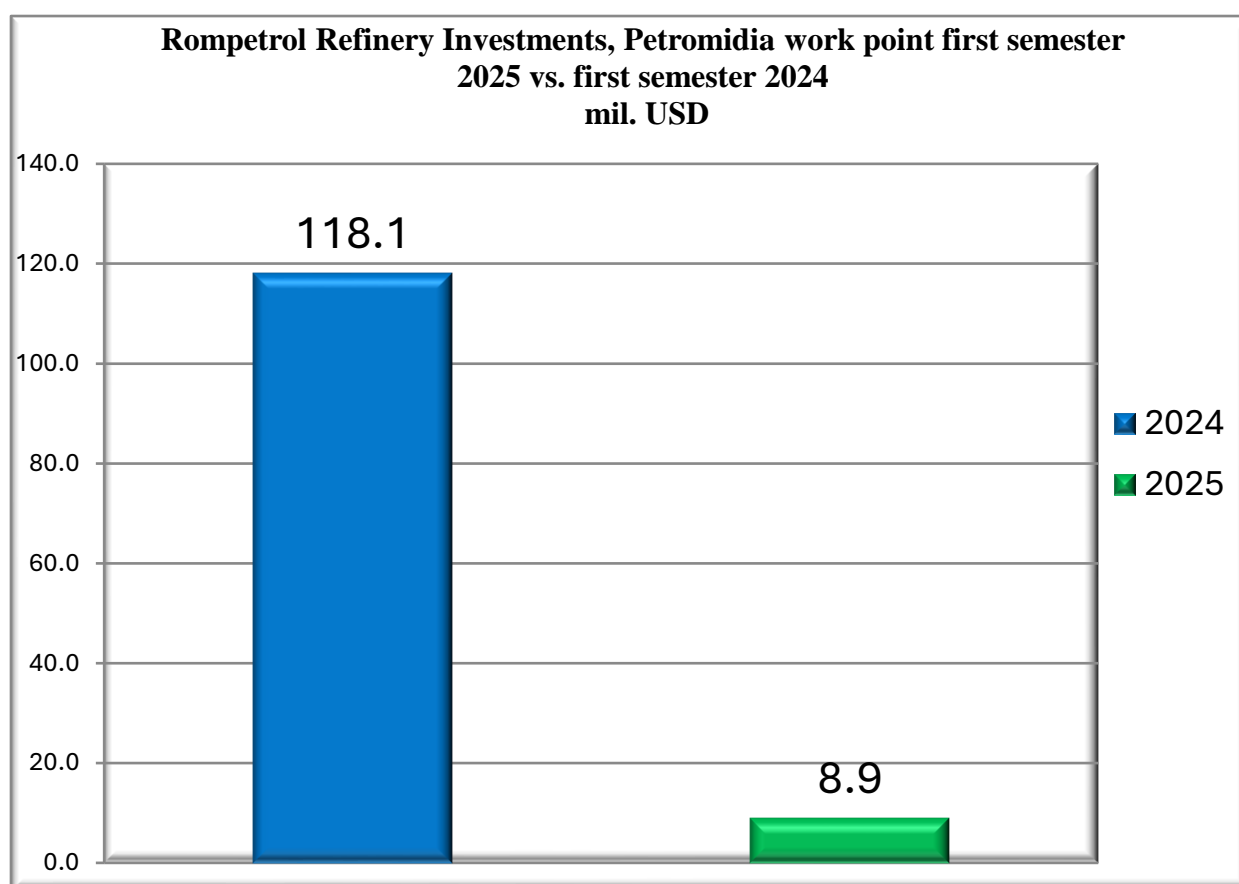


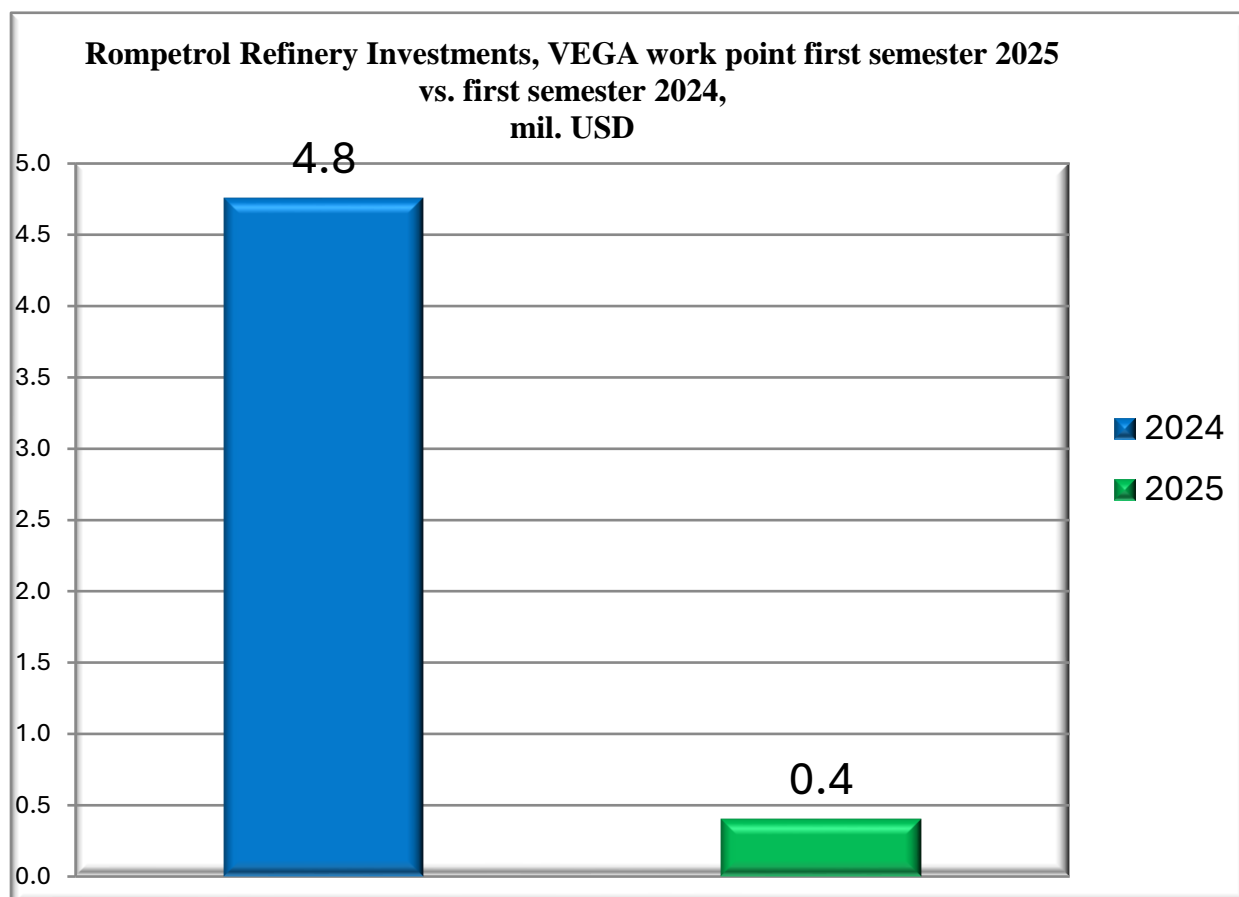
3.5. Capital expenditures, current - first semester 2025

Between **January and June 2025**, the company has made investments in a total amount of approx. **USD 9.3 million**.

Out of this amount, **USD 8.9 million** was used by Petromidia Refinery in its investment projects described in the “Objectives of the Investment Program” Section.

A comparative analysis of the investments in the first half of 2025 vs. the first half of 2024 for both the Petromidia and VEGA refineries is shown in the diagrams below:





3.6. Events, transactions, which affected the income from the core activity

In the first semester of 2025 net turnover increased by 34% compared to the same period last year, mainly as a result of the fact that the operational activity in the first semester of 2024 was influenced by the carry on of the planned General Turnaround, which led to approximately two months of shutdown of production operations.

In first half of 2025, the total throughput for Petromidia refinery was 2.79 million tons, higher by 61% than previous year the same period when the total throughput was 1.73 million tons, the activity in H1 2024 being correlated with planned shutdown for General Turnaround activity and lower throughput of 10.67 kt/day considering operation of Petromidia refinery without Mild Hydrotreater (MHC unit), due to the incident occurred on 21st of June 2023, the unit being restarted on 26th of February 2024. In this context, the company recorded higher volumes of production and



sale of petroleum products in H1 2025 compared to H1 2024, aspects that generated a higher turnover recorded by Rompetrol Rafinare in the first semester of 2025 vs. H I 2024.



4. CHANGES AFFECTING THE SHARE CAPITAL AND THE COMPANY MANAGEMENT

During the period under review there were no cases where the Company was unable to meet its obligations.

During the period under review, there were no changes that could influence the value of the Company's share capital.

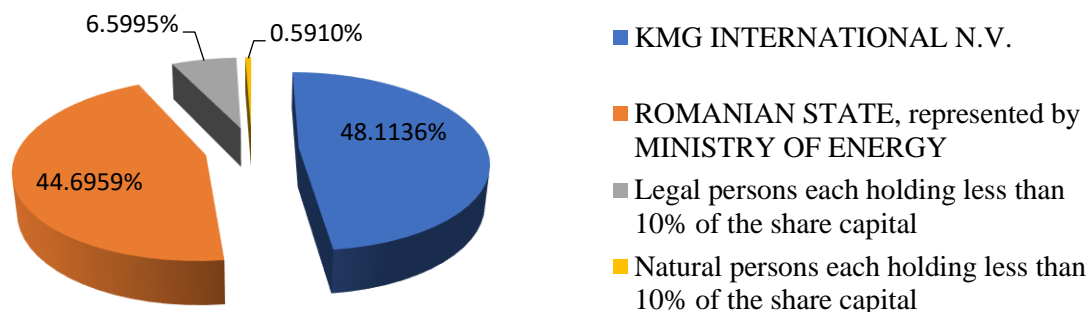
As of 30.06.2024, the Company's share capital registered with the Depozitarul Central S.A. was represented by 26,559,205,726 shares, with a par value of RON 0.10 per share, in the total amount of RON 2,655,920,572.60.

The consolidated summary structure of ROMPETROL RAFINARE S.A. shareholders, according to the Consolidated Register of Shareholders as of 30.06.2024 issued by the Depozitarul Central S.A. is as follows:

SHAREHOLDER (as of 30.06.2024)	NUMBER OF SHARES (as of 30.06.2025)	PERCENTAGE OF PARTICIPATION IN THE SHARE CAPITAL (as of 30.06. 2025)
KMG INTERNATIONAL N.V.	12,778,577,732	48.1136%
THE ROMANIAN STATE represented by the Ministry of Energy	11,870,877,580	44.6959%
Shareholders (Legal entities) who each own less than 10% of the share capital, together holding:	1,752,780,875	6.5995%
Shareholders (Individuals) who each own less than 10% of the share capital, together holding:	156,969,593	0.5910%
TOTAL	26,559,205,726	100%



The structure consolidated by the Depozitarul Central S.A. on June 30,



Note:

On June 30, 2025, the shareholders of the KMG International Group hold 14,510,324,147 shares, representing 54.6339% of the share capital

It should be noted that Rompetrol Rafinare SA (part of the KMG International Group) operates the Petromidia and Vega Refineries and holds a controlling interest in the following companies:

Directly:

- Rompetrol Downstream SRL (99.994688898% ownership)
- ROM OIL SA (99.9998508% ownership)
- Rompetrol Quality Control SRL (70.91%)
- Rompetrol Logistics SRL (66.1911% ownership)
- Rompetrol Petrochemicals SRL (100% ownership)

Indirectly:

- Global Security Sistem SA (via Rompetrol Logistics SRL)
- Rompetrol Gas SRL (via Rompetrol Logistics SRL)

As a result, Rompetrol Rafinare SA's shareholdings automatically affect the companies in which Rompetrol Rafinare directly and indirectly holds a controlling interest. Rompetrol Rafinare operates the Petromidia Refinery and the Vega Refinery, Rompetrol Downstream operates the Rompetrol filling station network, while Rom Oil operates the Company's network of depots.



At the end of the first half of 2025, the Company has two working points, namely:

- i) Working Point located in Navodari, 1-283 Navodari Boulevard, Constanta County, named *Rompetrol Rafinare – Petromidia Refinery Working Point*.
- ii) Working Point located in Ploiesti, 146 Valeni Street, Prahova County, which carries out its activity in the space owned by the Company, named *Rompetrol Rafinare – Vega Refinery Working Point*.

4.1. Changes in the administration of the Company

• Changes in the composition of the Board of Directors

During the first half of 2025, the following changes occurred in the Board of Directors:

- *January 31, 2025, and February 1, 2025:* Based on the decisions of the Board of Directors, Mr. Yedil Utekov was appointed as temporary director of the Company and Chairman of the Board of Directors, as well as Mr. Erik Sagiyeu as temporary director of the Company following the resignation of Mr. Sergey Khegay from his position as temporary director and Chairman of the Board of Directors and Mr. Pavel Romanenko from his position as director, effective February 1, 2025 (the last day of their mandates being January 31, 2025).
- *April 29, 2025:* According to Resolution No. 4/2025 adopted by the Ordinary General Meeting of Shareholders, starting with April 29, 2025, two positions on the Board of Directors, Messrs. Erik Sagiyeu and Yedil Utekov were approved as new permanent members of the Company's Board of Directors for a term **expiring on April 30, 2026** (the expiration date of the current members of the Board of Directors).

The Company's directors in office on June 30, 2025, are:

- **Mr. Yedil Utekov**, a citizen of the Republic of Kazakhstan, is the Chairman of the Board of Directors and a non-executive director.
- **Mr. Erik Sagiyeu**, a citizen of the Republic of Kazakhstan, is a member of the Board of Directors and a non-executive director.
- **Mr. Adrian Tohanean**, a citizen of Romania, is a member of the Board of Directors and a non-executive director.



- **Ms. Tamila Mikulich**, a citizen of Ukraine, is a member of the Board of Directors and a non-executive director.
- **Mr. Nicolae Bogdan Codrut Stanescu²**, a citizen of Romania, is a member of the Board of Directors appointed by the Ministry of Energy and an independent non-executive director.
- **Mr. Bogdan-Catalin Steriopol³**, a citizen of Romania, is a member of the Board of Directors appointed by the Ministry of Energy and an independent non-executive.
- **Mr. Constantin Saragea⁴**, a citizen of Romania, is a member of the Board of Directors appointed by the Ministry of Energy and a non-executive director.

There have been no changes in the composition of the Board of Directors since June 30, 2025, as of the date of this Half-Year Report.

- **Committees set up at the level of the Board of Directors**

In its activity, the Board of Directors is supported by two advisory committees, namely the Audit Committee and the Strategy Committee, which are in charge of analyzing and making recommendations to the Board of Directors in specific areas and are required to submit regular activity reports to the members of the Board of Directors.

²Proposed to the Board of Directors of the Company by the significant shareholder, the Romanian State, through the Ministry of Energy. Elected as a member of the Board of Directors by Resolution No. 3/2018 adopted by the Ordinary General Meeting of Shareholders on April 27, 2018, and re-elected by Resolution No. 3/2022 OGMS of April 28, 2022, for a new term of office of 4 years, i.e., from May 1, 2022, until April 30, 2026. He was also a director of the Company from June 12, 2015, to April 27, 2016.

³Proposed to the Board of Directors of the Company by the significant shareholder, the Romanian State, through the Minister of Energy. Mr. Bogdan Catalin Steriopol was interim director of the Board of Directors from June 4, 2020, to September 18, 2020, then elected permanent director by Resolution No. 6/2020 of the Ordinary General Meeting of Shareholders of September 18, 2020, for a term of office that expired on April 30, 2022. He was re-elected on April 28, 2022, for a new 4-year term of office, i.e., from May 1, 2022, to April 30, 2026.

⁴Proposed to the Board of Directors of the Company by the significant shareholder, the Romanian State, through the Minister of Energy. Mr. Constantin Saragea was interim director of the Board of Directors from August 1, 2023, to April 30, 2024, then elected permanent director by Resolution No. 2/2024 of the Ordinary General Meeting of Shareholders of April 26, 2024, for a term of office from May 1, 2024, to April 30, 2026.



➤ **Audit Committee**

During the first half of 2025, the Audit Committee structure has not changed since December 31, 2024:

Thus, the composition of the Audit Committee as of June 30, 2025, is as follows:

- **Mr. Dan Alexandru Iancu** – *Chairman*
- **M. Adrian Tohanean**, non-executive director, elected by Decision No. 2 adopted by the Board of Directors on May 3, 2023 – *Member*
- **Mr. Nicolae Bogdan Codrut Stanescu**, independent non-executive director – *Member*.

➤ **Strategy Committee**

During the first half of 2025, the structure of the Strategy Committee changed as follows:

For the period January 1, 2025 – January 31, 2025, the Strategy Committee structure was as follows:

- **Mr. Sergey Khegay**, non-executive director, elected by Decision No. 2 adopted by the Board of Directors on October 14, 2024 – *Chairman*
- **Ms. Tamila Mikulich**, non-executive director – *Member*
- **Mr. Pavel Romanenko**, non-executive director – *Member*
- **Mr. Bogdan-Catalin Steriopol**, independent non-executive director – *Member*
- **Mr. Constantin Saragea**, non-executive director – *Member*

For the period April 29, 2025 – June 30, 2025, the structure of the Strategy Committee was as follows:

- **Mr. Yedil Utekov**, non-executive director – *Chairman*
- **Mr. Erik Sagiyeu**, non-executive director – *Member*
- **Ms. Tamila Mikulich**, non-executive director – *Member*
- **Mr. Bogdan-Catalin Steriopol**, independent non-executive director – *Member*
- **Mr. Constantin Saragea**, non-executive director – *Member*

- **Changes regarding the Executive Management**

According to the provisions of the Articles of Association of the Company, **the only positions to which the management of the Company is delegated under the provisions of Article 143 of Law 31/1991 on companies are those of General Manager and Financial Manager**. Any other managerial position within the Company (Human Resources Director, Commercial Director,



Administrative Director, IT Director, etc.), regardless of its title, does not also involve the management of the Company.

The term of office of the Executive Directors may not exceed the term of office of the directors who appointed them.

General Manager

During the first half of 2025, the position of General Manager of Rompetrol Rafinare SA was held by **Mr. Florian Daniel Pop**

Starting **July 8, 2025**, **Mr. Sorin Graure** took over as General Manager of Rompetrol Rafinare SA.

According to the Articles of Association, the other organizational structures of the Company are directly subordinated to the General Manager of the Company, and the General Manager is directly subordinated to the Board of Directors.

Financial Manager

During the first half of 2025, the position of Financial Manager of Rompetrol Rafinare SA was held by **Mr. Alexandru Stavarache**.

- **Changes regarding the Financial Auditor of the Company**

According to Decision No. 5/2025 adopted by the Ordinary General Meeting of Shareholders on April 29, 2025, PricewaterhouseCoopers Audit SRL, with its registered office in Bucharest, District 1, 1A Poligrafiei Boulevard, Ana Tower, 24/3 floor, EUID ROONRC. J40/17223/1993, Tax Number RO4282940, was approved as the financial auditor of Rompetrol Rafinare SA, for a period of 4 (four) years, respectively for auditing the financial statements of the Company for the fiscal years 2025 – 2028, both for conducting the statutory audit and to ensure sustainability reporting for the above-mentioned period, starting with the date of this Meeting.



5. IMPORTANT EVENTS – FIRST SEMESTER 2025

5.1. RELATED PARTIES

Sales and purchases to and from related parties are part of the current business and are made on a basis that considers that the market terms and conditions are applicable to the nature of the goods and services supplied or received.

A. At 30 June 2025 and 31 December 2024, Rompetrol Rafinare SA had the following balances with the related parties:

	Receivables and other assets	
	June 30, 2025	December 31, 2024
KazMunayGas Trading AG	283,787,439	191,393,723
Rompetrol Downstream S.R.L.	791,880,084	595,113,264
Rompetrol Petrochemicals S.R.L.	481	481
KMG International N.V.	21,473	672,666
Rompetrol Gas SRL	33,374,113	3,489,482
Rompetrol Moldova ICS	33,757,647	61,461,741
Rompetrol Bulgaria JSC	-	23,425,368
Rominerv S.R.L.	2,641,102	23,178,020
Rompetrol Quality Control S.R.L.	4,001,822	179,554
Rompetrol Logistics S.R.L.	2,657	1,988
Midia Marine Terminal S.R.L.	1,523,563	1,442,885
Midia Green Energy SA (former Uzina Termoelectrica Midia SA)	274,985	274,985
KMG Rompetrol SRL	89,585,265	36,327,732
Global Security Systems S.A.	606,718	610,005
Rompetrol Energy S.A.	82,158,066	69,322,732
Byron Shipping Ltd.	2,001	2,759
Oilfield Exploration Business Solutions S.A.	3,002,902	2,990,454
Rompetrol Financial Group SRL	11,310	11,321
KMG Rompetrol Services Center SRL	43,097	47,455
KMG Rompetrol Development SRL	-	485,655
Total	1,326,674,724	1,010,432,269

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KazMunayGas
International
Group Member

	Payables, loans and other liabilities	
	June 30, 2025	December 31, 2024
KazMunayGas Trading AG	2,880,724,513	3,789,357,013
Rompetrol Downstream S.R.L.	33,282,781	50,200,971
Rompetrol Petrochemicals S.R.L.	6,981,531	6,981,531
Rompetrol Gas SRL	32,853,831	35,864,103
Rompetrol Moldova ICS	78,414,759	128,591,613
Rominserv S.R.L.	84,961,153	194,641,119
Rompetrol Quality Control S.R.L.	5,004,685	1,086,136
Midia Marine Terminal S.R.L.-trade debts	10,105,727	5,779,277
Midia Green Energy SA (former Uzina Termoelectrica Midia SA)	415	415
KMG Rompetrol SRL- debt cash pooling	2,156,763,890	1,746,434,350
KMG Rompetrol SRL-interest cash pooling	14,486,062	12,450,257
KMG Rompetrol SRL-trade debts	5,645,657	8,735,344
Global Security Systems S.A.	1,361,656	1,348,557
Global Security Systems Fire Services S.R.L.	1,859,020	1,859,020
KMG Rompetrol Development	175,494	-
Rompetrol Energy S.A.	24,662,175	28,502,064
KMG Rompetrol Services Center SRL	1,308,765	1,007,948
Rompetrol Bulgaria JSC	3,028	-
TRG Petrol Ticaret Anonim Sirketi	10,346	10,346
Total	5,338,605,487	6,012,850,063

The company concluded a Cash Pooling agreement for implementing a cash balance optimization system, in which KMG Rompetrol SRL is the “Coordinating company” and Rompetrol Rafinare SA is a participating company; maturity on 4 August 2026, with annual automatic prolongation of maturity.

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B. In the first semester of 2025, respectively in the first semester of 2024, Rompetrol Rafinare had the following transactions with the related parties.

Name of related party	Nature of transaction , sales / purchases	Sales		Purchases	
		January - June 2025	January - June 2024	January - June 2025	January - June 2024
KazMunayGas Trading AG	Raw materials / Petroleum products	2,480,616,632	809,251,368	6,404,069,242	5,226,464,328
Rompetrol Downstream S.R.L.	Petroleum products, rent, utilities and other	3,003,027,786	3,455,999,769	1,232,680	1,311,506
KMG International N.V.	Loan interest, management services	-	-	6,870,607	3,455,972
Rompetrol Gas SRL	Platform operation, propane / Petroleum products, rent, loan interest, other	252,615,240	123,666,622	1,279,661	571,716
Rompetrol Moldova ICS	Sales intermediary services	760,523,230	569,966,191	212	-
Rompetrol Bulgaria JSC	Sales intermediary services	1,092,430	12,890,802	-	-
Rominerv S.R.L.	Acquisition and maintenance of fixed assets	1,573,068	1,667,557	139,574,549	604,359,220
Rompetrol Quality Control S.R.L.	Laboratory analysis/Rent, utilities, other services, dividends	1,050,986	866,116	26,393,627	26,631,790
Rompetrol Logistics S.R.L.	Transport, rent/Rent, utilities	14,106	50,471	82,162	82,162
Midia Marine Terminal S.R.L.	Handling services/ Rent,utilities, re invoicing, others	1,179,637	560,713	50,220,903	43,672,022
Rompetrol Well Services S.A.	Others	-	-	126	109
Rompetrol Energy S.A.	Acquisition of utilities	82,259,925	71,312,689	144,097,974	117,662,465
KMG Rompetrol S.R.L.	Loan interest, management services	5,878,140	8,409,235	109,082,453	95,402,926
Global Security Systems S.A.	Security and protection services	822	830	6,366,496	4,937,915
Global Security Systems Fire Services SRL	Security and protection services	-	-	5,534,514	4,639,095
Byron Shipping S.R.L.	Demurrage /Rent, reinvoices of other services	13,043	12,852	-	-
Romol S.A.	Reinvoicing bank loan fees	-	96,905	-	10,245
KMG Rompetrol Services Center SRL	Shared services	228,176	231,228	6,417,062	6,797,961
		6,590,073,221	5,054,983,348	6,901,222,268	6,135,999,432

The Ministry of Public Finance of Romania ("MFPR") held 44.6959% of the share in Rompetrol Rafinare SA from September 2010 until July 2012. Starting July 2012, based on a Government Ordinance, the Ministry of Economy Trade and Business Environment ("MECMA") became shareholder until May 2013 when, following the reorganization of MECMA, the Ministry of Economy ("ME") became the new shareholder. The ministry was later renamed as Ministry of Energy, Small- and Medium-sized Enterprises and Business Environment ("MEIMMMA") and later on renamed as Ministry of Energy ("ME"). According to OUG 68/06.11.2019 it has been renamed to the Ministry, Energy and Business Environment ("MEEMA") and is currently called the Ministry of Energy ("ME").

As a result, MFPR, MECMA, ME, MEIMMMA, MEEMA and Other Authorities are considered to be a related party of the The Group. There are no transactions, balance sheets at the year-end in relation with MFPR, MECMA, ME, MEIMMMA, MEEMA and other Romanian authorities during the time of their affiliation, other than those arising from Romanian fiscal and legislation requirements.



Regarding **purchases in relation to related parties amounting to 6,901,222,268 lei registered in the first semester of 2025 compared to 6,135,999,432 lei in the first semester of 2024**, recorded an increase of 12% mainly due to transactions with KazMunayGas Trading AG, the main supplier of crude oil and other raw materials for Rompetrol Rafinare S.A. In the context of the increased quantities of crude oil purchased and processed by the Company, in the first semester of 2025 compared to the same period in 2024, the value of transactions with KazMunayGas Trading AG increased by almost 23% in the first 6 months of 2025 compared to the value recorded in the same period in 2024.

Regarding **sales in relation to related parties of 6,590,073,221 lei recorded in the first semester of 2025 compared to 5,054,983,348 lei in the first semester of 2024**, characterized by an increase of 30%, these are mainly due to transactions in the sale of petroleum products. The main clients of Rompetrol Rafinare S.A. are represented by the parties KazMunayGas Trading AG, Rompetrol Downstream S.R.L, Rompetrol Gas SRL, Rompetrol Bulgaria and Rompetrol Moldova ICS. The increase in transactions value in relation to related parties in the first 6 months of 2025 compared to the same period of 2024 was determined by the higher volume of petroleum products sold to them in H1 2025 compared to H1 2024 as a result of the increase in the volumes of processed raw materials and the production of petroleum products, with operational activity in the first half of 2024 being affected by the carry on of the planned General Turnaround.

5.2. LEGAL MATTERS

Litigation with the State involving criminal charges

I. Criminal case

According to an Order issued April 22, 2016, Prosecutor's Office of Romania with the General Headquarters of the Department for Fight Against Organized Crime and Terrorism (DIICOT) investigated the case against 26 suspects under charges of organized crime (few of them being former employees/managers of the Company) allegedly perpetrated during 1999 – 2010 – Case 225.

Further prosecutor orders as well statements of defenses were issued and submitted during 2016 – 2019 and finally on December 5, 2019 Prosecutor's Office of Romania closed the criminal file, discharged all allegations and lifted the criminal seizure over Rompetrol Rafinare's assets, but still kept a precautionary seizures over 4 installations (for a value of \$106.5m) in case any alleged civil party is damaged by the said ordinance.



On July 2020 the Supreme Court rejected all the complaints against the closing of the file and on October 14, 2022 the remaining criminal seizure was dismissed by the Court.

The Company lifted the criminal precautionary seizure from the Land Book.

II. Civil files

A. Once the criminal case was closed, Faber (a former minority shareholder of the Company) submitted a civil claim to the Bucharest court against both the Group companies and former criminal defendants. The Court imposed Faber to pay a stamp fee of \$530,000 to have the civil claim duly registered on the court docket.

On May 25, 2020 the Bucharest Court rejected the request of Faber for settlement of the stamp fee that Faber should pay for its claim. On July 8, 2020 Bucharest Court annulled Faber's claim as unstamped. A second similar claim of Faber was rejected again by Bucharest court in January 2022 for non-paying of the stamp fee.

On February 10, 2022 the Company was informed by the Constanta court that Faber submitted for the third time its civil claim in tort against the Group companies and defendants for the same amount of \$55m as principal (\$118m including penalties). The Company submitted its reply, pointing out that before any step forward Faber should pay the stamp fee according to the law and, on top of it, previous decisions the Bucharest Court issued before on the same matter. The next hearing is scheduled for November 26, 2025.

B. On the other hand, as Case 225 was finally closed, Faber resumed several civil cases which were suspended back in 2005 - 2007 due to the 225-criminal case and by which Faber challenged the Rompetrol Rafinare corporate documents approved within the privatization process (2001 - 2006) to meet the terms and conditions of the privatization contract.

Until know all claims of Faber either have been withdrew by Faber or have been dismissed by the Court (for couple of them a final and irrevocably decision being issued).



Procedure in which is involved Rompetrol Rafinare SA, Rominserv SRL, and employees of the two companies, following of a technical incident occurred in Petromidia refinery on August 22, 2016

On 22 August 2016 a technical incident occurred within the DAV plant. Following the event, two employees of a Group' subsidiary Rominserv SRL suffered burns and two employees passed away.

Following the completion of the criminal prosecution, Rompetrol Rafinare SA, Rominserv SRL and other three employees were put on trial for: the non-observance of the legal labor health and safety measures, bodily harm by negligence, manslaughter and accidental pollution.

The next hearing is scheduled for October 14, 2025.

Considering the allegations, each company is facing, a maximum exposure of approximately RON 3.6 million.

Regarding this legal matter Rompetrol Rafinare booked a provision in amount of RON 3.6 million.

Litigation on Tax Assessments received by Rompetrol Rafinare SA in 2017

In December 2017, the National Agency for Tax Administration finalized the tax inspection in Rompetrol Rafinare (covering the period 2011 - 2015) for: VAT fiscal group (all entities from fiscal group were under fiscal control), income tax, withholding tax and excise.

Thorough the Assessment Decision (received in January 2018), there were imposed the following additional taxes: RON 26.1 million representing VAT (of which RON 13.1 million related to VAT of Rompetrol Rafinare SA the rest belonging to the VAT group companies), RON 6.5 million representing Rompetrol Rafinare SA withholding tax and decrease of Rafinare's fiscal loss with RON 144.4 million. The related penalties assessed are in amount of RON 16.3 million for all VAT group companies. The principal additional taxes and related penalties were partially paid and partially compensated with receivable taxes and the remaining, the difference being paid in cash.

The tax assessment on VAT group and Rompetrol Rafinare SA was challenged on 26 February 2018. The contestation received a partial negative answer and the Group appealed against it in front of the Court of Appeal Constanta on July 25, 2019.



On April 28, 2021, Constanta Court of Appeal rejected Rompetrol Rafinare claim as ungrounded. The Company submitted an appeal in front of the High Court of Justice. The first term was set in the appeal for May 25, 2023 when the Court cancelled the first decision and sent back the file to be re-settled by the Constanta Court of Appeal having the first hearing on December 7, 2023 and on February 22, 2024, the Court admitted partially the challenge of Rompetrol. The court canceled mainly the fiscal authority decision regarding the amount of RON 6.47 million (referring to withholding tax for non-residents and related penalties) and sets that the amount of RON 80.5 million should be included in the fiscal loss.

The first hearing in the High Court was scheduled for June 19, 2025.

On June 24, 2025, the Supreme Court partially admitted both appeals, the Company's appeal as well as the ANAF's appeal, and cancelled the fiscal authority's decision on 4.69 million RON in withholding tax for non-residents and related penalties and 210,157 lei representing VAT and related penalties. The Court also ruled that 82.2 million RON should be included in the fiscal loss.

Regarding this legal matter Rompetrol Rafinare booked a provision in amount of RON 25.1 million.

Criminal case concerning Petromidia Refinery incident on July 2nd 2021

On July 2, 2021, there was an explosion followed by a fire at Petromidia refinery, Diesel Hydrotreatment Unit (in Romanian "instalatie Hidrofinare Petrol Motorina" hereinafter HPM plant). As a result of the incident, 3 employees of the company died and one employee was hospitalized due to a hip fracture. The criminal investigations are carried out by the Prosecutor's Office attached to the Constanta Tribunal, was finalised and communicated to the Company the technical expertise carried out by INCD INSEMEX Petrosani, at the request of the criminal investigation bodies, document analysed both by the criminal lawyers, by the party expert as well as and the company's specialists, objections and point of view of the party expert being submitted as well as requests for clarifications issued by the case prosecutor; the company has the quality of a civilly responsible party, hearings of the employees involved in the incident were performed. At this point the criminal investigation is ongoing. At the same time, the collective work accident is being investigated by the Territorial Labour Inspectorate according to the incident legislation who submitted in front of the criminal investigators their Work Accident Investigation Report

On July 11, 2022, the company settled the last potential civil claim with the heir of one of the employee passed away during the said incident.

The company remains involved in the criminal investigation as a civilly responsible party, and several employees involved in the event have provided statements to the judicial police.



DIICOT Criminal Investigation File in connection with Vega lagoons greening Project

During the investigation carried out by the Directorate for the Investigation of Organized Crime and Terrorism ("DIICOT"), investigation which is the subject of criminal case 279 / D / P / 2020, to the Company were communicated during 2021 a series of ordinances by which was requested to provide the documents to the criminal investigation bodies in connection with the works contracted for the greening of the lagoon 18 from the Vega refinery. On the date of drawing up this half-yearly report, the company has no quality in the criminal case. The suspicions of the criminal investigation bodies concern the alleged fictitious character of some services for which the Company would have unjustifiably paid the amount of approximately 10 million RON. On 23.02.2022, DIICOT informed the Company if it intends to become a civil party in the criminal proceedings mentioned above, the Company reserve right in relation to the evolution of the criminal case that is the subject of criminal case 279 / D / P / 2020, to make such a request to become a civil party, if the case.

The trial was sent to the regular panel and is expected a first hearing to be established. On March 2, 2023, the court kept the judicial control over the company's employees but lifting the interdiction for leaving the country. On March 9, 2023 the court finally lifted also the judicial control. On September 12, 2024, the last hearing was held. On October 16, 2024, the court rejected the complaints against the indictment but a challenge against this decision was submitted timely and a first hearing in appeal is scheduled on March 20, 2025, and a decision was postponed for June 2025.

On June 11, 2025, all appeals were dismissed as unfounded. Consequently, the commencement of the trial was ordered, with the first hearing date to be set in due course.

Criminal file regarding the incident in the Petromidia refinery – Polypropylene (PP) plant dated May 13, 2023

On May 13, 2023, an incident occurred in the PP plant in the Petromidia refinery, as a result of which 2 company employees died. Criminal investigations are carried out by the Prosecutor's Office of Constanta Court (Tribunal). In the criminal case, the company has no quality, until this moment a series of hearings have been conducted of the employees involved in the event or present at the workplace in the installation. At the same time, the work accident is being investigated by the Territorial Labor Inspectorate according to the legislation on work incidents. On July 16, 2025, the Territorial Labour Inspectorate issued the Report on the incident. According to the conclusions of the Report the individuals responsible are indicated as being the victims involved in the accident – main cause minimizing the risks of injury by voluntarily entering a confined space.



Criminal file regarding the incident in the Petromidia refinery – mild hydrocracking (MHC) plant dated June 21, 2023

On June 21, 2023, a fire occurred in the Petromidia refinery, at the MHC plant, with no recorded victims. Criminal investigations are carried out by the Prosecutor's Office next to the Constanța Court (Judecatorie). The company, as the injured party, formulated and submitted in the file a criminal complaint with the object of destruction. Also, at the request of both the Company and the Prosecutor's Office next to the Constanta Court, INCD INSEMEX Petroșani was ordered to carry out a technical judicial expertise in order to establish the causes of the incident. The Report was issued by INSEMEX at the begging of July. The Company has until end of August to submit the point of view in respect of INSEMEX Report. At the same time, the incident, falling under the category of major incidents in accordance with the legislation in force, is also being investigated by the Constanta Territorial Labor Inspectorate.

Windfall tax litigation

Case for 2022 windfall tax

Following the enactment of Emergency Ordinance No. 186/2022 regarding the emergency intervention to address the high energy prices, Rompetrol Rafinare paid on June 2023 the amount of RON 578 million.

After fulfilling the mandatory administrative procedure for challenging this tax which was rejected by the fiscal authorities, the Company filed in on March 8, 2024, the challenge in front of the court.

On July 10, 2024, the Court set the case framework, confirming that the fiscal authorities would be the defendants. Other procedural claims were rejected for consideration at this stage, and the court stated these would be addressed in the judgment on merits.

On September 24, 2024, the Court rejected the submission of the case to the ECJ but admitted submission to the Constitutional Court. As a result, the case is suspended pending a decision by the Constitutional Court. The case was registered to the Constitutional Court and waiting for the scheduling of the hearing.



Case for 2023 windfall tax

Additionally, the Company has filed an administrative challenge regarding the windfall tax paid in 2024 for the fiscal year of 2023. Being rejected by fiscal authority, the Company submitted a similar claim on February 4, 2025, for challenging the 2023 windfall tax. The hearing was on May 19, 2025, and on June 02, 2025; and on June 18, 2025, a resolution on submission of the case is expected to be sent to the ECJ (European Court of Justice) and the Constitutional Court.

On June 16, 2025, the Court admitted the request for submission to the Romanian Constitutional Court and on June 18, 2025, to the CJUE (The Court of Justice of the European Union) for all 6 preliminary questions proposed by the company. Until receiving the ruling from CJUE (The Court of Justice of the European Union), the court suspended the file (the decision is subject of appeal).

Turnover tax litigation

On August 6, 2024, Rompetrol Rafinare submitted a preliminary administrative complaint challenging the imposition of the turnover tax.

On August 8, 2024, the Company filed a request with the court to suspend the payment of the turnover tax until the main case was resolved. This request aimed to alleviate the immediate financial burden while the legal proceedings were ongoing.

On September 24, 2024, the Court rejected Rompetrol Rafinare's request for suspension of the turnover tax payment. On March 28, the Supreme Court rejected the appeal against denial of suspension.

To date, Rompetrol Rafinare has paid a total of RON 51.4 million in turnover tax for the first 3 quarters of 2024.

Since the administrative complaint was rejected, the company challenged it in court. The first hearing was set for February 13, 2025, when the court suspended the case and forward the file to Constitutional Court. The next hearing date in front of the Constitutional Court has not yet been set.



Vega Refinery (wastewater treatment supply services)

On June 7, 2024, Astra Ecoclean SRL unilaterally ceased providing wastewater treatment services for the Vega Refinery, which is not connected to the central sewer system of Ploiești and needs the collection and treatment of wastewater at the Corlătești Wastewater Treatment Plant owned by New Century Development SRL.

The pipeline system for wastewater collection is used by households and enterprises, local authorities located in the immediate vicinity of the Vega Refinery, which cannot connect to Ploiești's central sewer network as well.

The Corlătești Plant has been providing wastewater treatment services for the Vega Refinery even before privatization occurred in 1999. The Plant was operated by Gentoil SRL until December 2023. Subsequently, the treatment facilities were managed by Ecorin SRL, which provided services to the Vega Refinery until May 2024. The price for wastewater treatment services at that time ranged from 3 to 4.93 RON/m³ of treated wastewater.

In May 2024, the treatment facilities were leased to Astra Ecoclean SRL, which initially requested a service fee of 38-40 Euros/m³, later reducing it to 35 Euros/m³. Rompetrol Rafinare did not accept this proposal at a meeting held on May 31, 2024.

On June 6, 2024, Astra Ecoclean SRL sent a letter to Rompetrol Rafinare stating that the wastewater treatment will be limited to 2,000 m³/month, while the Vega Refinery's planned discharge is 90,000 m³/month. On June 7, 2024, Astra Ecoclean SRL completely stopped treating wastewater from the Vega Refinery.

On June 10, 2024, Rompetrol Rafinare sent a complaint letter to Astra Ecoclean SRL. Then, on June 13, 2024, it submitted a court injunction to prohibit Astra Ecoclean SRL from stopping wastewater treatment. Despite the arguments presented, the court rejected the application on grounds that Astra Ecoclean SRL does not have permission to operate the treatment facilities. A main claim was submitted on June 17, 2024.

On June 20, 2024 the Court rejected the injunction relief but the Company appealed the decision on June 26, 2024. First hearing in appeal is scheduled for August 8, 2024.



Meanwhile, the Company received on July 3, 2024, a preliminary letter from the Local Environmental Authority which informed the Company that it should accomplish some measures regarding both as regards the evacuation of the industrial wasted water of the site and remediation of the Vega lagoons are accomplished otherwise the Environmental permit may be suspended which triggered the suspension of the Vega activity.

On August 2, 2024, Rompetrol Rafinare submitted a claim to challenge the Environmental Authority's notification and requested the suspension of its effects.

On January 23, 2025, exception of material incompetence of the Ploiesti Court (Judecatoria Ploiesti) was invoked, the court postponed the decision for 2 weeks. The first instance declined its jurisdiction, the file will be sent to the higher instance - Tribunalul Ploiesti; also, the Company concluded a service contract relating wastewater generated from Vega refinery with the defendant, a request to waive the claim was filed to the court, relating to which Tribunalul Ploiesti will decide. The file is in process of being transmitted from Judecatoria Ploiesti to the Tribunalul Ploiesti, no summons has been received until this date.

5.3. Other significant transactions

Constantly and regularly, significant transactions take place, with the object of providing goods and services, with companies from the KMG International Group.

Rompetrol Rafinare reported the legal documents concluded during the first quarter of 2025 by the Company in accordance with art. 108 of Law no. 24/2017, republished and with art. 144 letter B of the ASF Regulation no. 5/2018, through the Current Report registered with the Company under no. 3620 as of June 23th, 2025, no. 3831 as of July 30th, 2025 and no. 4498 as of July 31st, 2025. The reports were sent to the market operator (respectively the Bucharest Stock Exchange), posted on the company's website in the Investor Relations section <https://rompetrol-rafinare.kmginternational.com/>, Current Reports subsection as well as on the website ASF (www.asfromania.ro) in the section: Supervision/Capital market/Electronic reports.

Also, other major transactions concluded by the Company with the persons with whom it acts in concert or in which these persons were involved during the reported period, were the transactions subject to the approval of the Board of Directors according to the legal provisions and the



provisions of the Constitutive Act, information presented in the section regarding “Main resolutions of the Board of Directors (BoD) of RRC”:

5.4. Subsequent events

- ✓ *Rompetrol Rafinare S.A credit facility in amount of EURO 30 million granted by Banca Transilvania was extended until July 26, 2026.*
- ✓ *Rompetrol Rafinare S.A credit facility in amount of EURO 27.96 million granted by Banca Transilvania was extended until July 26, 2026.*
- ✓ *Facility Agreement A in amount of USD 275.9 million granted by a consortium of banks, meaning Banca Comerciala Romana S.A. (BCR), ING Bank N.V Amsterdam – Bucharest Branch, Raiffeisen Bank S.A., UniCredit Bank S.A., Alpha Bank Romania S.A., Garanti Bank S.A., Banca Transilvania S.A. (takeover from OTP Bank Romania S.A.) and Intesa Sanpaolo Group through its subsidiaries Banca Comerciala Intesa Sanpaolo Romania and VUB A.S. was extended until April 13, 2027.*
- ✓ *On July 29, 2025, the Company received from the National Agency for Tax Administration (ANAF-DGAMC) the Decision to amend the decision to defer payment of tax obligations, by which Rompetrol Rafinare received the deferral of payment of tax obligations in total amount of RON 505.6 million for a period of 58 months. The Decision amends the initial Decision to defer payment of tax obligations in amount of RON 26 million received by the Company in May 2025. The defer payment agreement is secured by bank guarantee letters in total amount of RON 507.3 million valid until December 31, 2030, issued by the following banks: Alpha Bank Romania S.A, ING Bank N.V Amsterdam – Bucharest Branch, Raiffeisen Bank S.A. and Garanti Bank S.A..*

5.5. Amendment of the Articles of Association of the Company

During the analyzed period, there was no updating of the Constitutive Act of Rompetrol Rafinare S.A.



6. MAIN FINANCIAL INDICATORS AS OF 30.06.2025

Indicators	Calculation	U.of M	Value 30.06.2025^{*)}
1. Current ratio	Current assets/Current liabilities	X	0.49
2. Gearing ratio			
2.1. Gearing ratio (1)	Borrowed capital/Own capital x 100	%	75.67%
2.2. Gearing ratio (2)	Borrowed capital/Committed capital x 100	%	43.08%
2.3. Gearing ratio (3)	Net Borrowings**** / Equity (including shareholder and related parties loans)	%	32.52%
3. Receivables turnover ratio	Average balance for receivables/Revenues x 180	Days	28.72
4. Non current assets turnover ratio**)	Revenues/Non-current assets		2.45

**) Based on the Standalone Interim Financial Statements on the date and for the period of 6 months closed on June 30, 2025;*

****) Assets rotation tempo is calculated based on annualized turnover for the period January-June 2025 (360 days/180 days).*

*****) The difference between Debt (excluding shareholder and related parties loans) and Cash and cash equivalents*



7. ANEXE

Annex 1 – Statement of financial position as of 30 June 2025

	June 30, 2025	December 31, 2024
Intangible assets	69,359,167	69,802,263
Goodwill	152,720	152,720
Property, plant and equipment	2,823,881,319	2,982,313,211
Rights of use assets	46,627,462	47,814,036
Investments in subsidiaries	3,741,084,832	3,741,084,832
Deferred tax asset	64,440,282	64,440,282
Long-term receivables	59,783,216	27,754,000
Total non current assets	6,805,328,998	6,933,361,344
Inventories, net	760,941,984	1,352,193,135
Receivables and prepayments, net	1,740,266,290	1,315,421,500
Derivative Financial Instruments	13,307,909	-
Cash and cash equivalents	848,810,569	401,448,104
Total current assets	3,363,326,752	3,069,062,739
TOTAL ASSETS	10,168,655,750	10,002,424,083
Subscribed share capital	2,655,920,573	2,655,920,573
Share premium	232,637,107	232,637,107
Revaluation reserves, net of deferred tax impact	508,991,799	508,991,799
Other reserves	3,442,991,733	3,466,473,085
Accumulated losses	(5,380,156,767)	(4,909,342,958)
Current period result	133,649,636	(470,813,809)
Total equity	1,594,034,081	1,483,865,797
Long-term borrowings from banks	1,206,250,330	1,317,919,120
Provisions	501,826,097	501,826,097
Long-term lease debts	50,267,935	50,193,790
Other payables	21,376,436	-
Total non-current liabilities	1,779,720,798	1,869,939,007
Trade and other payables	6,383,260,440	6,168,801,187
Contract liabilities	167,352,852	210,990,531
Short-term lease debts	2,824,861	2,855,664
Derivatives	34,576,202	16,188,271
Short-term borrowings from related parties	30,839,223	30,820,089
Short-term borrowings from banks	170,959,901	218,963,537
Income tax payable	5,087,392	-
Total current liabilities	6,794,900,871	6,648,619,279
TOTAL LIABILITIES AND EQUITY	10,168,655,750	10,002,424,083



Annex 2 – Profit and loss account for the 6-month period closed on June 30, 2025 profit and loss

Lei

	January - June 2025	January - June 2024
Net revenues from contracts with customers	8,333,129,202	6,197,570,045
Cost of sales	(8,283,855,952)	(5,999,129,901)
Gross profit	49,273,250	198,440,144
Selling, general and administrative expenses	(197,121,516)	(340,902,418)
Other operating expenses	(103,866,847)	(69,596,223)
Other operating income	134,789,267	94,733,809
Operating loss	(116,925,846)	(117,324,688)
Financial expenses	(212,120,377)	(235,586,115)
Financial revenues	27,219,758	22,700,189
Net foreign exchange gains / (losses)	442,126,053	(171,754,320)
Profit / (Loss) before income tax	140,299,588	(501,964,934)
Income tax credit / (charge)	(6,649,952)	-
Net Profit / (Loss) for the period	133,649,636	(501,964,934)
Earnings per share (<i>bani/share</i>)	0.50	(1.89)
Basis		

ROMPETROL RAFINARE S.A.
INDIVIDUAL HALF-YEAR REPORT
OF BOARD OF DIRECTORS
FOR THE 1ST HALF OF 2025



rompetrol

KazMunayGas
International
Group Member

Annex 3 – Cash flow

	June 30, 2025	June 30, 2024
Net result before income tax	140,299,588	(501,964,934)
<i>Adjustments for:</i>		
Depreciation and amortisation	222,024,784	197,057,622
Provisions for inventories	(23,477,838)	(30,991,929)
Allowance for trade and other receivables	(5,288,087)	5,197,590
Impairment for property, plant and equipment (incl write-off), net	(19,738,358)	-
Expenses with penalties	2,186,826	3,371,346
Unwinding of discount - lease	863,836	886,617
Interest expenses	211,256,541	234,699,498
Inerest income	(23,385,309)	(22,601,205)
Income from dividends	(3,834,449)	(98,984)
(Gain)/Loss on sale or disposal of assets	213,674	-
Unrealised foreign exchange (gain)/loss	(289,226,298)	147,134,843
Cash flow from operations before working capital changes	211,894,910	32,690,464
<i>Net working capital changes in:</i>		
Receivables and prepayments	(437,463,744)	(38,188,948)
Inventories	614,728,989	(33,970,693)
Trade and other payables and contract liabilities	28,210,132	(449,043,092)
Changes in working capital	205,475,377	(521,202,733)
Income tax (paid) / received	105,021	(140,799,458)
Net cash inflow / (outflow) from operating activities	417,475,308	(629,311,727)
Cash flows from investing activities		
Purchase of property, plant and equipment	(41,629,559)	(576,262,609)
Purchase of intangible assets	(260,341)	(5,048)
Net cash (outflow) from investing activities	(41,889,900)	(576,267,657)
Cash flows from financing activities		
Cash pooling movement	359,658,744	976,138,758
Short - term loans received from banks	-	139,856,532
Short - term loans paid to banks	(47,641,463)	-
Long - term loans received from banks	1,210,031,805	45,763,000
Long - term loans received paid to banks	(1,236,626,923)	-
Short - term loans received from shareholders and related parties	-	18,600,000
Lease repayments	(2,388,565)	(2,380,723)
Interest and bank charges paid, net	(211,256,541)	(234,699,499)
Net cash inflow from financing activities	71,777,057	943,278,068
Increase / (Decrease) in cash and cash equivalents	447,362,465	(262,301,316)
Cash and cash equivalents at the beginning of period	401,448,104	613,521,713
Cash and cash equivalents at the end of the period	848,810,569	351,220,397



Note:

I) Please note that the individual financial statements were prepared in accordance with the Order of the Ministry of Public Finance No. 2844/2016 for the approval of Accounting Regulations in accordance with International Financial Reporting Standards ("IFRS") and have not been audited

**Chairman of the Board of Directors
of ROMPETROL RAFINARE S.A.
Yedil UTEKOV**

**General Manager
Sorin GRAURE**

**Financial Manager
Alexandru STAVARACHE**

ROMPETROL RAFINARE SA

UNAUDITED INTERIM STANDALONE FINANCIAL STATEMENTS

Prepared in compliance with

Order of the Minister of Public Finance no. 2844/2016

30 JUNE 2025

ROMPETROL RAFINARE SA**Unaudited Interim Standalone Financial Statements**

Prepared in compliance with the Order of the Minister of Public Finance no. 2844/2016

as at 30 June 2025

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ROMPETROL RAFINARE SA
UNAUDITED INTERIM STANDALONE STATEMENT OF THE FINANCIAL POSITION
for the financial period ended 30 June 2025
(all amounts expressed in Lei ("RON"), unless otherwise specified)

	Notes	June 30, 2025	December 31, 2024
Intangible assets	3	69,359,167	69,802,263
Goodwill	4	152,720	152,720
Property, plant and equipment	5	2,823,881,319	2,982,313,211
Rights of use assets	6	46,627,462	47,814,036
Investments in subsidiaries	7	3,741,084,832	3,741,084,832
Deferred tax asset	23	64,440,282	64,440,282
Long-term receivables		59,783,216	27,754,000
Total non current assets		6,805,328,998	6,933,361,344
Inventories, net	8	760,941,984	1,352,193,135
Receivables and prepayments, net	9	1,740,266,290	1,315,421,500
Derivative Financial Instruments	30	13,307,909	-
Cash and cash equivalents	10	848,810,569	401,448,104
Total current assets		3,363,326,752	3,069,062,739
TOTAL ASSETS		10,168,655,750	10,002,424,083
Subscribed share capital	11	2,655,920,573	2,655,920,573
Share premium	11	232,637,107	232,637,107
Revaluation reserves, net of deferred tax impact	11	508,991,799	508,991,799
Other reserves	11	3,442,991,733	3,466,473,085
Accumulated losses		(5,380,156,767)	(4,909,342,958)
Current period result		133,649,636	(470,813,809)
Total equity		1,594,034,081	1,483,865,797
Long-term borrowings from banks	15	1,206,250,330	1,317,919,120
Provisions	17	501,826,097	501,826,097
Long-term lease debts	16	50,267,935	50,193,790
Other payables		21,376,436	-
Total non-current liabilities		1,779,720,798	1,869,939,007
Trade and other payables	12	6,383,260,440	6,168,801,187
Contract liabilities	13	167,352,852	210,990,531
Short-term lease debts	16	2,824,861	2,855,664
Derivatives	30	34,576,202	16,188,271
Short-term borrowings from related parties	14	30,839,223	30,820,089
Short-term borrowings from banks	14	170,959,901	218,963,537
Income tax payable	23	5,087,392	-
Total current liabilities		6,794,900,871	6,648,619,279
TOTAL LIABILITIES AND EQUITY		10,168,655,750	10,002,424,083

SORIN GRAURE
General Manager

ALEXANDRU STAVARACHE
Financial Manager

Prepared by, Alexandru Cornel Anton
Chief Accountant

ROMPETROL RAFINARE SA
UNAUDITED INTERIM STANDALONE INCOME STATEMENT
for the financial period ended 30 June 2025
(all amounts expressed in Lei ("RON"), unless otherwise specified)

	Notes	January - June 2025	January - June 2024
Net revenues from contracts with customers	18	8,333,129,202	6,197,570,045
Cost of sales	19	(8,283,855,952)	(5,999,129,901)
Gross profit		49,273,250	198,440,144
Selling, general and administrative expenses	20	(197,121,516)	(340,902,418)
Other operating expenses	21	(103,866,847)	(69,596,223)
Other operating income	21	134,789,267	94,733,809
Operating loss		(116,925,846)	(117,324,688)
Financial expenses	22	(212,120,377)	(235,586,115)
Financial revenues	22	27,219,758	22,700,189
Net foreign exchange gains / (losses)	22	442,126,053	(171,754,320)
Profit / (Loss) before income tax		140,299,588	(501,964,934)
Income tax credit / (charge)	23	(6,649,952)	-
Net Profit / (Loss) for the period		133,649,636	(501,964,934)
Earnings per share (bani/share) Basis	26	0.50	(1.89)

SORIN GRAURE
General Manager

ALEXANDRU STAVARACHE
Financial Manager

Prepared by, Alexandru Cornel Anton
Chief Accountant

ROMPETROL RAFINARE SA
UNAUDITED INTERIM STANDALONE STATEMENT OF OTHER COMPREHENSIVE INCOME
for the financial period ended 30 June 2025
(all amounts expressed in Lei ("RON"), unless otherwise specified)

	January - June 2025	January - June 2024
Net Profit / (Loss)	133,649,636	(501,964,934)
Other comprehensive income	-	-
<i>Other comprehensive income to be reclassified to income statement in subsequent periods (net of tax):</i>	<i>-</i>	<i>-</i>
Net gain/(loss) on cash flow hedges	(23,481,352)	51,623,699
Total comprehensive income to be reclassified to income statement in subsequent periods (net of tax):	(23,481,352)	51,623,699
<i>Other comprehensive income not to be reclassified to income statement in subsequent periods (net of tax):</i>	<i>-</i>	<i>-</i>
Total other comprehensive income not to be reclassified to income statement in subsequent periods (net of tax):	-	-
Total other comprehensive result for the period, net of tax	(23,481,352)	51,623,699
Total comprehensive result for the period, net of tax	110,168,284	(450,341,235)

SORIN GRAURE
General Manager

ALEXANDRU STAVARACHE
Financial Manager

Prepared by, Alexandru Cornel Anton
Chief Accountant

ROMPETROL RAFINARE SA
UNAUDITED INTERIM STANDALONE STATEMENT OF CASH FLOWS
For the financial period ended 30 June 2025
(all amounts expressed in Lei ("RON"), unless otherwise specified)

	Notes	June 30, 2025	June 30, 2024
Net result before income tax		140,299,588	(501,964,934)
<i>Adjustments for:</i>			
Depreciation and amortisation	19, 20	222,024,784	197,057,622
Provisions for inventories	21	(23,477,838)	(30,991,929)
Allowance for trade and other receivables	21	(5,288,087)	5,197,590
Impairment for property, plant and equipment (incl write-off), net		(19,738,358)	-
Expenses with penalties		2,186,826	3,371,346
Unwinding of discount - lease	16	863,836	886,617
Interest expenses		211,256,541	234,699,498
Interest income		(23,385,309)	(22,601,205)
Income from dividends		(3,834,449)	(98,984)
(Gain)/Loss on sale or disposal of assets		213,674	-
Unrealised foreign exchange (gain)/loss	22	(289,226,298)	147,134,843
Cash flow from operations before working capital changes		211,894,910	32,690,464
<i>Net working capital changes in:</i>			
Receivables and prepayments		(437,463,744)	(38,188,948)
Inventories		614,728,989	(33,970,693)
Trade and other payables and contract liabilities		28,210,132	(449,043,092)
Changes in working capital		205,475,377	(521,202,733)
Income tax (paid) / received		105,021	(140,799,458)
Net cash inflow / (outflow) from operating activities		417,475,308	(629,311,727)
Cash flows from investing activities			
Purchase of property, plant and equipment		(41,629,559)	(576,262,609)
Purchase of intangible assets		(260,341)	(5,048)
Net cash (outflow) from investing activities		(41,889,900)	(576,267,657)
Cash flows from financing activities			
Cash pooling movement		359,658,744	976,138,758
Short - term loans received from banks		-	139,856,532
Short - term loans paid to banks		(47,641,463)	-
Long - term loans received from banks		1,210,031,805	45,763,000
Long - term loans received paid to banks		(1,236,626,923)	-
Short - term loans received from shareholders and related parties		-	18,600,000
Lease repayments		(2,388,565)	(2,380,723)
Interest and bank charges paid, net		(211,256,541)	(234,699,499)
Net cash inflow from financing activities		71,777,057	943,278,068
Increase / (Decrease) in cash and cash equivalents		447,362,465	(262,301,316)
Cash and cash equivalents at the beginning of period		401,448,104	613,521,713
Cash and cash equivalents at the end of the period		848,810,569	351,220,397

SORIN GRAURE
General Manager

ALEXANDRU STAVARACHE
Financial Manager

Prepared by, Alexandru Cornel Anton
Chief Accountant

ROMPETROL RAFINARE SA
UNAUDITED INTERIM STANDALONE STATEMENT OF CHANGES IN EQUITY
for the financial periods ended 30 June 2025 and 30 June 2024
(All amounts expressed in Lei ("RON"), unless otherwise specified)

	Share capital	Share premium	Accumulated losses	Revaluation reserves	Deferred tax on the revaluation reserve	Other reserves	Total equity
1st of January 2024	2,655,920,573	232,637,107	(5,048,861,112)	772,035,663	(123,525,710)	3,474,407,165	1,962,613,686
Net loss for H1 2024	-	-	(501,964,934)	-	-	-	(501,964,934)
Net gain/(loss) on cash flow hedges	-	-	-	-	-	51,623,699	51,623,699
Total other comprehensive income for H1 2024	-	-	-	-	-	51,623,699	51,623,699
Total comprehensive income for H1 2024	-	-	(501,964,934)	-	-	51,623,699	(450,341,235)
30st of June 2024	2,655,920,573	232,637,107	(5,550,826,046)	772,035,663	(123,525,710)	3,526,030,864	1,512,272,451
1st of January 2025	2,655,920,573	232,637,107	(5,380,156,767)	605,942,623	(96,950,824)	3,466,473,085	1,483,865,797
Net profit for H1 2025	-	-	133,649,636	-	-	-	133,649,636
Net gain/(loss) on cash flow hedges	-	-	-	-	-	(23,481,352)	(23,481,352)
Total other comprehensive income for H1 2025	-	-	-	-	-	(23,481,352)	(23,481,352)
Total comprehensive income for H1 2025	-	-	133,649,636	-	-	(23,481,352)	110,168,284
30st of June 2025	2,655,920,573	232,637,107	(5,246,507,131)	605,942,623	(96,950,824)	3,442,991,733	1,594,034,081

SORIN GRAURE
General Manager

ALEXANDRU STAVARACHE
Financial Manager

Prepared by, Alexandru Cornel Anton
Chief Accountant

ROMPETROL RAFINARE SA
NOTES TO UNAUDITED INTERIM STANDALONE FINANCIAL STATEMENTS
for the financial period ended 30 June 2025

(All amounts expressed in Lei ("RON"), unless otherwise specified)

1. GENERAL

Rompetrol Rafinare SA (hereinafter referred to as "the Company" or "Rompetrol Rafinare") is a company incorporated under Romanian laws. The Company operates two refineries Petromidia and Vega and also a petrochemical plant. Petromidia Refinery is the one with the highest capacity (of 5 million tons/annum, nameplate capacity) and the only Romanian refinery at the Romanian Black Sea shore, which processes exclusively imported crude oil and produces E.U. standard motor fuels, other petroleum products and certain petrochemicals. Petromidia refinery was designed and built during 1975 and 1977 and was further upgraded in the early '90s and between 2005 - 2012. Vega refinery is located in Ploiesti and is one of the oldest refineries in Romania. Vega Refinery is a niche refinery specialized in the production of solvents, hexane and bitumen (being the only Romanian producer).

Rompetrol Rafinare SA production facilities are located in Romania. The number of employees of the Company as at 30 June 2025 is 1,165, respectively 1,176 as at 31 December 2024.

The registered address of Rompetrol Rafinare SA is 215 Navodari Blvd., Constanta, Romania.

Rompetrol Rafinare SA is a joint stock company listed in the Bucharest Stock Exchange since 2004.

The Company is a part of the KMG International N.V Group. The consolidated financial statements are prepared at the level of the parent company KMG International N.V., with the head office located at World Trade Center, Strawinskylaan 807, Tower A, 8th Floor, 1077 XX, Amsterdam, The Netherlands.

The ultimate parent of the KMG International N.V. is the company "National Welfare Fund Samruk Kazyna" JSC, an entity with its headquarters in Kazakhstan.

The Company is a joint stock company listed on the Bucharest Stock Exchange.

The company also prepares consolidated financial statements that have a public character and are available on the website of the company, <https://rompetrol-rafinare.kmginternational.com/>, at the section Relation with Investors.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION

a) Basis of preparation and statement of compliance

Effective as of 31 December 2012, the interim standalone financial statements of the Company are prepared in accordance with the Order of the Minister of Public Finance no. 1286/2012 subsequent amended by Order of the Minister of Public Finance no. 2844/2016 for approval of the Accounting regulations in compliance with the International Financial Reporting Standards applicable to the companies whose real shares are accepted for transaction on a regulated market. These stipulations are compliant with the requirements of the International Financial Reporting Standards as approved by the European Union, except the regulations of IAS 21, *the Effects of the exchange rate variation* with regards to the functional currency.

For the purpose of preparing these Interim Financial Statements, in accordance with the requirements of the Romanian law, the Company's functional currency is the Romanian leu (RON).

The interim standalone financial statements were prepared based on the historical cost, except for financial instruments and investments in subsidiaries which are classified and measured at the fair value through profit and loss and property, plant and equipment which are measured at fair value through other comprehensive income, respectively.

The interim standalone financial statements are presented in RON and all the values are rounded up to the closest amount in RON, if not otherwise indicated.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

b) The going concern

The financial statements of the Company are prepared on a going concern basis. As at 30 June 2025 and 31 December 2024, the Company's net assets amount to 1,594 million and RON 1,484 million, respectively. For the period ending 30 June 2025 the Company reported a profit of RON 134 million (31 December 2024: loss of RON 471). The profit incurred during 2025 was comprised of operational loss RON 117 million (31 December 2024: profit of RON 35 million) and financial profit of RON 257 million (31 December 2024: loss of RON 548 million).

The management analyzed the approved budgets for the next years, including the related cash flow projections that consider contracted bank loans and undrawn credit facilities, and concluded that the Company will have available resources to cover the liabilities as they will become due.

For climate related matters and impact on Company's financial statements please refer to Note 29.

Considering the Company's budget for next years, its medium term development strategy, which assumes that the Company will continue its activity in the predictable future by increased margins and operating profits, will pay all its liabilities in the normal course of business, Company's Management considers that the preparation of the financial statements on a going concern basis is appropriate.

c) Changes in accounting policies

i) Voluntary change of accounting policy for property, plant and equipment

As of 31 December 2021, the Company's re-assessed its accounting for property, plant and equipment with respect to measurement of property, plant and equipment after initial recognition. The Company had previously measured all property, plant and equipment, except for buildings, using the cost model whereby, after initial recognition of the asset classified as property, plant and equipment, the assets were carried at cost less accumulated depreciation and accumulated impairment losses. Buildings category are measured at fair value less accumulated depreciation and impairment losses recognized after the date of revaluation.

Starting with financial year ended 31 December 2021, the Company's elected to change the method of accounting for property plant and equipment and applied the revaluation model prospectively, except for construction in progress which is measured at cost less any impairment.

With regards the Company's operations, reasons for the voluntary change the accounting policy are as following:

- The transition from cost to revaluation will provide a more transparent and up-to-date picture of the value of the Company's assets.
- The revaluation model provides users with information about the real value of the Company's assets, since fair value reflects the market value. Following the listing on the stock exchange, the parent -company is already exposed to indicators determined based on the market value (Price earnings ratio (PER = Price / EPS), Price / Sales (P/S), Price / Book value (P/BV - price to book value), Price / Cash flow (P/CF - price to cash flow = Price / Cash flow).
- The Company's will measure its assets to reflect any increase or decrease in the market price.
- Shareholders are interested in the future performance of the Company's. The fair value measurement of tangible assets dynamically reflects the evolution of their value in close correlation with trend in oil prices, providing investors with long and medium-term outlook of investment performance.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

- ii) Voluntary change of accounting policy for measurement of investments in subsidiaries

As of 31 December 2021, the entity chooses to apply IFRS 9, in this case the investments in subsidiaries being measured at fair value through profit or loss (FVTPL) by changing the accounting policy. It represents a change in accounting policy that is applied retrospectively, as if it had always been used.

Thus, the Company restated the comparative amounts for the previous period ending on 31 December 2020, as well as the initial balance on 1 January 2020 with the cumulative effects of applying the change to previous periods.

The Company considers that the evaluation of these investments at FVTPL will provide the users of the standalone financial statements with more relevant information about the value and performance of these entities.

The accounting policies adopted are consistent with those of the previous financial year. The amendments with an application date starting with January 1, 2025 do not have a material impact on the interim financial statements

d) Standards issued but not yet effective and are not early adopted

The Company has not early adopted standards/amendments that are not yet effective, whether they have been endorsed by the European Union or not; management being in the process of assessing the impact at the Company level.

e) Significant professional judgements, estimates and assumptions

The preparation of the financial statements requires that the management should issue professional judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities at the reporting date. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. However, uncertainty about these assumptions and estimates could result in outcomes that require an adjustment to the carrying amount of the assets or liabilities affected in the future periods.

The estimates and underlying assumptions that are the basis of the accounting judgements are constantly reviewed. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects that period or in the period of the revision and the future periods if the revision affects both current and the future periods.

The matters presented below are considered to be the most important in understanding the professional judgments that affect the preparation of these financial statements and the uncertainties that could affect the result of the operations, the financial position and the cash flows.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that can lead to material adjustments to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

- Revaluation of property, plant and equipment

The Company's carries its property, plant and equipment at fair value, with the reflection of the changes from this revaluation in the financial statements prepared for that year. The fair value is determined on the basis of revaluations usually carried by qualified evaluation professionals, members of a nationally and internationally recognized professional body in the valuation expertise field. The revaluations entail an economic obsolescence test for the revalued assets that is corroborate with the impairment test performed at CGU level to which the respective assets are allocated.

The Company engaged an independent valuation specialist to assess fair value as at 31 December 2023 for the property, plant and equipment.

In determining fair value measurement, the impact of potential climate-related matters, including legislation, which may affect the fair value measurement of assets and liabilities in the financial statements has been considered given the progress of the decarbonization strategy established at KMGI Group level.

The key assumptions used to determine the fair value are disclosed in Note 2 g), Note 5.

- Impairment of non-financial assets

The Company assesses annually at December 31 whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the carrying amounts for major property, plant and equipment are tested for impairment.

If assets are determined to be impaired, the carrying amounts of those assets are written down to their recoverable amount, which is higher of fair value less costs to sell, and value in use determined as the amount of estimated discounted future cash flows. Impairments, except those related to goodwill, are reversed as applicable to the extent that the events or circumstances that triggered the original impairment have changed.

The Company bases its impairment calculation on detailed budgets and forecasts, which are prepared separately for each of the Company's CGUs. Budgets and forecasts used for impairment calculation generally cover the period of five years. Also, budgets and forecasts are based on management estimates of future commodity prices, market supply and demand and product margins.

Impairment assessments require the use of estimates and assumptions such as long-term oil prices (considering current and historical prices, price trends and related factors), discount rates, operating costs and future capital expenditures. These estimates and assumptions are subject to risk and uncertainty. Therefore, there is a possibility that changes in circumstances will impact these projections, which may impact the recoverable amount of the CGUs.

The energy transition is likely to impact future demand for certain refined products and prices of oil and crack level which may affect the recoverable amount of property plant and equipment.

The Company constantly monitors the latest government legislation in relation to climate related matters as well as the developments in the sector with respect to energy transition. The material accounting estimates made by management incorporate the future effects of the Company's own strategic decisions and commitments on having its portfolio adhered to the energy transition targets, medium and long-term impacts of climate-related matters and energy transition to lower carbon energy sources. The Company will adjust the key assumptions used in fair value less cost of disposal calculations to reflect sensitivity to changes in assumptions.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

The key assumptions used to determine the recoverable amount for the different CGUs, including a sensitivity analysis, are disclosed and further explained in Note 5.

- Fair value measurement of investments in subsidiaries

The company has investment in subsidiaries as of 31 December 2024 which are measured at fair value through profit or loss. The company assesses annually the fair value of the subsidiaries through external valuation.

Their measurement represents Level 3 fair value hierarchy, for which quoted prices in an active market are unavailable and whose value is determined by internal valuation techniques that generally use non-observable data.

The Company bases its fair value calculation on detailed budgets and forecasts, which are prepared separately for each subsidiary. Budgets and forecasts used generally cover the period of five years. Also, budgets and forecasts are based on management estimates of future commodity prices, market supply and demand and product margins. When determining fair value measurement the Company considers also potential climate-related matters including legislation.

Further details on investment in subsidiaries are disclosed and further explained in Note 7.

- Provision for environmental liability

The Company is involved in refining and petrochemicals. Environmental damage caused by such activities may require the Company to incur restoration costs to comply with the regulations in force. Analysis and estimates are performed by the Company together with its technical and legal advisers, in order to determine the probability, timing and amount involved with probable required outflow of resources. Estimated restoration costs, for which cash outflow may be probable, are recognized as a provision in the Company's financial statements. When the final determination of such obligations differs from the recognized provisions, difference is registered in the Company's Income statement.

The climate change and energy transition may bring forward additional environmental cost for oil and gas industry assets thereby increasing the present value of associated environmental provisions, however considering the ongoing process to analyze the potential impact of the climate change, Management does not expect any reasonable change in the expected timeframe to have a material effect on the environmental provisions.

Main assumptions used for the computation of the environmental obligations are as following: estimated timeline for the finalization of the rehabilitation works related to Vega lagoons, tariffs used for computation considering recent market information for all components of the services to be performed, quantities of contaminated soil to be treated considering that volumes after treatments applied can differ from the quantities stated in the valid environmental permit, discount rate.

Additional details on the provisions related to the environment-related obligations are set out in Note 17.

- Deferred tax assets

Deferred tax assets resulting from the unused tax losses are recognized only to the extent that it is probable that taxable profit will be available, against which the losses can be utilized and for environmental provision. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax to be utilized. Unrecognized deferred tax assets are reassessed at the end of each reporting period and are recognized to the extent that it has become probable that future taxable profit will be available to allow the deferred tax asset to be recovered.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

In assessing the recoverability of deferred tax assets, the Company relies on the same forecast assumptions used elsewhere in the financial statements and in other management reports, which, among other things, reflect the potential impact of climate-related development on the business.

Further details on deferred tax assets and for those losses carried forward for which deferred tax assets has and has not been recognized are provided in Note 23.

- Carrying value of trade and other receivables

The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. Moreover, the Company considers trade and other receivables in default when contractual payments are 360 days past due, their recoverable amounts being nil.

However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company.

- Provision for litigations

The Company analyses its legal exposure regularly in order to determine whether provisions are required. In determining the amount of the provision, assumptions and estimates are made in relation to the probability of losing the litigation considering also the external lawyers' advice, the expected claim to be paid and the expected timing of the payments. Changes to these estimates could have a significant impact on the amount of the provision.

Further details on the provisions relating to litigations are provided in Notes 17, 21, 28.

f) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a. Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under IFRS 15. Refer to the accounting policies in section (r) Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. The Company measures financial assets at amortized cost, except for derivative financial instruments on refinery margin and base operating stock which are measured at fair value through profit or loss.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments);
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments);
- Financial assets at fair value through profit or loss;
- Financial assets at amortized cost.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model.

This category includes derivative instruments and listed equity investments which the Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are also recognised as other income in the statement of profit or loss when the right of payment has been established.

Financial assets at fair value through OCI

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under IAS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Company elected to classify irrevocably its financial instruments used to hedge the risk of price related to CO2 allowances and base operating stock ("BOS") for crude oil, other feedstock, diesel, gasoline and jet under this category.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised (i.e., removed from the Company's statement of financial position) when:

- The rights to receive cash flows from the asset have expired;
Or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Impairment of financial assets

The Company recognizes an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Company considers a financial asset in default with nil recoverable amount when contractual payments are 360 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

b. Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

- Financial liabilities at fair value through profit or loss;
- Loans and Credits.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

c. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

d. Impairment of financial assets

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

The Company assesses, at each reporting date, whether there is objective evidence that a financial asset or a group of financial assets is impaired. An impairment exists if one or more events that has occurred since the initial recognition of the asset (an incurred 'loss event'), has an impact on the estimated future cash flows of the financial asset or the Company of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtors or a Company of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization and observable data indicating that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

g) Property plant and equipment

After initial recognition, property plant and equipment, except for construction in progress, are measured at fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Valuations are performed with sufficient frequency to ensure that the carrying amount of a revalued asset does not differ materially from its fair value.

The revaluation surplus of property, plant and equipment for the difference between the depreciation based on the revalued carrying amount of the asset and the depreciation based on the initial cost of the asset will be transferred to retained earnings while the assets are used by the Company.

Upon derecognition of property, plant and equipment, any revaluation surplus related to that asset is transferred to retained earnings, to the extent that such transfer has not already been made during the use of the revalued asset.

The initial cost of property, plant and equipment comprises its purchase price, including custom duties and non-refundable purchase taxes and any costs directly attributable to bringing the asset to the location and the condition necessary for operation. Expenses incurred after commissioning of the asset, such as repairs and maintenance costs are charged to income in the period in which the costs occurred. In situations where it can be demonstrated that expenses have increased the future economic benefits obtained from the use of intangible assets besides the standard evaluation of its performance, the expenditure is capitalized as additional costs of the tangible assets.

A revaluation surplus is recorded in OCI and credited to the asset revaluation surplus in equity. However, to the extent that it reverses a revaluation deficit of the same asset previously recognized in profit or loss, the increase is recognized in profit and loss. A revaluation deficit is recognized in the statement of profit or loss, except to the extent that it offsets an existing surplus on the same asset recognized in the asset revaluation surplus. A negative revaluation reserve cannot be created.

An annual transfer from the asset revaluation surplus to retained earnings is made for the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost. Additionally, accumulated depreciation as at the revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Upon disposal, any revaluation surplus relating to the particular asset being sold is transferred to retained earnings.

Construction in progress represents plant and properties under construction and is stated at cost, less any impairment loss. This includes cost of construction and other direct costs. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation for property, plant and equipment except land and construction in progress is computed using the straight-line method over the following estimated useful lives.

Assets in progress represent installations and buildings in construction and are presented at cost, less any impairment losses. This includes the cost of construction and other direct costs. Depreciation of these assets and the others is registered starting with the date when they are ready to be used for the activity they are intended.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Depreciation of property, plant and equipment less land and immobilization in progress is calculated using the linear method throughout their estimated lifetime:

	<u>Years</u>
Buildings and other constructions	5 to 30
Tanks	5 to 30
Tools and other technological equipment	1 to 30
Vehicles	1 to 5
Furniture and office equipment	1 to 15
Computers	1 to 10

Following the change in the accounting policy regarding recognition of property, plant and equipment from historic cost model to revaluation method, also the economic useful remaining life of the property, plant and equipment was revised as at 31 December 2023 and is still applicable as of 30 June 2025. The change from cost to revaluation provide a more transparent and up to date picture of the value of the Company's assets.

The Company reviews the estimated residual values and expected useful lives of assets with a certain regularity. In particular, the Company considers the impact of health, safety and environmental legislation in its assessment of expected useful lives and estimated residual values.

Assets purchased under finance leases are recorded in the statement of financial position and depreciated over their expected useful lives on the same basis as owned assets, or where shorter the term of the relevant lease.

h) Intangible assets

Intangible assets are measured initially at cost. Intangible assets are recognized if it is probable that the future economic benefits should be attributable to the asset and flow to the enterprise and if the cost of the asset can be measured reliably. After initial recognition, intangible assets are measured at cost less accumulated amortization and any accumulated impairment losses. Intangible assets are amortized on a straight-line basis over the best estimate of their useful lives.

Intangible assets consist of software and licenses and are amortized on a straight-line basis over 3 – 5 years.

Development costs for specific projects which are reasonably anticipated to be recovered through commercial activity as well as software licenses are capitalized and amortized using the straight-line method over their useful lives, generally 3 years. The carrying amount of each intangible asset is reviewed annually and adjusted for impairment where it is considered necessary external and internal costs specifically associated with the maintenance of already existing computer software programs are expensed as incurred.

Emission rights that are accounted for as intangible assets are unlikely to be amortized as their depreciable amount is usually nil. Their expected residual value at inception will be equal to their fair value. The economic benefits are realized by surrendering the rights to settle obligations under the scheme for emissions made, or by selling rights to another party. They are tested for impairment according to IAS 36 whenever there is an indication of impairment.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

i) Investments in subsidiaries

The company elected to measure its investments in subsidiaries in accordance with IFRS 9.

At each balance sheet date the investments in subsidiaries are remeasured to fair value and any change in fair value is recognised in profit or loss accounts.

In accordance with IFRS 9, if the fair value of investment in subsidiaries that was previously recognised at fair value through profit or loss decreases below zero, that investments becomes a financial liability that should be measured at fair value through profit or loss.

j) Impairment of non-financial assets,

At each reporting date the Company reviews the carrying amounts of its property, plant and equipment, intangible assets and right of use assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the respective asset belongs.

The recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of time value of money and risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the assets (or cash-generating unit) is reduced to its recoverable amount. Impairment losses are recognized as an expense immediately, unless the relevant asset is stated at revalued amount in which case the impairment loss is treated as a revaluation decrease.

When an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognized as income immediately, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

The Company constantly monitors the latest government legislation in relation to climate related matters as well as the developments in the sector with respect to energy transition. The significant accounting estimates made by management incorporate the future effects of the Company's own strategic decisions and commitments on having its portfolio adhered to the energy transition targets, medium and long-term impacts of climate-related matters and energy transition to lower carbon energy sources. The Company will adjust the key assumptions used in fair value less cost of disposal calculations and sensitivity to changes in assumptions should a change be required.

k) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense related to any provision is presented in the income statement net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Provisions are not recognized for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the reporting date.

Additional comments on the following specific liabilities are:

Environmental provisions

The company has an environmental policy in accordance with existing legislation and any obligations resulting from its environmental and operational licenses. In order to comply with all rules and regulations the Company has set up a monitoring system in accordance with the requirements of the relevant authorities. Furthermore, investment plans are adjusted to reflect any future known environmental requirements.

The value of the environmental obligation is estimated on the basis of relevant environmental studies.

Liabilities for environmental remediation costs are recognized when there is a past event, such as environmental damage, for which an outflow of resources is probable and an estimate can be made. Generally, the timing of these provisions coincides with the commitment to a formal plan of action or, if earlier, on divestment or on closure of inactive sites.

l) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i. Right-of-use assets

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. The most significant category in right-of-use assets refers to rent for usage of maritime port - berths of Midia Port, for which the depreciation period is the rent contract term, up to 25 years.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section j) Impairment of non-financial assets.

ii. Lease liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Variable lease payments that do not depend on an index or a rate are recognized as expenses in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

A lessee shall determine the lease term as a non-cancellable period of a lease, together with both:

- Periods covered by an option to extend the lease if the lessee is reasonably certain to exercise that option; and
- Period covered by an option to terminate the lease if the lessee is reasonably certain not to exercise that option.

The Company's lease liabilities are included in Lease (see Note 16).

iii. Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases lower than USD 5,000. Lease payments on short-term leases and leases of low value assets are recognized as expense on a straight-line basis over the lease term.

m) Inventories

Inventories of raw material, petroleum products, including work-in-process are stated at the lower of cost and net realizable value. Net realizable value is the selling price in the ordinary course of business, less the costs of completion, marketing and distribution.

Cost comprises the acquisition cost and other costs that have been incurred in bringing the inventories to their present location and condition. The cost method used by the Company is WAC.

n) Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional. Refer to accounting policies of financial assets in section f) Financial instruments -initial recognition and subsequent measurement (financial assets).

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by geographical region, product type, customer type and rating, and coverage by letters of credit or other forms of credit insurance). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

o) Cash and cash equivalents

Cash includes cash on hand, cash with banks and cheques in course of being settled. Cash equivalents are short-term, highly liquid deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

p) Revenue from contracts with customers

Revenue from contracts with customers is recognized at a point in time when control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue from contracts with customers is recognized when delivery takes place considering specific Incoterms from contracts with customers. The normal credit term is 30 to 90 days upon delivery.

In recognising revenue, the Company applies the five-step model based on the requirements of IFRS 15:

- a) identifying the contract with the customer;
- b) identifying performance obligations under the contract;
- c) determining the transaction price;
- d) allocating the transaction price to performance obligations;
- e) recognising revenue at (or during) performance of obligation.

(i) Variable consideration

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. Some contracts for the sale of petroleum products provide customers volume rebates. The volume rebates give rise to variable consideration.

(ii) Volume rebates

The Company provides retrospective volume rebates to certain customers once the quantity of products purchased during the period exceeds a threshold specified in the contract. Rebates are offset against amounts payable by the customer. To estimate the variable consideration for the expected future rebates, the Company applies the most likely amount method for contracts with a single-volume threshold and the expected value method for contracts with more than one volume threshold. The selected method that best predicts the amount of variable consideration is primarily driven by the number of volume thresholds contained in the contract. The Company then applies the requirements on constraining estimates of variable consideration and recognizes a refund liability for the expected future rebates.

(iii) Significant financing component

Generally, the Company receives short-term advances from its customers. Using the practical expedient in IFRS 15, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be less than one year.

Contract balances

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer when that right is conditioned on something other than the passage of time. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section i) Financial instruments – initial recognition and subsequent measurement and section n) Trade receivables.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

q) Interest bearing loans and borrowings

All loans and borrowings are initially recognized at the fair value of the consideration received less directly attributable transaction costs. After initial recognition, interest bearing loans are subsequently measured at amortized cost, using the effective interest method.

Gains and losses are recognized in the income statement when the liabilities are derecognized as well through the amortization process.

r) Borrowings costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective assets. All the other costs are expensed in the period they occur. Borrowing costs consists of interest and other cost that an entity incurs in connection with the borrowing of funds.

s) Retirement benefit costs

Payments made to state - managed retirement plans are dealt with as defined contribution plans where the Company pays fixed contributions into the state-managed fund and has no legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits relating to employee service in the current and prior period. The contributions are charged as an expense in the same period when the employee service was rendered.

Under collective labor agreements, the employees are entitled to specified retirement benefits, payable on retirement, if they are employed with the Company at the date of their retirement. These amounts are estimated as of the reporting date, based on the following information's: applicable benefits provided in the agreement; the number of employees in the Company and the actuarial estimates of the future loans. The defined benefit liability as of reporting date comprises the present value of the defined benefit obligation with the related service cost charged to the income statement. All actuarial gains and losses are fully recognised in other comprehensive income items in the period in which they occur for all defined benefit plans. The related service cost and interest expense are charged to period profit and loss, while all the actuarial gains and losses are fully recognized in other comprehensive income in the period in which they occur.

The Company has no other liabilities with respect to future pensions, health plans and other costs for its employees.

t) Taxes

- Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, by the reporting date, in the countries where the Company operates and generates taxable income.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Current income tax relating to items recognized directly in equity is recognized in equity and not in the income statement. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

- Deferred tax

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- Where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized except:

- Where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted until the end of the reporting period.

Deferred tax relating to items recognized outside profit or loss account is recognized outside profit or loss account. Deferred tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

- Sales and acquisition tax

Revenues, expenses and assets are recognized net of the amount of sales tax except:

- Where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable;
- Receivables and payables that are stated with the amount of sales tax included.

The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

u) Dividends

Dividends are recorded in the year in which they are approved by the shareholders.

v) Foreign Currency Transactions

For the purpose of preparing these Financial Statements, in accordance with the requirements of the Romanian law, the Company's functional currency is the Romanian leu (RON).

The exchange rates RON / USD and RON / EUR are the following:

Currency	30 June 2025	31 December 2024
RON / USD	4.3329	4.7768
RON / EUR	5.0777	4.9741

The Company translates its transactions and balances in foreign currency, in the functional currency by applying the exchange rate between the functional currency and the foreign currency at the date of transaction.

Exchange rate differences arising on the settlement of monetary assets and liabilities or on reporting them at rates different from those at which they were initially recorded during the period or reported in the previous financial statements are recognized in the income statement in the period they arise.

w) Derivative financial instruments

The Company enters into contracts to purchase and sell crude oil and oil at future delivery dates. These contracts expose the Company primarily to commodity risks of changes in fair value of crude oil and related oil products and volatility of the price for CO2 emissions rights. The Company also uses financial instruments (primarily Options, Swaps and forwards) to hedge its risks associated with fair value fluctuation relating to certain firm commitments and forecasted transactions.

The use of financial derivatives is governed by the Company's policies approved by board of directors, which provide written principles on the use of financial derivatives.

Derivative financial instruments are initially measured at fair value on the contract date and are re-measured to fair value at subsequent reporting dates.

Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

A hedging relationship qualifies for hedge accounting if, and only if, all of the following conditions are met:

- the hedging relationship consists only of eligible hedging instruments and eligible hedge items;
- at the inception of the hedging relationship there is a formal designation and documentation of the hedging relationship and the Company's risk management objective and strategy for undertaking the hedge. Documentation shall include identification of the hedging instrument, the hedged item, the nature of the risk being hedged and how the Company will assess whether the hedging relationship meets the hedge effectiveness requirements;
- the hedging relationship meets the following hedge effectiveness requirements:
 - existence of an economic relationship between the hedged item and the hedging instrument;
 - the effect of credit risk does not dominate the value changes that result from that economic relationship;
 - the hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that Company actually hedges and the quantity of the hedging instrument that the Company actually uses to hedge the quantity of hedged item.

For the purpose of hedge accounting, hedges are classified as:

- Fair value hedges when hedging the exposure to changes in the fair value of a recognised asset or liability or an unrecognized firm commitment;
- Cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognized firm commitment.

The documentation includes identification of the hedging instrument, the hedged item, the nature of the risk being hedged and how the Company will assess whether the hedging relationship meets the hedge effectiveness requirements (including the analysis of sources of hedge ineffectiveness and how the hedge ratio is determined).

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which it wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge.

Hedge effectiveness is the degree to which changes in the fair value or cash flows of the hedged item attributable to the hedged risk are offset by changes in the fair value or cash flows of the hedging instrument. Hedging instruments are considered to be highly effective when the effectiveness is between 80% - 125%.

Effectiveness should be recognized to the extent hedging instrument notional amount after considering tax effects.

Hedge effective is assessed based on:

- prospective testing performed at the time when the transactions are executed, based on hypothetical derivative method;
- retrospective testing at balance sheet date.

Hedges that meet all the qualifying criteria for hedge accounting are accounted for, as described below:

Cash Flow Hedge

A cash flow hedge is a hedge of the exposure to variability in cash flows that:

- is attributable to a particular risk associated with a recognized asset or liability or a highly probable forecast transaction;
- and
- could affect profit or loss.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

The Company buys crude oil from the market, refines it and later sells the finished products (e.g.: gasoline, diesel, jet fuel etc.). Throughout a given period, the volatility associated with the oil market, both in crudes and in finished products, is transmitted to the Company refinery margin (difference between the purchase price of crude oil and the selling price of finished products). To reduce these volatilities, the Company hedges the margin with a swap on a hedged basket as relevant for the period and cash flow hedge is applied.

Cash flow hedge is accounted as following:

- The portion of the gain or loss on the hedging instrument that is determined to be an effective hedge is recognized in the Equity;
- as Other Comprehensive Income;
- any ineffective portion is recognized immediately in the statement of profit or loss.

Amounts recognized as OCI are transferred to profit or loss when the hedged transaction affects profit or loss (see Note 19).

Changes in the fair value of derivative financial instruments that do not qualify for hedge accounting are recognized in period profit or loss as they arise.

x) Emission Rights

CO2 (allowances) emission rights quota are allocated to the Company's refining and petrochemicals operations. For the period 2021 - 2025 the allowances have been validated by European Union and are posted on the Romanian Environmental Ministry website. The Company accounts for the liability resulting from generating of these emissions using the net liability approach. The liability is recognized only at a point where the actual emissions exceed the quota allocated to the company and purchase rights are also initially recognized at cost.

The liability component is measured at the amount that it is expected to cost the entity to settle the obligation in addition to the cost of any certificates purchased. The Company measures the provision as the expected cost of the shortfall in number of CO2 allowances, meaning the amount of emissions exceeding the total amount of allowance and purchases, at their market price at the reporting date.

Income is recognized only when excess certificates are sold on the market, on the other hand in case the certificates surplus is kept for operations compliance of future periods. Emission rights acquired during the period to comply with the quota are accounted for as intangible assets or inventories if the surplus is available for sale, while the emission rights representing the deficit are accounted for as liability.

Emission rights that are accounted for as intangible assets are unlikely to be amortized as their depreciable amount is usually nil. Their expected residual value at inception will be equal to their fair value. The economic benefits are realized by surrendering the rights to settle obligations under the scheme for emissions made, or by selling rights to another party. They are tested for impairment according to IAS 36 whenever there is an indication of impairment.

y) Fair value measurement

The Company measures financial instruments such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability;

Or

- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1** — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- **Level 2** — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;
- **Level 3** — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above.

z) Current versus non-current classification

The Company presents assets and liabilities in the statement of financial position based on current/non-current classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period;

Or

- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period;

Or

- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

ROMPETROL RAFINARE SA
NOTES TO UNAUDITED INTERIM STANDALONE FINANCIAL STATEMENTS
for the financial period ended 30 June 2025
(All amounts expressed in Lei ("RON"), unless otherwise specified)

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION (continued)

aa) Contingencies

Contingent liabilities are not recognized in the financial statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

A contingent asset is not recognized in the financial statements but disclosed when an inflow of economic benefits is probable.

3. INTANGIBLE ASSETS

	Software / Licenses	Other	Intangibles in progress	Total
Cost				
Opening balance as of January 1, 2024	73,891,434	108,926,201	367,435	183,185,070
Additions	1,407,505	-	260,898	1,668,402
Disposals	-	(40,769,334)	-	(40,769,334)
Transfers*	-	-	(2,350)	(2,350)
Closing balance as of December 31, 2024	75,298,939	68,156,868	625,982	144,081,789
Additions	83,530	-	176,813	260,343
Closing balance as of June 30, 2025	75,382,469	68,156,868	802,795	144,342,132
Accumulated amortization				
Opening balance as of January 1, 2024	(67,649,058)	(4,197,345)	-	(71,846,403)
Charge for the year	(1,561,129)	(871,994)	-	(2,433,122)
Closing balance as of December 31, 2024	(69,210,187)	(5,069,339)	-	(74,279,526)
Charge for the year	(623,233)	(80,204)	-	(703,438)
Closing balance as of June 30, 2025	(69,833,420)	(5,149,544)	-	(74,982,964)
Net book value				
As of December 31, 2024	6,088,752	63,087,528	625,982	69,802,263
As of June 30, 2025	5,549,049	63,007,324	802,795	69,359,168

In September 2024 Rompetrol Rafinare met its obligation to the Romanian authority by complying with the 2023 quota of CO2 allowances, resulting in a disposal of RON 40.8 million, that were accounted for liability, in line with the accounting policy detailed in Note 2 z).

In 2024, emissions were lower against free allocated quota due to the general turnaround that commenced on 8th March and lasted for two months.

4. GOODWILL

The goodwill amounting to RON 152,720 represents fractions of the goodwill of the companies Oilfield Exploration Business Solutions SA (former Rompetrol S.A)., Rompetrol Downstream SRL and Rompetrol Well Services SA, following purchase of shares from these companies in Rom Oil SA.

ROMPETROL RAFINARE SA
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for the financial period ended 30 June 2025
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5. PROPERTY, PLANT AND EQUIPMENT

	Land	Buildings	Plant and equipment	Furniture and others	Construction in progress	Total
Cost or valuation						
As of January 1, 2024	207,096,153	895,138,892	1,385,121,151	5,263,978	297,881,722	2,790,501,896
Acquisitions	-	17,362	4,735,720	1,066,636	667,709,950	673,529,668
Transfers from CIP	-	30,814,264	714,071,059	27,715	(744,910,688)	2,350
As of December 31, 2024	207,096,153	925,970,518	2,103,927,930	6,358,328	220,680,984	3,464,033,914
Acquisitions	-	-	327,096	14,693	41,287,768	41,629,557
Transfers from CIP	-	33,056,084	102,275,301	70,717	(135,402,102)	-
Disposals	-	-	(37,023,076)	-	-	(37,023,076)
As of June 30, 2025	207,096,153	959,026,602	2,169,507,251	6,443,739	126,566,650	3,468,640,395
Accumulated depreciation & Impairment						
As of January 1, 2024	-	-	-	-	(14,570,759)	(14,570,760)
Charge for the year	(6,107,665)	(125,679,275)	(314,645,872)	(978,773)	-	(447,411,585)
Impairment	-	(14,338,731)	(5,399,627)	-	-	(19,738,358)
As of December 31, 2024	(6,107,665)	(140,018,006)	(320,045,500)	(978,773)	(14,570,759)	(481,720,703)
Charge for the year	(2,856,383)	(56,782,415)	(159,594,953)	(352,385)	-	(219,586,135)
Accumulated depreciation of disposals	-	-	36,809,402	-	-	36,809,402
Impairment	-	14,338,731	5,399,627	-	-	19,738,358
As of June 30, 2025	(8,964,048)	(182,461,690)	(437,431,423)	(1,331,157)	(14,570,759)	(644,759,078)
Net book value as of December 31, 2024	200,988,487	785,952,512	1,783,882,431	5,379,555	206,110,225	2,982,313,211
Net book value as of June 30, 2025	198,132,105	776,564,912	1,732,075,828	5,112,581	111,995,891	2,823,881,317

5. PROPERTY, PLANT AND EQUIPMENT (continued)

- Construction in progress

In first 6 months of the year 2025, the significant contribution to the total acquisitions for construction in progress is represented by the projects of Refinery Slow Down 2025 (about RON 7.0 million), the ISCIR projects within the two refineries (about RON 12.1 million), the project of Replace cut/drilling system DCU unit (about RON 3.1 million), Tank rehabilitation projects (RON 11.9 million) and other projects totaling RON 7.2 million.

In 2024, the significant contribution to the total acquisitions for construction in progress is represented by the projects of replacement catalysts (approximately RON 32.0 million), Refinery General Turnaround (about RON 287.6 million), the ISCIR projects within the two refineries (about RON 98.6 million), Replace cut/drilling system DCU unit (about RON 50.2 million), Refinery MHC unit restart (approximately RON 33.1 million), the project of acquisition and Install of 2 new Reactors -125-DHT (about RON 51.2 million), the project of Replace subassembly of reformer heater 352-H201 (about RON 22.9 million), Transform CO Boiler from natural circulation boiler (RON 12 million), Safety measures package for PEM Refinery hydrotreater (RON 11.7 million), Replacement static equipment Refinery and Petrochemicals (RON 7.3 million), New Traveling crane with clamshell bucket 12,5 t (RON 4.6 million), Tank rehabilitation projects (RON 2 million) and other projects totaling RON 54.5 million.

At the end of 2024, the main projects remaining in construction in progress refers to the following: Replace cut/drilling system DCU unit (RON 57.5 million), Replacement of PEM strategic equipment (rotors) (about RON 20.5 million RON), Refinery General Turnaround (about RON 15.8 million) ISCIR projects within the two refineries (about RON 10.5 million), Flue gas pipe support system expert.N-PG-138F-030 (RON 10 million), Preparing to 2024 general repair and 2020 HPP Unit (about RON 7.5 million), New Traveling crane with clamshell bucket 12,5 t (RON 6.7 million), Refinery MHC unit restart (about RON 5.2 million), Mounting of electrical equipment 306PP (RON 4.8 million), Mild Hydrocracking Unit Reliability (about RON 4.2 million) 2023 Firefighting package (RON 4.4 million), Tank rehabilitation projects (about RON 7 million), the projects of Replacement catalysts (about RON 9.5 million), and other refinery ongoing project totaling RON 57.1 million.

- Disposal

As of June 30, 2025, the Company recorded the disposal of used catalysts that were replaced during the 2024 Refinery General Turnaround.

In 2024 the Company disposed the Old Hydrogen Plant – Line I as part of Install of 2 new Reactors -125-DHT project. Staring with 2012 the Old Hydrogen Plant (around 7000 m3/hours cumulated capacity of all 3 lines) was no longer used since the New Hydrogen Plant was put in function with bigger capacity (40.000 m3/hour), based on latest available technologies. The net book value of Old Hydrogen Plant – Line I at the date o disposal was nill (zero), therefore no expenses with disposal of assets were recorded.

- Capitalization of borrowing costs

In the first semester of the year 2025 the capital projects were financed from Company's operating cash flow, therefore no borrowing cost directly attributable to the acquisition, construction or production of a qualifying assets was capitalized during first 6 months of the year 2025 (2024: RON nil).

The Company's borrowing funds obtained for generally for the business are not used for the purpose of obtaining a qualifying asset, thus Management determined that no borrowing cost is considered eligible in first semester of the year 2025 and 2024 for capitalization by applying a capitalization rate to the expenditure on the asset.

5. PROPERTY, PLANT AND EQUIPMENT (continued)

- Specific impairment

During 2024, no ethylene was processed as the LDPE plant remained shut down due to unfavourable petrochemical market conditions for LDPE products. Additionally, in prior periods, no long-term contract for ethylene supply was concluded under beneficial conditions, taking into account market volatility, in order to cover costs through favourable margins. As a result, the company has assessed the recoverability of the related fixed assets and recognized an impairment provision in amount of RON 19.7 million as of December 31, 2024, in line with applicable accounting standards.

At the beginning of May 2025, the Rompetrol Rafinare SA restarted the Low-Density Polyethylene (LDPE) plant. During April 2025, the plant underwent a general overhaul, the work consisting of checking the equipment and its reauthorization, according to the regulations in force. All functional and safety tests, preliminary stages to the restart, were successfully completed. As at June 30, 2025, the previously recorded impairment provision was reversed, following the reassessment of asset recoverability.

The Company performs an annual assessment, based on specific asset considerations, as applicable, to identify carrying amounts for property, plant and equipment differ significantly as compared to their fair value as of reporting date taking into consideration expectations on future market conditions. . As differences were anticipated, the Company proceeded to perform a revaluation of property plant and equipment that also embedded an economic obsolescence test as detailed below in Note 5.

Subsequently impairment test has been performed by the Company for the carrying value of goodwill, property plant and equipment and right of use assets as of 31 December 2024 on the cash generating units ("CGUs") listed below in Note 5.1.

- Revaluation of property, plant and equipment

Starting with the financial year ended December 31, 2021, the Company implements the voluntary change of the accounting policy for land and equipment of the Company at fair value as the new method leads to obtaining more relevant and reliable information. Buildings are measured using revalued amount following the voluntary change of accounting as of 31 December 2017.

As at 31 December 2023, a new revaluation process was conducted, the properties fair values for property, plant and equipment are based on valuations performed by PricewaterhouseCoopers Management Consultants S.R.L., an accredited independent appraiser with experience on similar valuation exercises. Fair value of the properties was determined using net replacement cost approach for majority of assets, but also the market approach was applied for several assets like land and residential buildings. The valuation of equipment was performed by the appraiser based on net replacement cost method and subsequently the items were tested for economic obsolescence. A revaluation deficit for property was recognized in OCI (RON 519.5 million) and a net revaluation loss of RON 686.5 million was recognized in profit or loss as of 31 December 2023.

The fair value measurement of property, plant and equipment is considered as Level 3 as that valuation techniques use inputs which have a significant effect on the recorded fair value that are not based on observable market data. Details about valuation techniques used and key inputs are detailed below.

5. PROPERTY, PLANT AND EQUIPMENT (continued)

Description of valuation and key inputs used for to valuation of the property, plant and equipment

R refinery	Valuation technique	Significant unobservable input	Range (weighted average)
Petromidia Equipment	Net replacement cost	Projected crude oil processing capacity of the refinery The unit cost of an atmospheric distillation for a heavy crude oil refinery, assuming "ISBL" costs - Inside Battery Limit and "overnight" costs (excluding off-site, financing or other costs);	5,320 K tons/year (110 K bbl/day) 35.7 USD/ton
Vega Equipment	Net replacement cost	Projected crude oil processing capacity of the refinery The unit cost of an atmospheric distillation for a heavy crude oil refinery, assuming "ISBL" costs - Inside Battery Limit and "overnight" costs (excluding off-site, financing or other costs); The Nelson complexity factor	500K tons/year (11K bbl/day) 70 USD / ton Vacuum distillation plant 2,0 n-Hexan 1,5 Rectification 1,0

Due to the fact that in some cases Nelson complexity factors are either not available (sulfur recovery) or are too general for an accurate estimate, the gross replacement cost for the remaining units was estimated based on the unit cost of the investment. These units are: Amine Treatment (DGRS), New and Old SRU, Nitrogen Plant, HPP, MHC and G1, G100, G200, G300 Cooling Towers.

Description of valuation techniques used for valuation of Property, plant and equipment

The fair value of the Company's land was estimated using the market-based approach, the method of direct comparison. For the selection of comparable properties used in the application of the direct comparison method, the offers of similar properties were analyzed by in terms of differences and similarities compared to the lands subject to this valuation, such as category of land (i.e. industrial, agricultural, etc), location, size, surface.

The gross replacement cost for buildings and constructions was applied, depending on the type of building, technical characteristics and construction, surface, using catalogs for appropriate construction costs and adjustments.

The gross replacement cost for railways, ramps, cooling towers and tanks were estimated on the basis of unit costs and volumes. Gross replacement cost for refinery specialized assets resulted from updating the acquisition value / revalued value with specific indices or the consumer price index. In case of gas stations, the gross replacement cost for each asset category was estimated based on the Group's recent work statements for each type of station expressed in USD and current offers of specialized suppliers, for different elements of the stations.

Physical impairment was based on acquisition date and subsequent upgrades, the environment of use and the normal / technical operating times for each for the different category of assets. Physical impairment was applied to gross replacement cost leading to net replacement cost.

As part of the revaluation process carried out as of December 31, 2023 an economic obsolescence test was performed for the revalued property, plant and equipment of Rompetrol Rafinare. The value in use was estimated based on the approved 5-year Business Plan (2024-2028) prepared by the Company's management. The results of the economic obsolescence test are incorporated in the revaluation exercise. The economic obsolescence test covering Refinery and Petrochemicals CGUs had impact at the level of Rompetrol Rafinare leading to recognition of revaluation deficit and revaluation loss.

5. PROPERTY, PLANT AND EQUIPMENT (continued)

As part of the year end impairment tests processes carried out as of December 31, 2024, an economic obsolescence test was performed for the Company's revalued property, plant, and equipment. Unlike the previous year, the results of the test indicated that no revaluation deficit or revaluation loss was required to be recognized as of December 31, 2024.

- Pledged property, plant and equipment

The company pledged property, plant and equipment with a carrying value of of RON 559,278,976 (2024: RON 597,280,822) for securing banking facilities granted to the Company.

In 2010, ANAF imposed a precautionary asset freeze on all fixed assets, investments, and equity as well as on the shares of Rompetrol Rafinare SA, totalling RON 1.59 billion, in favour of the Romanian state (represented by ANAF) – see details under Note 27 Distress assets – Hybrid Conversion. A second-rank guarantee was also set in favour of KMG International N.V. Despite the 2014 Memorandum of Understanding mandating the removal of these measures, further legal actions in 2016 led to new seizures over the same assets. Over time, court decisions gradually lifted these restrictions, culminating in the Supreme Court's final ruling in 2025, confirming that ANAF must cancel the enforcement order and release all precautionary seizures. ANAF already started the appropriate formalities to lift the seizure from refinery installations and further Management will assess the potential implications derived from this as stated in the Memorandum of Understanding concluded with the Romanian State. As of June 30, 2025 the lifting of the precautionary seizure is in progress. Most of the assets (lands, constructions, movables) are already released (Note 28).

5.1 IMPAIRMENT TEST

The Company performed impairment test as of 31 December 2024. Management assessed the financial performance of the Refining and Petrochemicals CGU and the future market conditions, including the acceleration of the pace of transition to a lower carbon economy and energy system, and concluded that that there are no indicators for impairment as of 31 December 2024.

Impairment tests have been performed by the Company for the carrying value of goodwill, property plant and equipment and right of use assets as of 31 December 2024 on the cash generating units ("CGUs") Refining, Petrochemicals. Based on the impairment tests performed, no impairment has been identified.

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6. RIGHTS OF USE ASSETS

	Land, building and special constructions	Plant and equipment	Vehicles and others	Total
Initial cost / revalued				
Opening balance at January 01, 2024	60,979,574	2,660,777	2,918,643	66,558,994
Re-measurement and other adjustments	-	867,562	-	867,562
Disposals	-	-	(166,898)	(166,898)
Closing balance at December 31, 2024	60,979,574	3,528,340	2,751,744	67,259,658
Additions	-	-	434,819	434,819
Re-measurement and other adjustments	6,943	106,873	-	113,817
Disposals	-	-	(160,229)	(160,229)
Closing balance at June 30, 2025	60,986,517	3,635,213	3,026,335	67,648,065
Opening balance at January 01, 2024	(11,798,585)	(2,446,167)	(1,873,308)	(16,118,060)
Charge for the year	(2,422,301)	(490,449)	(581,709)	(3,494,459)
Accumulated depreciation of ceased rights of use assets	-	-	166,898	166,898
Closing balance at December 31, 2024	(14,220,886)	(2,936,616)	(2,288,120)	(19,445,622)
Charge for the year	(1,211,923)	(243,599)	(279,688)	(1,735,209)
Accumulated depreciation of ceased rights of use assets	-	-	160,229	160,229
Closing balance at June 30, 2025	(15,432,808)	(3,180,215)	(2,407,579)	(21,020,602)
Net book value as of December 31, 2024	46,758,688	591,724	463,625	47,814,036
Net book value as of June 30, 2025	45,553,709	454,998	618,756	46,627,462

The additions during the period represent mainly contracts concluded by the Company for car fleet rental.

The Company recognized right of use assets for the following main categories of operational lease.

Land, buildings and special construction category includes mainly:

- Rent for usage of maritime port - berths of Midia Port.

Plant and equipment category includes mainly equipment for industrial water pumping stations.

Vehicles and other categories includes mainly the agreements in relation to the car fleet rental.

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7. INVESTMENT IN SUBSIDIARIES

	30 June 2025	31 December 2024
Investments in subsidiaries	3,741,084,832	3,741,084,832
Total	<u>3,741,084,832</u>	<u>3,741,084,832</u>

In 2021, Rompetrol Rafinare SA chooses to apply IFRS 9, in this case the investments in subsidiaries being measured at fair value through profit or loss (FVTPL) by changing the accounting policy. The reasoning is detailed in Summary of material accounting policy information, Note 2 i).

Details regarding subsidiaries at 30 June 2025 and 31 December 2024 are as follows:

		Ownership at		Balance at	Balance at
		30 June 2025	31 December 2024	30 June 2025	31 December 2024
	Range of activity				
Rompetrol Downstream SRL	Retail Trade of Fuels and Lubricants	99.99%	99.99%	2,878,531,671	2,878,531,671
Rompetrol Petrochemicals SRL	Petrochemicals	100.00%	100.00%	441,850,561	441,850,561
Rom Oil SA	Wholesale of Fuels; fuel storage	99.99%	99.99%	142,730,866	142,730,866
Rompetrol Logistics SRL	Fuels Transportation	66.19%	66.19%	250,955,974	250,955,974
Rompetrol Quality Control SRL	Quality Control Services	70.91%	70.91%	27,015,760	27,015,760
Total investments				<u>3,741,084,832</u>	<u>3,741,084,832</u>

**Note: all subsidiaries are Romanian companies*

As at the date of revaluation on 31 December 2024, the investments' fair values are based on valuations performed by PricewaterhouseCoopers Management Consultants SRL, an accredited independent valuer who has valuation experience for similar properties. The fair values of the non-listed equity investments have been estimated using a DCF model in case of Rompetrol Downstream SRL, Rom Oil SA and Rompetrol Quality Control SRL, while for Rompetrol Petrochemicals SRL and Rompetrol Logistics SRL the fair values were estimated using net asset approach. The valuation using DCF model requires management to make certain assumptions about the model inputs, including forecast cash flows, the discount rate, credit risk and volatility. The probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these non-listed equity investments. Considering that techniques used for the fair value of investments in subsidiaries are not based on observable market data, the fair values are classified as Level 3.

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8. INVENTORIES, NET

	June 30, 2025	December 31, 2024
Crude oil and other feedstock materials (at lower of cost and net realisable value)	339,252,692	693,476,850
Finished products (at lower of cost and net realisable value)	262,860,594	402,595,869
Work in progress (at cost)	110,789,900	210,434,698
Spare parts (at cost less inventories write-down)	16,563,427	16,557,135
Other consumables (at cost less inventories write-down)	26,165,383	22,327,634
Merchandises (at cost less inventories write-down)	41,545	39,076
Other inventories (at cost less inventories write-down)	5,268,443	6,761,873
Total	760,941,984	1,352,193,135

The inventories provisions mainly represent the provision for net realizable value in relation to refineries and petrochemical plant inventories such as petroleum and petrochemicals products from production and trading, raw materials and provision of old spare parts.

The movement of the provision for inventories in the first 6 months of the year 2025 and 2024 is presented below:

	June 30, 2025	December 31, 2024
Reserve at the beginning of the year	(135,777,469)	(175,811,979)
Accrued provision	(59,772,739)	(98,018,065)
Reversal provision inventories reserve	83,250,577	138,052,575
Reserve at the end of the period	(112,299,631)	(135,777,469)

The provisions for inventories represent provisions related to crude oil and other feedstock materials, finished products and spare parts calculated as the difference between the cost value and the net realizable value.

9. RECEIVABLES AND PREPAYMENTS, NET

	June 30, 2025	December 31, 2024
Trade receivables	1,504,721,948	1,186,286,531
Advances to suppliers	54,036,649	19,569,887
Sundry debtors	53,711,829	27,841,936
VAT to be recovered	1,733,652	103,845
Other receivables	195,658,151	156,579,014
Reserve for bad and doubtful debts	(69,595,939)	(74,959,713)
Total	1,740,266,290	1,315,421,500

Included in Sundry debtors in 2025 is an amount of RON 25.1 million (2024: RON 25.1 million) for principal liabilities and related penalties paid to ANAF following General Tax Inspection Report covering 2011 - 2015 period; the amount is fully provisioned as at June 30, 2025. Included in Sundry debtors in 2025 is an amount of RON 26 mil. (2024: RON zero) in respect of Omniasig Vienna Insurance Group for insurance claim related to 21st of June 2023 incident occurred at Petromidia refinery.

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9. RECEIVABLES AND PREPAYMENTS, NET (continued)

At 30 June 2025, out of the total amount of RON 54.0 million (2024: RON 19.6 million) representing advances to suppliers, RON 53.0 million (2024: RON 18.8 million) are in respect of other raw materials, utilities, investment projects and others.

Out of the total balance for other receivables of RON 195.7 million (2024: RON 156.6 million), an amount of RON 86.8 million (2024: RON 35 million) relates to cash pooling receivables. Also, in other receivables an amount of RON 62.6 million (2024: RON 72.2 million) refers to excise receivables.

The balances with related parties are presented in Note 25. The movement of provision is presented in Note 21.

	June 30, 2025	December 31, 2024
Sundry debtors	53,711,829	27,841,936
Other receivables	195,658,151	156,579,014
Provision for sundry debtors and other receivables	(26,361,654)	(26,361,654)

Out of the total amount of other receivables and sundry debtors of RON 249.4 million (2024: RON 184.4 million) an amount of RON 26.4 million (2024: RON 26.4 million) is provisioned.

The movement in the provision for expected credit losses related to trade receivables and provision for sundry debtors and other receivables is as follows:

	June 30, 2025	December 31, 2024
Balance at the beginning of the year	(74,959,713)	(72,278,300)
Charge for the year	(206,553)	(7,190,813)
Utilized	5,494,640	4,557,418
Exchange rate differences	75,687	(48,019)
Balance at the end of the period	(69,595,939)	(74,959,713)

As at 30 June 2025 and 31 December 2024, the aging analysis of trade receivables and the respective balance of expected credit loss is as follows:

30 June 2025	Total	Trade receivables					
		Days past due					
		Current	1 - 30 days	30 - 60 days	60 - 90 days	90 - 120 days	> 120 days
Expected credit loss rate	2.51%	0.00%	1.77%	0.04%	0.06%	0.09%	97.50%
Estimated total gross carrying amount at default	1,504,709,653	1,288,805,998	124,947,001	16,296,991	19,064,970	19,239,544	36,355,149
Expected credit loss	37,694,139	-	2,211,420	6,183	11,747	17,811	35,446,978

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9. RECEIVABLES AND PREPAYMENTS, NET (continued)

31 December 2024	Total	Trade receivables					
		Days past due					
		Current	1 - 30 days	30 - 60 days	60 - 90 days	90 - 120 days	> 120 days
Expected credit loss rate	3.63%	0.00%	3.34%	0.86%	0.11%	0.33%	97.18%
Estimated total gross carrying amount at default	1,186,274,238	1,031,398,155	66,307,650	28,897,858	12,156,442	5,772,152	41,741,981
Expected credit loss	43,057,916	-	2,211,420	249,646	13,714	19,284	40,563,852

	Total	Past due but not impaired					
		Neither past due not impaired	1 - 30 days	30 - 60 days	60 - 90 days	90 - 120 days	>120 days
30 June 2025	1,467,015,514	1,288,805,998	122,735,581	16,290,808	19,053,223	19,221,733	908,171
31 December 2024	1,143,216,322	1,031,398,155	64,096,230	28,648,212	12,142,728	5,752,868	1,178,129

At 30 June 2025, the trade receivables at the initial value of RON 37.7 million (2024: RON 43.1 million) have been considered uncertain and provisioned.

As at 30 June 2025, a recoverability analysis was performed for trade receivables balance that resulted in an amount of RON 37.69 million (2024: RON 43.06 million). See below for the movements in the provision for impairment of trade receivables.

	Collectively impaired
At January 1, 2024	(40,376,503)
Value adjustments for impairment of receivables	(7,190,813)
Reversed provisions	4,557,418
Exchange rate difference	(48,019)
At December 31, 2024	(43,057,917)
Value adjustments for impairment of receivables	(206,553)
Reversed provisions	5,494,640
Exchange rate difference	75,687
At June 30, 2025	(37,694,143)

10. CASH AND CASH EQUIVALENTS

	June 30, 2025	December 31, 2024
Cash at bank	767,742,491	400,812,616
Cash on hand	2,193	1,362
Transitory amounts	79,997,295	265,094
Other cash equivalents	1,068,590	369,032
Total	848,810,569	401,448,104

Other cash equivalents represent in the greatest part cheques and promissory notes in course of being settled.

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11. EQUITY

11.1 SHARE CAPITAL

As at 30 June 2025 and 31 December 2024 the share capital consists in 26,559,205,726 ordinary shares, authorized, wholly issued and paid up, with a nominal value of RON 0.1 per each share.

The shareholder structure at 30 June 2025 and 31 December 2024:

Shareholders	Percent held (%)	Statutory amounts in [RON]
KMG International N.V	48.11%	1,277,857,773
The Romanian State represented by The Ministry of Energy	44.70%	1,187,087,758
Rompetrol Financial Group SRL	6.47%	171,851,155
Rompetrol Well Services SA	0.05%	1,323,486
Rompetrol Rafinare SA	0.01%	369,858
Others (not State or KMGI Group)	0.66%	17,430,542
Total	100%	2,655,920,573

Following the Extraordinary General Meeting of Shareholders of 30 June 2010, which approved the capital increase with up to RON 450 million, Rompetrol subscribed and paid a total of 3,294,914,165 shares (equivalent of USD 100,222,279), and minority shareholders have subscribed and paid a total number of 6,506 shares (USD 198). These shares have been registered with the Trade Register.

The proceeds of the capital increase were used to partially redeem the bonds held by the Romanian state.

After the Extraordinary General Meeting of Shareholders on 30 September 2010, the Company converted remaining unredeemed bonds into shares in favor of the Romanian State, resulting a total of 19,715,009,053 shares amounting to RON 1,971,500,905 (USD 627,546,964).

Consequently, the Romanian state, through the Ministry of Finance owns 44.7% in the Company.

The Extraordinary General Meeting of Shareholders („EGMS”) of Rompetrol Rafinare held on August 06, 2021 approved the following decision for share capital reduction: The Company's share capital will be reduced by 1,755,000,000 RON from 4,410,920,572.60 RON to 2,655,920,572.60 RON by reducing the number of shares by 17,550,000,000 shares, respectively from 44,109,205,726 shares to 26,559,205,726 shares according to the art. 207 (1) (a) of the Companies Law no. 31/1990. The decision was published on September 03, 2021 into the Official Gazette of Romania and it took effect on 5 November 2021.

11.2 SHARE PREMIUM

The share premium is the result of conversion of bonds into ordinary shares on 30 September 2010, in favor of the Romanian State, represented by the Ministry of Finance, bonds which were issued based on the Emergency Ordinance (“EGO”) 118/2003 ratified by Law 89/2005.

11.3 REVALUATION RESERVES

At 31 December 2024, the Revaluation reserves balance in amount of RON 509 million presented in net off the deferred tax recognized on the revaluation surplus and net off the transfer to retained earnings of the difference between depreciation based on the revalued carrying amount and depreciation based on the original cost of the assets.

11. EQUITY (continued)

The revaluation surplus included in the revaluation reserves is realized by transferring it to retained earnings as the use of the asset or upon disposal of the asset, unless a transfer has not already been made during utilization period of the revaluated asset.

Thus, as of 31 December 2024 the realized revaluation reserve is in 2024 in amount of RON 166.1 million, for which a reduction of previously recognized deferred tax liability in amount of RON 26.6 million was recorded.

11.4 OTHER RESERVES

Hybrid Loan

The "Other reserves" item includes the equity component of the hybrid loan as measured at its initial recognition in amount of RON 3,449 million (USD 1,022 million).

In 2012, USD 800 million of the total outstanding balance of the loan payable to KMG International NV was converted into an unsecured hybrid loan, repayable after 51 years. During 2013, an additional USD 150 million were converted, the hybrid loan amounting to USD 950 million. The loan is unsecured, subordinated to any present and future liability of the company. At maturity the loan can be repaid in cash or fully or partially converted into shares at the option of the issuer. The interest rate for this loan is 15% of the aggregate amount of the company's annual EBIT (operational profit), and it is computed and becomes payable if the below conditions are met cumulatively (as per the addendum to the hybrid loan contract concluded in May 2021):

- the company records net profit after tax for that year;
- the company will distribute dividends.

The contract states that the interest rate mentioned above will be adjusted if the market conditions impose it, depending on the level of market interest existing at the time of the contract execution.

In 2017, an additional USD 72.2 million were converted to hybrid loan by conversion of a debt held in front of KMG International NV. The additional loan is unsecured, repayable after 51 years and subordinated to any present and future liability of the companies. At maturity the loan can be repaid in cash or fully or partially converted into shares. The interest rate for this loan is 2% of the aggregate amount of the company's annual EBIT (operational profit), and it is computed and becomes payable if the below conditions are met cumulatively (as per the addendum to the hybrid loan contract concluded in May 2021):

- the company records net profit after tax in the year;
- the company will be able to distribute dividends as per the Romanian law requirements.

Also, in 2017 management carried out an assessment on the potential hybrid loan interest liability and recorded an amount of RON 57.2 million, based on the projected profitability of the business for the upcoming period. This liability was updated in 2018 to RON 69.3 million and no change in the interest assessment resulted for 2019. On annual basis, a reassessment of the future interest is performed with direct impact in the current year result.

As of 31 December 2020, management carried out an assessment on the potential hybrid loan interest liability and it resulted that no interest payable should be recorded based on the projected profitability of the business by the end of the contractual period, considering the current accumulated accounting losses. As result of the assessment performed, the potential hybrid loan interest liability was reversed through 2020 result.

In May 2021, the parent company concluded addendums to the hybrid loan agreements stating that interest will be computed and becomes payable when:

- the company records net profit after tax in the year;
- the company will distribute dividends as per the Romanian law requirements.

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12. TRADE AND OTHER PAYABLES

	June 30, 2025	December 31, 2024
Trade payables	3,165,753,961	4,148,248,411
VAT payable	649,044,575	177,860,992
Special found tax for oil products	27,560,632	27,560,632
Taxes payable	45,838,014	20,880,477
Employees and social obligations	24,052,605	23,137,830
Other liabilities	2,471,010,653	1,771,112,845
Total	6,383,260,440	6,168,801,187

The Company has a cash pooling agreement in place in order to implement a cash balance optimization system, where KMG Rompetrol SRL is "Coordinating Company", and the group companies are participating companies.

The cash pooling debt amounts to RON 2,169.44 million (2024: RON 1,759.88 million) and is recognised in "Other liabilities".

Trade payables line include payables in relation to KazMunayGas Trading AG in amount of RON 2,818 million as of 30 June 2025 (2024: RON 3,752 million) which represents the liability for the acquisition of crude oil.

Acquisitions of crude oil are financed through a series of credit facilities obtained by KazMunayGas Trading AG from different financial institutions.

Further, according to the agreement concluded between Rompetrol Rafinare SA and KazMunayGas Trading AG, interest rate is calculated differently depending on the financing institution, as well as penalties in case payments are not made by Rompetrol Rafinare according to the agreed payments terms (Note 22).

13. CONTRACT LIABILITIES

	June 30, 2025	December 31, 2024
Short-term advances from other customers	167,352,852	210,990,531
Total short-term advances	167,352,852	210,990,531

Contract liability relates to payments received in advance of performance under the contract. Contract liabilities are recognised as revenue as (or when) the Company performs under the contract.

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14. SHORT-TERM BORROWINGS

Short-term loan from related parties:

	30 June 2025	31 December 2024
Rompetrol Gas SRL	30,614,462	30,614,462
Loans of RON 30.6 million for the purpose of covering the funds necessary to pay the turnover tax for the 1 st quarter and 2 nd quarter of 2024. Maturity of the loan is for a period of 12 months.		
Interest due	224,761	205,627
TOTAL	30,839,223	30,820,089

Short-term loan from banks:

	30 June 2025	31 December 2024
Banca Transilvania	129,579,085	123,277,339
Revolving credit ceiling on short term credit facility of up to EUR 30 million, for working capital purposes, for issue of letters of credit and letters of guarantee. Maturity date is July 25, 2025; guarantee on the credit balances of all current accounts; Corporate unconditional and irrevocable guarantee issued by KMG International; mortgage on the delayed coking unit; pledge on machinery and equipment; mortgage on real estate land area of 30,380.96 m2; assignment of rights from insurance compensation.		
Banca Transilvania	41,133,382	40,237,652
Short-term credit facility type cash and non-cash amounting to EUR 27,961,890 for the current activity, issuing letters of credit and letters of guarantee, due on July 25, 2025; guarantee on the credit balances of all current accounts; Corporate unconditional and irrevocable guarantee issued by KMG I; assignment of rights from insurance compensation; rank mortgage on installations: HDV = EUR 9.3 million; DAV = EUR 14,3 million; DGRS = EUR 7.3 million; AFPE = EUR 16.08 million; GA (G1 + G3) = EUR 5.2 million; ON202 = EUR 5.7 million; warranty on land and buildings - EUR 181,000; warranty on the equipment; pledge on movable production assets EUR 10.9 million.		
Interest due	156,779	518,951
	170,869,246	164,033,943
Syndicated loan – auxiliary component representing overdraft loan granted by Garanti Bank	-	7,161,595
Syndicated loan – auxiliary component representing overdraft loan granted by Alpha Bank Romania	16,885	-
Syndicated loan – auxiliary component representing overdraft loan granted by Banca Comerciala Intesa Sanpaolo Romania	73,770	47,768,000
TOTAL	170,959,901	218,963,537

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15. LONG-TERM BORROWINGS

Long-term loan from banks

	30 June 2025	31 December 2024
Loan facility – through BCR (Banca Comerciala Romana) as payer agent		
General corporate purposes and working capital facility of USD 551,800,000 with possibility to increase up to USD 600,000,000 considering an accordion clause of USD 68,200,000. Facility granted by a consortium of banks, namely Banca Comerciala Romana S.A. (BCR), ING Bank N.V Amsterdam – Bucharest Branch, Raiffeisen Bank S.A., UniCredit Bank S.A., Alpha Bank Romania S.A., Garanti Bank S.A., Banca Transilvania S.A. (takeover from OTP Bank Romania S.A.) and Intesa Sanpaolo Group through its subsidiaries Banca Comerciala Intesa Sanpaolo Romania and VUB A.S.. The facility consists of two parts: (I) USD 275,9 million committed line and the maturity date is April 13, 2026, with an option of adding another 2 years until 2028 and (II) USD 275,9 million uncommitted line for a period of 1 year, with yearly possibility of prolongation. The facility is secured by: inventories, receivables, depots, gas stations and current accounts.	1,206,250,330	1,317,919,120
TOTAL	1,206,250,330	1,317,919,120

The movement of loans in the first 6 months 2025 is presented below:

	At January 01, 2025	Movement	At June 30, 2025
Long-term borrowings from banks	1,317,919,120	(111,668,790)	1,206,250,330
Short-term borrowings from banks	218,444,586	(47,641,463)	170,803,123
Short-term borrowings from shareholders and related parties	30,614,462	-	30,614,462
Total	1,566,978,168	(159,310,254)	1,407,667,914
Interest short-term borrowings from banks	518,951	(362,172)	156,779
Interest short-term borrowings from shareholders and related parties	205,627	19,134	224,761
Total	724,578	(343,038)	381,540

16. OBLIGATION UNDER LEASE AGREEMENTS

	2025	2024
Opening balance at 01 January	53,049,454	55,123,588
Additions	432,755	-
Re-measurement	113,817	867,562
Payments	(2,388,565)	(4,736,590)
Interest accrued	863,836	1,765,053
Exchange rate impact	1,021,499	29,841
As at 30 June / 31 December	53,092,796	53,049,454
Non-current	50,267,935	50,193,790
Current	2,824,861	2,855,664

As of 30 June 2025, there are no sale and leaseback agreements and no lease agreements signed and not commenced yet.

The amount related to additions of RON 0.43 million in the first semester of 2025 refers to car fleet rental agreements.

17. PROVISIONS

The movement of the provisions is presented below:

	As at 1 January 2025	Other comprehensive income	Changes during the year	Unwinding of discount	As at 30 June 2025
Provision for litigations	3,600,000	-	-	-	3,600,000
Retirement benefit provision	44,931,128	-	-	-	44,931,128
Environmental provision	453,294,968	-	-	-	453,294,968
Total	501,826,097	-	-	-	501,826,097

Environmental provision

Vega lagoons

As of 31 December 2024, the Company recognized an environmental provision of RON 426.5 million (2023: RON 424.0 million) based on reassessment of the site restoration provision. Reassessment was performed considering the following change in assumptions as compared with previous period:

- updated prices for rehabilitation work related to lagoons 16, 19 - 20, 7 - 12, 13 - 15 considering the contract in place for lagoons 19-20. The updated prices use as reference basis the lump sum as per contract in place which was allocated at activity level. Moreover, tariffs are indexed on an annual basis with a market factor increase, representing the forecasted inflation rate as per Romanian National Statistics Institute for the period 2025 – 2028 only if the inflation rate increase is equal to or exceeds 3% in accordance with the contract in place;
- Quantities of acid tars and contaminated soil used for the estimation of costs are the quantities as per Environmental Permit issued on 14 Jan 2021 to which an increase of 30% was considered given that according to the Environmental Permit, volumes after treatment can be higher with 30%
- Updated contingency based on the additional increase in quantities of contaminated soil, to 40% except lagoons 19-20 (for which a contract is in place) and the effect of the infringement procedure against Romania in respect of non-compliance with European environmental obligations for deposit of waste.

17. PROVISIONS (continued)

- updated variable indicators over the project timeline (i.e. exchange rate, discount rate, inflation rate) as following: exchange rate changed from 4.4958 RON/USD to 4.7768 RON/USD, increased discount rate from 6.19% used for the provision assessment as of 31 December 2023 to 6.81% as of 31 December 2024 and updated inflation rate forecast as per Romanian National Institute of Statistics;
- extended timeline for the rehabilitation plan until the end of 2028.

The results of the reassessment lead to a net increase of provision by RON 2.4 million, mainly triggered by updated computation due to change in assumptions and foreign exchange effect of RON 8.05 million, offset by an unwinding of discount effect of RON 5.6 million.

As of 30 June 2025, the provision recognized at the end of 2024 (as stated above) is considered as being appropriate.

Vadu cassettes

During the previous period, the Company conducted due diligence procedures according to Law 74/2019 for the biological waste storage area resulting from IAZ no.1 ("Vadu cassettes"), a process ongoing in compliance with EPA Constanta. Technical project was submitted to the authority at the establish deadline. Also, the procedure in order to obtain Environmental agreement is ongoing, the Company submitted necessary documentation, but additional information / clarifications were requested by EPA Constanta, within a new established deadline.

Management determined a constructive obligation for the Company for rehabilitation of the cassettes, prompting an assessment as of December 31, 2021, resulting in a provision computation.

At the end of 2024, the environmental provision was reassessed to reflect updated assumptions (discount rate, exchange rate). The reassessment resulted in a revised provision in amount of RON 26.8 million. As of 30 June 2025, the provision recognized at the end of 2024 is considered as being appropriate.

Retirement benefit provision

Under the collective labor agreement in force, employees are entitled to specific retirement benefits that are payable on retirement, if the employees are employed with the entity at the date of their retirement. The level of benefits provided depends on the member's length of service, the employees is entitled to a fix amount per each year of service. A corresponding provision has been recognized based on: the specific benefits provided in the updated Collective Labour Agreement signed in 2025; the number of employees working within the entity; and actuarial assumptions on future liabilities. For the computation an actuarial valuation is involved making various assumptions that may differ from actual developments in the future. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

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18. NET REVENUES FROM CONTRACT WITH CUSTOMERS

	January - June 2025		TOTAL 2025	January - June 2024		TOTAL 2024
	Refining	Petrochemicals		Refining	Petrochemicals	
Gross revenues from the sale of finished oil products	10,860,294,469	210,656,697	11,070,951,167	7,880,875,548	156,711,578	8,037,587,126
Revenues from other merchandise sales	1,973,357	-	1,973,357	79,767,836	23,143	79,790,979
Revenues from utilities sold	11,406,780	-	11,406,780	9,317,512	1,781,470	11,098,982
Revenues from the sale other products	545,318	-	545,318	-	-	-
Revenues from other services	9,071,246	-	9,071,246	8,952,730	-	8,952,730
Gross Revenues	10,883,291,171	210,656,697	11,093,947,868	7,978,913,627	158,516,190	8,137,429,817
Less sales taxes	(2,760,818,666)	-	(2,760,818,666)	(1,939,859,772)	-	(1,939,859,772)
Total	8,122,472,505	210,656,697	8,333,129,202	6,039,053,854	158,516,190	6,197,570,045

There is no significant time difference between payment and transfer of control over goods and/or services.

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19. COST OF SALES

	January - June 2025	January - June 2024
Crude oil and other raw materials	7,126,168,597	5,335,944,995
Consumables and other materials	27,915,489	16,641,961
Utilities	381,874,972	304,394,257
Staff costs	107,190,945	70,171,521
Transportation	124,913	114,749
Maintenance	92,074,303	54,027,557
Insurance	12,039,722	8,627,736
Environmental expenses	38,242,425	6,681,317
Other	40,896,049	32,115,858
Cash production cost	7,826,527,415	5,828,719,950
Depreciation and amortization	203,128,256	125,162,239
Production costs	8,029,655,671	5,953,882,189
Less: Change in inventories	230,708,589	2,064,728
Less: Own production of property, plant & equipment	(1,786,301)	(3,216,558)
Cost of petrochemicals trading	-	36,915
Cost of other merchandise sales	235,628	78,829,211
Cost of utilities sold	12,126,696	9,788,791
Realised (gains)/losses on derivatives	12,915,670	(42,255,375)
Total	8,283,855,952	5,999,129,901

H1 2024 was marked by atypical operations, with limited refinery activity due to the delayed restart of the Mild Hydrocracking (MHC) unit (resumed on February 26, 2024) and the full turnaround at Petromidia starting March 8, 2024. Following IFRS principles, a significant portion of the production costs incurred during the turnaround was reclassified as underabsorption costs within SG&A, leading to an unusually low Cost Of Sales in that period.

In contrast, H1 2025 reflected a return to full operational capacity (the total throughput for Petromidia refinery was 2.79 million tons, up by 61% compared to the first half of 2024), resulting in higher production volumes and significantly increased costs compared to the previous year.

Additional 2025-specific cost drivers include:

- Staff costs: the main variation was driven by a +7% salary adjustment implemented across the Group starting with January 2025.
- Environmental costs: Up by approx. RON 22 million, due to both higher CO₂ certificate requirements and increased certificate prices.
- Maintenance costs: Significantly higher, mainly due to increased contractor and supplier service rates—impacted by minimum wage hikes in Romania effective July 1, 2024 and January 1, 2025. Additionally, maintenance costs were minimal during H1 2024 due to the turnaround period.

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20. SELLING, GENERAL AND ADMINISTRATIVE COSTS, INCLUDING LOGISTIC COSTS

	January - June 2025	January - June 2024
Staff costs	16,582,908	48,235,846
Utilities	11,108,979	34,593,025
Transportation	41,031,257	27,903,042
Professional and consulting fees	29,008,422	22,014,876
Consumables	1,020,378	1,781,220
Marketing	232,339	125,790
Taxes	2,865,559	31,963,519
Communications	18,988	13,741
Insurance	2,062,661	5,439,309
IT related expenditures	3,747,941	6,588,512
Environmental expenses	5,129,016	2,368,342
Maintenance	12,177,778	24,899,010
Fees and penalties	10,692,593	15,845,391
Other expenses	42,546,171	47,235,411
Costs before depreciation	178,224,989	269,007,035
Depreciation and amortisation	18,896,527	71,895,383
Total	197,121,516	340,902,418

21. OTHER OPERATING (INCOME) / EXPENSES, NET

	January - June 2025	January - June 2024
Loss / (gain) from impairment of property, plant and equipment, net	(19,738,358)	-
Provision for receivables, net and write-off, net	(5,288,087)	5,197,590
Provision for inventories, net and write-off net	(23,263,400)	(29,674,067)
Turnover tax	43,673,117	-
Other, net	(26,305,692)	(661,110)
Total	(30,922,419)	(25,137,586)

Starting 2024 a specific turnover tax has been introduced in addition to the profit tax for legal entities that conduct activities in the oil and natural gas sectors and that registered turnover over EUR 50 million in the previous year. In 2025 the turnover tax recognized for the first half of the year is in amount of RON 43.7 million, while for the same period last year was in amount of RON 28.5 million and was reported in Taxes in Selling expenses (for details see note 20).

In the first semester of 2025 an amount of 26 RON mil. included in Other, net refers to the revenue from insurance claim recognized by the Company for the claim file related to the incident occurred at Petromidia refinery on June 21, 2023.

22. FINANCIAL COST, FINANCE INCOME AND FOREIGN EXCHANGE

	January - June 2025	January - June 2024
Finance cost		
Interest expense	45,131,046	58,907,064
Interest expense shareholders and related parties	86,157,760	69,720,505
Unwinding of discount - lease	863,836	886,617
Other financial expense	79,967,735	106,071,929
	212,120,377	235,586,115
Finance income		
Interest income	(22,065,490)	(20,471,193)
Other financial income	(5,154,268)	(2,228,996)
	(27,219,758)	(22,700,189)
Finance cost / (income), net	184,900,619	212,885,926
Unrealized net foreign exchange losses/(gains)	(289,226,298)	147,134,843
Realized net foreign exchange losses/(gains)	(152,899,755)	24,619,477
Foreign exchange (gain)/loss, net	(442,126,053)	171,754,320
Total expense / (income), net	(257,225,434)	384,640,246

In 2025 out of the total of RON 80.0 million (2024: RON 106.1 million) representing other financial expenses an amount of approximately RON 75.7 million (2024: RON 102.8 million) represents late payment interest owed to KMG Trading for financing.

23. INCOME TAX

a. The current income tax rate in first semester of the year 2025 was 16%, the same as in 2024.

	<u>June 30, 2025</u> RON	<u>June 30, 2024</u> RON
Tax expense comprises:		
Current expense with income tax, out of which	6,649,952	-
<i>Current income tax</i>	<i>6,649,952</i>	-
<i>Turnover Tax</i>	-	-
Deferred tax expense / (income)	-	-
Total tax expense / (income)	6,649,952	-

b. The deferred tax assets and liabilities

	<u>Balance at 1 January 2025</u>	<u>Charged to Profit & loss</u>	<u>Charged to Equity</u>	<u>Balance at 30 June 2025</u>
Temporary differences				
Asset/Liability				
Property, plant and equipment	732,071,678	-	-	732,071,678
Provisions	(802,637,360)	-	-	(802,637,360)
Total temporary differences (Asset)/Liability	(70,565,682)	-	-	(70,565,682)
Property, plant and equipment	63,981,697	-	-	63,981,697
Provisions	(128,421,979)	-	-	(128,421,979)
Differed tax (assets)/liability recognized	(64,440,282)	-	-	(64,440,282)

24. OPERATING SEGMENT INFORMATION

a) Business segments

For management purposes, the company is organized on two segments-refining and petrochemical.

June 30, 2025 Profit and loss

	Refining	Petrochemicals	Unallocated amounts between the segments	Total
Net turnover	8,122,472,505	210,656,697	-	8,333,129,202
Cost of sales	(7,960,415,047)	(323,440,905)	-	(8,283,855,952)
Gross profit / (loss)	162,057,458	(112,784,207)	-	49,273,250
Selling, general and administrative expenses	(174,193,176)	(22,928,340)	-	(197,121,516)
Other operating revenues / expenses, net	(3,336,454)	34,258,873	-	30,922,419
Operating loss	(15,472,172)	(101,453,674)	-	(116,925,846)
Financial expenses	-	-	(206,306,321)	(206,306,321)
Financial revenues	-	-	21,405,702	21,405,702
Net foreign exchange gains / (losses)	-	-	442,126,053	442,126,053
Profit / (loss) before income tax	(15,472,172)	(101,453,674)	257,225,434	140,299,588
Income tax	-	-	(6,649,952)	(6,649,952)
Net Profit / (Loss)	(15,472,172)	(101,453,674)	250,575,482	133,649,636
out of which Depreciation and amortization	(198,171,860)	(23,852,923)	-	(222,024,783)

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24. OPERATING SEGMENT INFORMATION (continued)

June 30, 2024 Profit and loss

	Refining	Petrochemicals	Unallocated amounts between the segments	Total
Net turnover	6,039,053,854	158,516,190	-	6,197,570,045
Cost of sales	(5,753,787,196)	(245,342,705)	-	(5,999,129,901)
Gross profit / (loss)	285,266,658	(86,826,514)	-	198,440,144
Selling, general and administrative expenses	(292,866,759)	(48,035,659)	-	(340,902,418)
Other operating revenues / expenses, net	25,137,586	-	-	25,137,586
Operating profit / (loss)	17,537,485	(134,862,173)	-	(117,324,688)
Financial expenses	-	-	(235,586,116)	(235,586,116)
Financial revenues	-	-	22,700,188	22,700,188
Net foreign exchange gains / (losses)	-	-	(171,754,319)	(171,754,319)
Profit / (loss) before income tax	17,537,485	(134,862,173)	(384,640,246)	(501,964,934)
Income tax	-	-	-	-
Net Profit / (Loss)	17,537,485	(134,862,173)	(384,640,246)	(501,964,934)
out of which Depreciation and amortization	(163,372,725)	(33,684,897)	-	(197,057,622)

b) Geographical segments

All the production facilities of the Company are located in Romania. The following breakdown provides an analysis of the net turnover of the Company depending on the geographical market (based on customers location):

	June 30, 2025	June 30, 2024
Romania	4,752,575,313	4,528,351,082
Europe	3,475,700,643	1,619,961,942
Asia	104,853,247	49,257,021
Total	8,333,129,202	6,197,570,045

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25. RELATED PARTIES

The ultimate parents of the Company are the company National Welfare Fund "Samruk-Kazyna" Joint Stock Company (67.83%), Ministry of Finance of Republic of Kazakhstan (20%) and National Bank of Republic of Kazakhstan (9.58%), companies with its headquarters in Kazakhstan, entirely owned by the Kazakh State plus Other shareholders (2.59%). The related parties and the nature of relationship is presented below:

Name of the affiliated entity	Nature of the relation
KMG International N.V.	Majority shareholder
Oilfield Exploration Business Solutions SA	Company held by KMG International N.V
Rominerv SRL	Company held by KMG International N.V
KazMunayGas Trading AG	Company held by KMG International N.V
Rompetrol Well Services SA	Company held by KMG International N.V
Rompetrol Bulgaria JSC	Company held by KMG International N.V
Intreprinderea Mixta Rompetrol Moldova SA	Company held by KMG International N.V
Rompetrol Georgia LTD	Company held by KMG International N.V
Midia Marine Terminal SRL	Company held by KMG International N.V
Rompetrol Financial Group SRL	Company held by KMG International N.V
Dyneff SAS	A company of Rompetrol France group, where KMG International N.V. owns 49%
KMG Rompetrol SRL	Company held by KMG International N.V
Byron Shipping Ltd	Company held by KMG International N.V
Byron Shipping SRL	Company held by KMG International N.V
Midia Green Energy SA (former Uzina Termoelectrica Midia SA)	Company held by KMG International N.V (KMG International group holds: 43.42%)
Global Security Sistem SA	Company held by KMG International N.V (indirect ownership by KMG International N.V.: 51%)
Global Security Systems Fire Services SRL	Company held by KMG International N.V (indirect ownership by KMG International N.V.: 51%)
Rompetrol Downstream SRL	Company affiliated to the Company
Rompetrol Petrochemicals SRL	Company affiliated to the Company
Rom Oil SA	Company affiliated to the Company
Rompetrol Logistics SRL	Company affiliated to the Company
Rompetrol Quality Control SRL	Company affiliated to the Company
Rompetrol Gas SRL	Company held by KMG International N.V
Rompetrol France SAS	A company of Rompetrol France group, where KMG International N.V. owns 49%
TRG Petrol Ticaret AS	Company held by KMG International N.V (indirect ownership by KMG International N.V.: 51%)
Rompetrol Energy S.A.	Company held by KMG International N.V (KMG International owns: 99%)
KMG Rompetrol Services Center SRL	Company held by KMG International N.V
Rompetrol Renewables SRL (former Rompetrol Drilling SRL)	Company held by KMG International N.V
Benon Rompetrol LLC	Company held by KMG International N.V (indirect ownership by KMG International N.V.: 40%)
The Romanian State and the Romanian Authorities	Significant shareholder
Fondul de Investitii in Energie Kazah-Roman SA	Company held by KMG International N.V
KMG Rompetrol Development SRL	Company held by KMG International N.V

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25. RELATED PARTIES (continued)

The sales to and purchases from related parties are made in the ordinary course of business and are undertaken on a basis that considers prevailing market terms and conditions as applicable to the nature of goods and services provided or received.

A. At 30 June 2025 and 31 December 2024, Rompetrol Rafinare had the following balances with the related parties:

	Receivables and other assets	
	June 30, 2025	December 31, 2024
KazMunayGas Trading AG	283,787,439	191,393,723
Rompetrol Downstream S.R.L.	791,880,084	595,113,264
Rompetrol Petrochemicals S.R.L.	481	481
KMG International N.V.	21,473	672,666
Rompetrol Gas SRL	33,374,113	3,489,482
Rompetrol Moldova ICS	33,757,647	61,461,741
Rompetrol Bulgaria JSC	-	23,425,368
Rominerv S.R.L.	2,641,102	23,178,020
Rompetrol Quality Control S.R.L.	4,001,822	179,554
Rompetrol Logistics S.R.L.	2,657	1,988
Midia Marine Terminal S.R.L.	1,523,563	1,442,885
Midia Green Energy SA (former Uzina Termoelectrica Midia SA)	274,985	274,985
KMG Rompetrol SRL	89,585,265	36,327,732
Global Security Systems S.A.	606,718	610,005
Rompetrol Energy S.A.	82,158,066	69,322,732
Byron Shipping Ltd.	2,001	2,759
Oilfield Exploration Business Solutions S.A.	3,002,902	2,990,454
Rompetrol Financial Group SRL	11,310	11,321
KMG Rompetrol Services Center SRL	43,097	47,455
KMG Rompetrol Development SRL	-	485,655
Total	1,326,674,724	1,010,432,269

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25. RELATED PARTIES (continued)

	Payables, loans and other liabilities	
	June 30, 2025	December 31, 2024
KazMunayGas Trading AG	2,880,724,513	3,789,357,013
Rompetrol Downstream S.R.L.	33,282,781	50,200,971
Rompetrol Petrochemicals S.R.L.	6,981,531	6,981,531
Rompetrol Gas SRL	32,853,831	35,864,103
Rompetrol Moldova ICS	78,414,759	128,591,613
Rominerv S.R.L.	84,961,153	194,641,119
Rompetrol Quality Control S.R.L.	5,004,685	1,086,136
Midia Marine Terminal S.R.L.-trade debts	10,105,727	5,779,277
Midia Green Energy SA (former Uzina Termoelectrica Midia SA)	415	415
KMG Rompetrol SRL- debt cash pooling	2,156,763,890	1,746,434,350
KMG Rompetrol SRL-interest cash pooling	14,486,062	12,450,257
KMG Rompetrol SRL-trade debts	5,645,657	8,735,344
Global Security Systems S.A.	1,361,656	1,348,557
Global Security Systems Fire Services S.R.L.	1,859,020	1,859,020
KMG Rompetrol Development	175,494	-
Rompetrol Energy S.A.	24,662,175	28,502,064
KMG Rompetrol Services Center SRL	1,308,765	1,007,948
Rompetrol Bulgaria JSC	3,028	-
TRG Petrol Ticaret Anonim Sirketi	10,346	10,346
Total	5,338,605,487	6,012,850,063

The company concluded a Cash Pooling agreement for implementing a cash balance optimization system, in which KMG Rompetrol SRL is the "Coordinating company" and Rompetrol Rafinare SA is a participating company; maturity on 4 August 2026 with annual automatic prolongation of maturity.

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25. RELATED PARTIES (continued)

In the first semester of the year 2025, respectively in the first semester of the year 2024, Rompetrol Rafinare had the following transactions with the related parties:

Name of related party	Nature of transaction, sales / purchases	Sales		Purchases	
		January - June 2025	January - June 2024	January - June 2025	January - June 2024
KazMunayGas Trading AG	Raw materials / Petroleum products	2,480,616,632	809,251,368	6,404,069,242	5,226,464,328
Rompetrol Downstream S.R.L.	Petroleum products, rent, utilities and other	3,003,027,786	3,455,999,769	1,232,680	1,311,506
KMG International N.V.	Loan interest, management services	-	-	6,870,607	3,455,972
Rompetrol Gas SRL	Platform operation, propane / Petroleum products, rent, loan interest, other	252,615,240	123,666,622	1,279,661	571,716
Rompetrol Moldova ICS	Sales intermediary services	760,523,230	569,966,191	212	-
Rompetrol Bulgaria JSC	Sales intermediary services	1,092,430	12,890,802	-	-
Rominerv S.R.L.	Acquisition and maintenance of fixed assets	1,573,068	1,667,557	139,574,549	604,359,220
Rompetrol Quality Control S.R.L.	Laboratory analysis/Rent, utilities, other services, dividends	1,050,986	866,116	26,393,627	26,631,790
Rompetrol Logistics S.R.L.	Transport, rent/Rent, utilities	14,106	50,471	82,162	82,162
Midia Marine Terminal S.R.L.	Handling services/ Rent,utilities, re-invoicing, others	1,179,637	560,713	50,220,903	43,672,022
Rompetrol Well Services S.A.	Others	-	-	126	109
Rompetrol Energy S.A.	Acquisition of utilities	82,259,925	71,312,689	144,097,974	117,662,465
KMG Rompetrol S.R.L.	Loan interest, management services	5,878,140	8,409,235	109,082,453	95,402,926
Global Security Systems S.A.	Security and protection services	822	830	6,366,496	4,937,915
Global Security Systems Fire Services SRL	Security and protection services	-	-	5,534,514	4,639,095
Byron Shipping S.R.L.	Demurrage /Rent, reinvoices of other services	13,043	12,852	-	-
Romol S.A.	Reinvoicing bank loan fees	-	96,905	-	10,245
KMG Rompetrol Services Center SRL	Shared services	228,176	231,228	6,417,062	6,797,961
		6,590,073,221	5,054,983,348	6,901,222,268	6,135,999,432

25. RELATED PARTIES (continued)

The Ministry of Public Finance of Romania ("MFPR") held 44.6959% of the share in Rompetrol Rafinare SA from September 2010 until July 2012. Starting July 2012, based on a Government Ordinance, the Ministry of Economy Trade and Business Environment ("MECMA") became shareholder until May 2013 when, following the reorganization of MECMA, the Ministry of Economy ("ME") became the new shareholder. The ministry was later renamed as Ministry of Energy, Small- and Medium-sized Enterprises and Business Environment, afterwards renamed as Ministry of Economy, Energy and Business Environment according to the OUG 68/11.06.2019. Its current name is Ministry of Energy according to the OUG 212/2020.

As a result MFPR, MECMA, ME and Other Authorities are considered to be a related party of the Group. There are no transactions, balance sheets at the year-end in relation with MFPR, MECMA, ME and other Romanian authorities during the time of their affiliation, other than those arising from Romanian fiscal and legislation requirements.

26. EARNINGS PER SHARE

The calculation of the basic earnings per share attributable to the ordinary equity holders of the Company is based on the following data:

	June 30, 2025	June 30, 2024
Net profit (+), loss (-)	133,649,636	(501,964,934)
Average number of shares	26,559,205,726	26,559,205,726
Result per share - base (bani/share)	0.50	(1.89)

27. CONTINGENT LIABILITIES

Rompotrol Rafinare SA - Distressed Assets - Hybrid Conversion

By the Emergency Ordinance ("EGO") 118/2003 approved by Law 89/2005 and the Issuing Convention of 5 December 2003 ("Issuing Convention"), the RON 2,177.7 million of state budget liabilities, including penalties were denominated into 22,812,098 convertible bonds (i.e. a total of EUR 570.3 million at the RON / EUR exchange rate as of 30 September 2003 or 3.8185 RON / EUR or USD 719.4 million at the same date), hereinafter referred to as "Hybrid instruments" or "Bonds".

The Bonds carried interest and were redeemable on or before maturity, partially or entirely. The bonds not redeemed by 30 September 2010 should be convertible, at a fixed conversion rate, into ordinary shares of Rompetrol Rafinare S.A., at the option of the Company.

In accordance with the above mentioned deed, Rompetrol Rafinare S.A. performed several steps by increasing the share capital in June 2010 with USD 100m, redeemed 2,160,000 Bonds for EUR 54m in August 2010 and converted into shares the remaining bonds in September 2010. Therefore, from October 1, 2010 the State became therefore shareholder of the Company with 44.69%.

The Ministry of Public Finance publicly took an adverse position against such course of action and challenged it in various court procedures and on 10 September 2010 the National Agency of Fiscal Administration ("ANAF") issued a decision for establishment of a precautionary seizure on all the participations held by Rompetrol Rafinare S.A. and its affiliates as well as on all movable and immovable assets of Rompetrol Rafinare S.A. except inventories.

27. CONTINGENT LIABILITIES (continued)

Following a first court decision favourable to the Company by which the conversion of bonds into shares that took place in September 2010 was stated as legally, on 15.02.2013 the Group and the Office of the State Ownership and Privatisation in Industry ("OPSPI"), representing the Romanian State, concluded a memorandum of understanding aiming at the amiable settlement of the Litigations. As a result of the Memorandum, ANAF waived back the litigations started against the Company.

The Memorandum of Understanding includes also the following aspects:

- OPSPI will sell and the Group will acquire shares owned by OPSPI and representing 26.6959% of Rompetrol Rafinare S.A.'s share capital for a cash consideration of 200 million USD;
- Establishment of an investment fund which will invest in energy project related to its core activities an amount estimated to reach if the market conditions are appropriate 1 USD billion over 7 years;
- The Ministry of Finance will renounce all cases against the GMS decisions related to the conversion and will cancel the forced execution title.

Following conclusion of MOU, Rompetrol Rafinare submitted to the Romanian authorities a requirement for the annulment of the seizure. On 9 May 2016, Rompetrol Rafinare SA was notified that it was included as a civil responsible party in a file under investigation by DIICOT (see Note 28 - *Litigation with the State involving criminal charges - Case 225*) and at that date, the movable and immovable assets of Rompetrol Rafinare SA, as well as all the investments in subsidiaries, were subject to asset freeze.

The Shareholders agreement for the set-up the Kazakh Romanian Investment Fund ("KRF") was signed on 26 October 2018, and soon after KRF was registered as a joint stock company. All its managing bodies were organized and are functional.

Further on, according to the said MOU and given the final decision issued in 2020 by the Supreme Court in file no. 225 / D / P / 2006, Rompetrol Rafinare submitted to the Romanian authorities a request for the annulment of the precautionary seizure.

On 20 December 2021, a decision was issued in favor of the company by releasing the seizure. The decision was appealed by ANAF to the Supreme Court and on 22 June 2023, the Court cancelled the first decision and sent back the file to be re-settled by the Constanta Court of Appeal. The next hearing was scheduled on 5 February 2024, when the Court admitted the claim and lifted seizure to which ANAF made another appeal, and the case was pending to the Supreme Court. The first appeal hearing was scheduled for January 31, 2025, when the Supreme Court rejected the appeals and confirmed the first court resolution by which ANAF should issue a decision to cancel the enforcement order and lift the precautionary seizure. On 3 March 2025 ANAF started the appropriate formalities to lift the seizure from refinery units and further Management will assess the potential implications derived from this as stated in the Memorandum of Understanding concluded with the Romanian State. As of June 30, 2025 the lifting of the precautionary seizure is in progress. Most of the assets (lands, constructions, movables) are already released.

Risk management and internal control

The Company commitment to integrity, responsibility and ethical conduct is particularly important in the area of bribery and corruption prevention and detection.

The Company is committed to conducting its business fairly, honorably, with integrity and honesty and in compliance with all applicable laws. The Company adopts an approach of zero -tolerance to bribery and corruption in all its business dealings and relationships, wherever it operates. The Company has internal standards and guidelines on due diligence with third parties, conflicts of interest, gifts and hospitality, which focus on mitigating potential corruption risks.

The Rompetrol's Code of Ethics and Conduct is approved by the Board of Directors and applies to all directors, executives and employees, whatever the nature of their contractual relationship with the Company. The Code creates a frame of reference for understanding and putting into practice the Company's expectations as to each person's behavior, in light of the Company's principles of action. Company's employees undergo regular professional training, training on ethical standards and anti-corruption conduct. The Code of Ethics and Conduct explicitly prohibits engaging in bribery or corruption in any form. Anti bribery and corruption policies and procedures in place at Group level include measures and guidance to assess risks, understand relevant laws and report concerns.

27. CONTINGENT LIABILITIES (continued)

Whistleblowing incidents are taken very seriously by the Company and its directors. Any complaints or allegations received are investigated properly by the assigned departments. The Company has established and maintained an open channel to handle and discuss internal reports concerning finance, internal control and fraud to ensure that all reports will receive enough attention. In line with Irregularity Reporting Policy, the internal investigations conducted during 2025 and up to the approval date of the financial statements did not reveal any cases of ethical misconduct and non-compliance with applicable laws and regulations. The results of all internal investigations were discussed with the Company's statutory bodies, which concluded that the warnings were not confirmed.

28. LEGAL MATTERS

Litigation with the State involving criminal charges

I. Criminal case

According to an Order issued April 22, 2016, Prosecutor's Office of Romania with the General Headquarters of the Department for Fight Against Organized Crime and Terrorism (DIICOT) investigated the case against 26 suspects under charges of organized crime (few of them being former employees/managers of the Company) allegedly perpetrated during 1999 – 2010 – Case 225.

Further prosecutor orders as well statements of defenses were issued and submitted during 2016 – 2019 and finally on December 5, 2019 Prosecutor's Office of Romania closed the criminal file, discharged all allegations and lifted the criminal seizure over Rompetrol Rafinare's assets, but still kept a precautionary seizures over 4 installations (for a value of \$106.5m) in case any alleged civil party is damaged by the said ordinance.

On July 2020 the Supreme Court rejected all the complaints against the closing of the file and on October 14, 2022 the remaining criminal seizure was dismissed by the Court.

The Company lifted the criminal precautionary seizure from the Land Book.

II. Civil files

A. Once the criminal case was closed, Faber (a former minority shareholder of the Company) submitted a civil claim to the Bucharest court against both the Group companies and former criminal defendants. The Court imposed Faber to pay a stamp fee of \$530,000 to have the civil claim duly registered on the court docket.

On May 25, 2020 the Bucharest Court rejected the request of Faber for settlement of the stamp fee that Faber should pay for its claim. On July 8, 2020 Bucharest Court annulled Faber's claim as unstamped. A second similar claim of Faber was rejected again by Bucharest court in January 2022 for non-paying of the stamp fee.

On February 10, 2022 the Company was informed by the Constanta court that Faber submitted for the third time its civil claim in tort against the Group companies and defendants for the same amount of \$55m as principal (\$118m including penalties). The Company submitted its reply, pointing out that before any step forward Faber should pay the stamp fee according to the law and, on top of it, previous decisions the Bucharest Court issued before on the same matter. The next hearing is scheduled for November 26, 2025.

B. On the other hand, as Case 225 was finally closed in 2019, Faber resumed several civil cases which were suspended back in 2005 - 2007 due to the 225-criminal case and by which Faber challenged the Rompetrol Rafinare corporate documents approved within the privatization process (2001 - 2006) to meet the terms and conditions of the privatization contract. Until know all claims of Faber either have been withdrew by Faber or have been dismissed by the Court (for couple of them a final and irrevocably decision being issued).

28. LEGAL MATTERS (continued)

Procedure in which is involved Rompetrol Rafinare SA, Rominserv SRL, and employees of the two companies, following of a technical incident occurred in Petromidia refinery on August 22, 2016

On 22 August 2016 a technical incident occurred within the DAV plant. Following the event, two employees of a Group' subsidiary Rominserv SRL suffered burns and two employees passed away.

Following the completion of the criminal prosecution, Rompetrol Rafinare SA, Rominserv SRL and other three employees were put on trial for: the non-observance of the legal labor health and safety measures, bodily harm by negligence, manslaughter and accidental pollution.

The next hearing is scheduled for October 14, 2025.

Considering the allegations, each company is facing, a maximum exposure of approximately RON 3.6 million.

Regarding this legal matter Rompetrol Rafinare booked a provision in amount of RON 3.6 million.

Litigation on Tax Assessments received by Rompetrol Rafinare SA in 2017

In December 2017, the National Agency for Tax Administration finalized the tax inspection in Rompetrol Rafinare (covering the period 2011 - 2015) for: VAT fiscal group (all entities from fiscal group were under fiscal control), income tax, withholding tax and excise.

Thorough the Assessment Decision (received in January 2018), there were imposed the following additional taxes: RON 26.1 million representing VAT (of which RON 13.1 million related to VAT of Rompetrol Rafinare SA the rest belonging to the VAT group companies), RON 6.5 million representing Rompetrol Rafinare SA withholding tax and decrease of Rafinare's fiscal loss with RON 144.4 million. The related penalties assessed are in amount of RON 16.3 million for all VAT group companies. The principal additional taxes and related penalties were partially paid and partially compensated with receivable taxes and the remaining, the difference being paid in cash.

The tax assessment on VAT group and Rompetrol Rafinare SA was challenged on 26 February 2018. The contestation received a partial negative answer and the Company appealed against it in front of the Court of Appeal Constanta on July 25, 2019.

On April 28, 2021, Constanta Court of Appeal rejected Rompetrol Rafinare claim as ungrounded.

The Company submitted an appeal in front of the High Court of Justice. The first term was set in the appeal for May 25, 2023 when the Court cancelled the first decision and sent back the file to be re-settled by the Constanta Court of Appeal having the first hearing on December 7, 2023 and on February 22, 2024, the Court admitted partially the challenge of Rompetrol The court canceled mainly the fiscal authority decision regarding the amount of RON 6.47 million (referring to withholding tax for non-residents and related penalties) and sets that the amount of RON 80.5 million should be included in the fiscal loss. The first hearing in the High Court was scheduled for June 19, 2025.

On June 24, 2025, the Supreme Court partially admitted both appeals, the Company's appeal as well as the ANAF's appeal, and cancelled the fiscal authority's decision on 4.69 million RON in withholding tax for non-residents and related penalties and 210,157 lei representing VAT and related penalties. The Court also ruled that 82.2 million RON should be included in the fiscal loss.

Regarding this legal matter Rompetrol Rafinare recognized a provision in amount of RON 25.1 million.

28. LEGAL MATTERS (continued)

Criminal case concerning Petromidia Refinery incident on July 2nd 2021

On July 2, 2021 there was an explosion followed by a fire at Petromidia refinery, Diesel Hydrotreatment Unit (in Romanian "instalatie Hidrofinare Petrol Motorina" hereinafter HPM plant). As a result of the incident, 3 employees of the company died and one employee was hospitalized due to a hip fracture. The criminal investigations are carried out by the Prosecutor's Office attached to the Constanta Tribunal, was finalised and communicated to the Company the technical expertise carried out by INCD INSEMEX Petrosani, at the request of the criminal investigation bodies, document analysed both by the criminal lawyers, by the party expert and the company's specialists, objections and point of view of the party expert being submitted as well as requests for clarifications issued by the case prosecutor; the company has the quality of a civilly responsible party, hearings of the employees involved in the incident were performed. At this point the criminal investigation is ongoing. At the same time, the collective work accident is being investigated by the Territorial Labour Inspectorate according to the incident legislation, who submitted in front of the criminal investigators their Work Accident Investigation Report.

On July 11, 2022 the company settled the last potential civil claim with the heir of one of the employee passed away during the said incident, resolving all civil claims related to the incident.

The company remains involved in the criminal investigation as a civilly responsible party, and several employees involved in the event have provided statements to the judicial police.

DIICOT Criminal Investigation File in connection with Vega lagoons greening Project

During the investigation carried out by the Directorate for the Investigation of Organized Crime and Terrorism ("DIICOT"), investigation which is the subject of criminal case 279 / D / P / 2020, to the Company were communicated during 2021 a series of ordinances by which was requested to provide the documents to the criminal investigation bodies in connection with the works contracted for the greening of the lagoon 18 from the Vega refinery. The company has no quality in the criminal case as of the date of the current financial situations. The suspicions of the criminal investigation bodies concern the alleged fictitious character of some services for which the Company would have unjustifiably paid the amount of approximately 10 million RON. On 23.02.2022, DIICOT informed the Company if it intends to become a civil party in the criminal proceedings mentioned above, the Company reserve right in relation to the evolution of the criminal case that is the subject of criminal case 279 / D / P / 2020, to make such a request to become a civil party, if the case.

The trial was sent to the regular panel and is expected a first hearing to be established. On March 2 2023, the court kept the judicial control over the Company's employees but lifting the interdiction for leaving the country. On March 9, 2023, the court finally lifted also the judicial control. On September 12, 2024, the last hearing was held. On October 16, 2024, the court rejected the complaints against the indictment but a challenge against this decision was submitted timely and a first hearing in appeal is scheduled on March 20, 2025, and a decision was postponed for June 2025.

On June 11, 2025, all appeals were dismissed as unfounded. Consequently, the commencement of the trial was ordered, with the first hearing date to be set in due course.

28. LEGAL MATTERS (continued)

Criminal file regarding the incident in the Petromidia refinery – Polypropylene (PP) plant dated May 13, 2023

On May 13, 2023, an incident occurred in the PP plant in the Petromidia refinery, as a result of which 2 company employees died. Criminal investigations are carried out by the Prosecutor's Office of Constanta Court (Tribunal). In the criminal case, the company has no quality, until this moment a series of hearings have been conducted of the employees involved in the event or present at the workplace in the installation. At the same time, the work accident is being investigated by the Territorial Labor Inspectorate according to the legislation on work incidents. On July 16, 2025, the Territorial Labour Inspectorate issued the Report on the incident. According to the conclusions of the Report the individuals responsible are indicated as being the victims involved in the accident – main cause minimizing the risks of injury by voluntarily entering a confined space.

Criminal file regarding the incident in the Petromidia refinery – Mild hydrocracking (MHC) plant dated June 21, 2023

On June 21, 2023, a fire occurred in the Petromidia refinery, at the MHC plant, with no recorded victims. Criminal investigations are carried out by the Prosecutor's Office next to the Constanța Court (Judecatorie). The company, as the injured party, formulated and submitted in the file a criminal complaint with the object of destruction. Also, at the request of both the Company and the Prosecutor's Office next to the Constanta Court, INCD INSEMEX Petroșani prepared and filed a technical judicial expertise in order to establish the causes of the incident. The Report was issued by INSEMEX at the begging of July. The Company has until end of August to submit the point of view in respect of INSEMEX Report. At the same time, the incident, falling under the category of major incidents in accordance with the legislation in force, is also being investigated by the Constanta Territorial Labor Inspectorate.

Windfall tax litigation

Case for 2022 windfall tax

Following the enactment of Emergency Ordinance No. 186/2022 regarding the emergency intervention to address the high energy prices, Rompetrol Rafinare paid on June 2023 the amount of RON 578 million.

After fulfilling the mandatory administrative procedure for challenging this tax which was rejected by the fiscal authorities, the Company filed in on March 8, 2024, the challenge in front of the court.

On July 10, 2024, the Court set the case framework, confirming that the fiscal authorities would be the defendants. Other procedural claims were rejected for consideration at this stage, and the court stated these would be addressed in the judgment on merits.

On September 24, 2024, the Court rejected the submission of the case to the ECJ but admitted the submission to the Constitutional Court. As a result, the case is suspended pending a decision by the Constitutional Court. The case was registered to the Constitutional Court and waiting for the scheduling of the hearing.

Case for 2023 windfall tax

Additionally, the Company has filed an administrative challenge regarding the windfall tax paid in 2024 for the fiscal year of 2023. Being rejected by fiscal authority, the Company submitted a similar claim on February 4, 2025, for challenging the 2023 windfall tax. The hearing was on May 19, 2025, and on June 02, 2025; and on June 18, 2025, is expected a resolution on submission of the case to the ECJ (European Court of Justice) and the Constitutional Court.

On June 16, 2025, the Court admitted the request for submission to the Romanian Constitutional Court and on June 18, 2025, to the CJUE (The Court of Justice of the European Union) for all 6 preliminary questions proposed by the company. Until receiving the ruling from CJUE (The Court of Justice of the European Union), the court suspended the file (the decision is subject of appeal).

28. LEGAL MATTERS (continued)

Turnover tax litigation

On August 6, 2024, Rompetrol Rafinare submitted a preliminary administrative complaint challenging the imposition of the turnover tax.

On August 8, 2024, the Company filed a request with the court to suspend the payment of the turnover tax until the main case was resolved. This request aimed to alleviate the immediate financial burden while the legal proceedings were ongoing.

On September 24, 2024, the Court rejected Rompetrol Rafinare's request for suspension of the turnover tax payment. On March 28, the Supreme Court rejected the appeal against denial of suspension.

To date, Rompetrol Rafinare has paid a total of RON 51.4 million in turnover tax for the first 3 quarters of 2024.

Since the administrative complaint was rejected, the company challenged it in court. The first hearing was set for February 13, 2025 when the court suspended the case and forward the file to Constitutional Court. The next hearing date in front of the Constitutional Court has not yet been set.

Vega Refinery (wastewater treatment supply services)

On June 7, 2024, Astra Ecoclean SRL unilaterally ceased providing wastewater treatment services for the Vega Refinery, which is not connected to the central sewer system of Ploiești and needs the collection and treatment of wastewater at the Corlătești Wastewater Treatment Plant owned by New Century Development SRL.

The pipeline system for wastewater collection is used by households and enterprises, local authorities located in the immediate vicinity of the Vega Refinery, which cannot connect to Ploiești's central sewer network as well.

The Corlătești Plant has been providing wastewater treatment services for the Vega Refinery even before privatization occurred in 1999. The Plant was operated by Gentoil SRL until December 2023. Subsequently, the treatment facilities were managed by Ecorin SRL, which provided services to the Vega Refinery until May 2024. The price for wastewater treatment services at that time ranged from 3 to 4.93 RON/m³ of treated wastewater.

In May 2024, the treatment facilities were leased to Astra Ecoclean SRL, which initially requested a service fee of 38-40 Euros/m³, later reducing it to 35 Euros/m³. Rompetrol Rafinare did not accept this proposal at a meeting held on May 31, 2024.

On June 6, 2024, Astra Ecoclean SRL sent a letter to Rompetrol Rafinare stating that the wastewater treatment will be limited to 2,000 m³/month, while the Vega Refinery's planned discharge is 90,000 m³/month. On June 7, 2024, Astra Ecoclean SRL completely stopped treating wastewater from the Vega Refinery.

On June 10, 2024, Rompetrol Rafinare sent a complaint letter to Astra Ecoclean SRL. Then, on June 13, 2024, it submitted a court injunction to prohibit Astra Ecoclean SRL from stopping wastewater treatment. Despite the arguments presented, the court rejected the application on grounds that Astra Ecoclean SRL does not have permission to operate the treatment facilities.

A main claim was submitted on June 17, 2024.

On June 20, 2024 the Court rejected the injunction relief but the Company appealed the decision on June 26, 2024 which was also rejected on August 9, 2024.

28. LEGAL MATTERS (continued)

On July 3, 2024, Rompetrol Rafinare received a preliminary letter from the Local Environmental Authority warning that if the necessary measures for wastewater evacuation and lagoon remediation were not taken, the Environmental Permit for the Vega Refinery could be suspended, leading to the suspension of the refinery's activity.

On August 2, 2024, Rompetrol Rafinare submitted a claim to challenge the Environmental Authority's notification and requested the suspension of its effects.

On January 23, 2025, exception of material incompetence of the Ploiesti Court (Judecatoria Ploiesti) was invoked, the court postponed the decision for 2 weeks. The first instance declined its jurisdiction, the file will be sent to the higher instance - Tribunalul Ploiesti; also, the Company concluded a service contract relating wastewater generated from Vega refinery with the defendant, a request to waive the claim was filed to the court, relating to which Tribunalul Ploiesti will decide. The file is in process of being transmitted from Judecatoria Ploiesti to the Tribunalul Ploiesti, no summons has been received until this date.

29. COMMITMENTS

Environmental risks and obligation

The company's business activity is subject to constantly changing local, national and European regulations relating to the environment and industrial activity, which entail meeting increasingly complex and restrictive requirements. In this regard, these activities can involve a financial resource in order to comply with the incidental restrictive legislation and regulation relating to the Company's activities.

Although the Company has provided for known environmental obligations that are probable and reasonably estimable, it is possible that the Company will continue to incur additional liabilities.

As of 31 December 2024, the Company reassessed environmental provision considering changes in assumptions as compared with previous period as mentioned in Note 17.

As a result of these risks, environmental liabilities will incur additional costs that may impact the Company's results of operations and cash flow.

Company's financial statements account for provisions relating to the costs of environmental obligations that can be reasonably estimated in a reliable manner.

Climate change and energy transition

The oil and gas industry is facing new challenges as the world transitions to a low-carbon economy. The world is undergoing rapid changes as the sustainability and, primarily, the climate agenda come into force. In this context, the change is expected to bring both threats and additional opportunities, as the world needs to reduce greenhouse emissions while continuing sustainable economic growth.

Rompetrol Rafinare is aware of the importance of climate matters and supports European commitments for emissions reduction set out in the Paris Agreement and is aiming to build a sustainable, resilient business in the long run and to reduce CO2 emissions. Estimating global energy demand towards 2050 is an extremely difficult mission. The Company's business plans are built for a period of 5 years and consider certain actions taken to reach its net-zero emissions target by 2050. Our business plans reflect the current economic environment and Company's reasonable expectations of how the next 5 years will progress.

The Company is focused on increasing resilience and profitability by diversification and further transition from diversified downstream player to energy provider. To address these objectives, projects have been defined, corresponding to different time horizons, with highest priority on the short to mid-term projects implemented in the existing markets with the production and distribution capacity already planned.

29. COMMITMENTS (continued)

The Company's strategy, initially approved in March 2022, emphasized the transition from a traditional oil and gas downstream company to a diversified downstream player. This strategy, chosen after a thorough assessment of multiple options, is designed to align with the Group's strategic goals, decarbonization targets, and long-term business sustainability. It supports gradual diversification, particularly into biofuels, renewable energy generation and the expansion of the electric vehicle (EV) charging network.

In response to the dynamic geopolitical, fiscal, and market changes in 2025, the Company's primary focus this year has shifted towards operational efficiency, increasing vertical integration for better value along the Company's value chain, and increasing performance of key businesses, with highest attention and priority to be paid to safety of all operations throughout the Group. These priorities are critical to ensure the Group maintains strong financial performance and adapts to the evolving market conditions. Decarbonization projects, while continuing to develop, will remain an ongoing part of the Company's strategy for long-term sustainability.

In 2024, the KMGI made significant progress with the implementation of projects from the approved list of priority initiatives. Ongoing construction of ultrafast charges at Rompetrol stations, project co-funded by European Union, that will enable Rompetrol to enter the market of EV chargers operators, to meet growing demand for charging infrastructure and legislative requirements. Technical solution study launched for two projects, co-processing of advanced biodiesel and SAF and existing unit of Petromidia refinery aiming to increase the content of new generation biofuels. To meet legislative requirements, KMGI continues assessment of the green hydrogen production project at Petromidia platform. By 2030, this transition is expected to reduce CO2 emissions, contributing to our longer-term decarbonization goals while enhancing operational sustainability.

Overall, the KMGI is committed to adapting its strategy to current market realities, focusing on operational excellence, while maintaining a long-term commitment to sustainability and decarbonization through ongoing projects.

2025 will mark the completion and launch of the large investment project of the Company, the cogeneration plant on the Petromidia platform. The plant will secure the stable supply of electricity and steam to Petromidia refinery, with possibility to inject the surplus electricity into the national grid. The new plant will comply with the highest technological standards of energy efficiency. It is being built and will be operated by Rompetrol Energy, majority owned by the Kazakh-Romanian Energy Investment Fund (KREIF), along with Rominserv and the Midia Thermal Power Plant (currently owned by the Ministry of Energy (56.58%) and KMG International (43.42%). The project, worth over 164 million USD, is financed by the Kazakh-Romanian Energy Investment Fund (KRIEF).

Major investment projects of the KMGI Group in Romania will be implemented through Kazakh-Romanian Investment Fund in the Energy sector established in November 2018 together with the Romanian State, represented by the Management Company of the Shares Owned within Energy Sector (S.A.P.E.), which holds 20% in the equity of the Fund, 80% belonging to KMGI.

War and conflict risks

In the context of the military conflict between Russia and Ukraine, started on 24 February 2022, the EU, USA, UK, Switzerland and other countries imposed various sanctions against Russia, including financing restrictions on certain Russian banks and state-owned companies, sectoral sanctions, import/export restrictions as well as personal sanctions against a number of individuals.

Considering the geopolitical tensions, since February 2022, there has been an increase in financial markets volatility and exchange rate depreciation pressure.

The war in the Ukraine and its related short- term consequences are creating increasing geopolitical risks and further challenges for global supply chains are to be expected which will impact the global economy. We anticipate that the global challenging conditions will persist for the following months.

29. COMMITMENTS (continued)

At present, we are monitoring very closely the current situation and developments of sanctions and related restrictions applied to Russian environment by relevant international stakeholders and regularly conduct a risk assessment on this basis. We are in constant dialogue with our customers and suppliers in the region and try to stay in connection with competent authorities in order to identify any potential impact of newly issued sanctions on our business and supply chains at an early stage and act accordingly.

The Company does not have direct exposures to related parties and/or key customers or suppliers from those countries. The Company's sources for crude oil are not from Russia and the Company does not have operations in Russia or Ukraine.

Cyber risk

The progress made toward digitalization certainly brings great benefits, however as the use of new technologies and their capabilities increases, so do the risks derived from their exposure in cyberspace, the reliance on the systems deployed and the information generated by the Company. The risks are not only technical but also business related and may lead to operational disruptions, fraud or theft of sensitive information.

The Company is heavily dependent on the information technology systems, including the network infrastructure for the safe and effective operation of the business. The Company rely on such systems to process, transmit and store electronic information, including financial records and personally identifiable information and to manage or support a variety of business processes, including the supply chain, pipeline operations, gathering and processing operations, retail sales, financial transactions, banking and numerous other processes and transactions. Any interruption or failure of any information technology system, including an interruption or failure due to a cybersecurity breach, could have an adverse effect on the business, financial condition, results of operations and cash flows.

The systems and infrastructure are subject to potential damage or interruption from a number of potential sources including, power failures and cyberattacks and other events and our cybersecurity protections, infrastructure protection technologies, disaster recovery plans and employee training may not be sufficient to defend us against all unauthorized attempts to access our information.

The Company continuously improves cyber security capabilities. and supervise the cyber security activity, ensuring the protection of the confidentiality, integrity and availability of data. Also, the Company continuously educates their employees and partners about cyber security risks and support them to act in a responsible way.

Work safety and safe operations

Protecting the employees is a priority of the company, and the company is committed to safe responsible operations to protect the health and safety of our employees, contractors and communities. This commitment is reflected in our safety system design and our focus on continuous learning and development achieved through training in human rights and work safety.

Besides the set of measures and policies in place, work accidents can still occur, however the company's top priorities remain the improvement of industrial safety, reduce work-related injuries and accidents-free operation of production facilities.

30. FINANCIAL AND RISK MANAGEMENT INSTRUMENTS

A. CAPITAL RISK

The Company manages its capital to ensure that it will be able to continue as a going concern while maximizing the return to stakeholders through the optimization of the debt and equity balance. The capital structure of the Company consists of bank debt and shareholder loans (see Notes 14 and 15), cash and cash equivalents and equity attributable to equity holders of the Company, comprising issued capital, reserves and retained earnings as disclosed in the "Statement of Changes in the Shareholders' Equity".

B. GEARING RATIO

The debt – to - equity ratio at the end of the year is as follows:

	June 30, 2025	December 31, 2024
Debt (excluding shareholder and related parties loans)	1,377,210,231	1,536,882,657
Cash and cash equivalents	(848,810,569)	(401,448,104)
Net Borrowings	528,399,662	1,135,434,553
Equity (including shareholder and related parties loans)	1,624,873,305	1,514,685,886
Gearing ratio	32.5%	75.0%

The computation method as per 13A appendix from ASF Regulation no. 5/2018

	June 30, 2025	December 31, 2024
Long-term borrowings	1,206,250,330	1,317,919,120
Total equity	1,594,034,082	1,483,865,797
Gearing ratio	75.67%	88.82%

C. FINANCIAL INSTRUMENTS

	30 June 2025	31 December 2024
Financial assets		
Investments in subsidiaries	3,741,084,832	3,741,084,832
Trade receivables and other receivables	1,488,837,838	1,139,168,754
Long-term receivables	59,783,216	27,754,000
Derivates	13,307,909	-
Cash and bank accounts	848,810,569	401,448,104
TOTAL FINANCIAL ASSETS	6,151,824,364	5,309,455,690

30. FINANCIAL AND RISK MANAGEMENT INSTRUMENTS (continued)

Financial liabilities	30 June 2025	31 December 2024
Short term borrowings from shareholders and related parties	30,839,223	30,820,089
Derivates	34,576,202	16,188,271
Commercial liabilities and other liabilities	5,650,625,817	5,934,883,168
Short term loans	170,959,901	218,963,537
Long term borrowings from banks	1,206,250,330	1,317,919,120
Lease debts	53,092,796	53,049,454
Income tax payable	5,087,392	-
TOTAL FINANCIAL LIABILITIES	7,151,431,661	7,571,823,639

Trade and other receivables are at net recoverable value and the following categories are not considered as financial assets:

- VAT to be recovered;
- Profit tax to be recovered;
- Other taxes to be recovered.

Similarly, for trade and other payables the following are not considered as financial liabilities:

- Excises taxes;
- Special fund for oil products (FSPP);
- VAT payable;
- Profit tax payable;
- Salary taxes payable;
- Other taxes;

The estimated fair values of these instruments approximate their carrying amounts.

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

- Cash and short-term deposits, trade receivables, trade payables, and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments;
- Fair value of unquoted available-for-sale financial assets is estimated using appropriate valuation techniques;
- The Company enters into derivative financial instruments with various counterparties. As at 30 June 2025, the marked to market value of derivative position is for financial instruments recognised at fair value.

Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- **Level 1:** quoted (unadjusted) prices in active markets for identical assets or liabilities;
- **Level 2:** other techniques for which all inputs which have a significant effect on the recorded fair value are based on observable market data, either directly or indirectly;
- **Level 3:** techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

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30. FINANCIAL AND RISK MANAGEMENT INSTRUMENTS (continued)

	30 June 2025	Level 1	Level 2	Level 3
Financial assets				
Investments in subsidiaries	3,741,084,832	-	-	3,741,084,832
Trade receivables and other receivables	1,488,837,838	-	1,488,837,838	-
Long-term receivables	59,783,216	-	59,783,216	-
Derivates	13,307,909	-	13,307,909	-
Cash and bank accounts	848,810,569	848,810,569	-	-
TOTAL FINANCIAL ASSETS	6,151,824,364	848,810,569	1,561,928,963	3,741,084,832
Financial liabilities				
Short term borrowings from shareholders and related parties	30,839,223	-	30,839,223	-
Derivates	34,576,202	-	34,576,202	-
Commercial liabilities and other liabilities	5,650,625,817	-	5,650,625,817	-
Short term loans	170,959,901	-	170,959,901	-
Long term borrowings from banks	1,206,250,330	-	1,206,250,330	-
Lease debts	53,092,796	-	53,092,796	-
Income tax payable	5,087,392	-	5,087,392	-
TOTAL FINANCIAL LIABILITIES	7,151,431,661	-	7,151,431,661	-

	31 December 2024	Level 1	Level 2	Level 3
Financial assets				
Investments in subsidiaries	3,741,084,832	-	-	3,741,084,832
Trade receivables and other receivables	1,139,168,754	-	1,139,168,754	-
Long-term receivables	27,754,000	-	27,754,000	-
Cash and bank accounts	401,448,104	401,448,104	-	-
TOTAL FINANCIAL ASSETS	5,309,455,690	401,448,104	1,166,922,754	3,741,084,832
Financial liabilities				
Short term borrowings from shareholders and related parties	30,820,089	-	30,820,089	-
Derivates	16,188,271	-	16,188,271	-
Commercial liabilities and other liabilities	5,934,883,168	-	5,934,883,168	-
Short term loans	218,963,537	-	218,963,537	-
Long term borrowings from banks	1,317,919,120	-	1,317,919,120	-
Lease debts	53,049,454	-	53,049,454	-
TOTAL FINANCIAL LIABILITIES	7,571,823,639	-	7,571,823,639	-

At 30 June 2025, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into and out of Level 3 fair value measurements.

D. DERIVATIVE FINANCIAL INSTRUMENTS

The Company uses different commodity derivatives as a part of price risk management in trading of crude oil and products.

The Company performs hedging transactions regarding the risk of increasing USD interest rates.

Derivative financial instruments are initially measured at fair value on the contract date and are re-measured to fair value at subsequent reporting dates. Changes in the fair value of derivative financial instruments for fair value are recognized in profit or loss as they arise.

30. FINANCIAL AND RISK MANAGEMENT INSTRUMENTS (continued)

E. MARKET RISK

The Company's activities expose it to a variety of risks including the effects of: changes in the international quotations for crude oil and petroleum products, foreign currency exchange rates and interest rates. The Company's overall risk management main objective is to minimize the potential adverse effects on the financial performance of the Company.

F. FOREIGN CURRENCY RISK MANAGEMENT

For the purpose of preparing these Financial Statements, in accordance with the requirements of the Romanian law, the Company's functional currency is the Romanian leu (RON).

Crude oil imports, loans and a significant part of petroleum products are all denominated principally in US Dollars. Therefore, in respect of liabilities the Company is exposed to the risk of US dollar appreciation to the detriment of local currency, while in respect of foreign currency receivables, exposure arises in the context of depreciation of US dollar currency. Moreover, certain assets and liabilities are denominated in foreign currencies, which are retranslated at the prevailing exchange rate at each balance sheet date. The resulting differences are charged or credited to the income statement but do not affect cash flows. Company Treasury is responsible for handling the Company foreign currency transactions.

G. FOREIGN CURRENCY SENSITIVITY ANALYSIS

The Company is mainly exposed to the USD and EUR fluctuation risk.

The following table details the Company's sensitivity to a 5% increase and decrease in the RON exchange rate against the relevant foreign currencies. The sensitivity analysis includes only the foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in the exchange rates. A positive number below indicates an increase in profit and other equity here generated by a positive exchange rate RON/USD of 5% and generated by a negative exchange rate RON/EUR of 5%. For a 5% weakening of the exchange rate RON against USD and an increase of the exchange rate RON against EUR there would be a negative impact in the profit, with the same value.

	USD		EUR	
	30 June 2025	31 December 2024	30 June 2025	31 December 2024
RON				
5%	(139,033,130)	(283,399,686)	(82,742,732)	(301,003)
(5%)	139,033,130	283,399,686	82,742,732	301,003

H. INTEREST RATE RISK MANAGEMENT

Interest rate price risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates relative to the interest rate that applies to the financial instrument. Interest rate cash flow risk is the risk that the interest cost will fluctuate over time. The Company has long-term debt and short-term debt that incur interest at fixed and variable interest rates that exposes the Company to both fair value and cash flow risk. Details of the interest rate terms, which apply to the Company's borrowings, are provided in Notes 14, 15.

30. FINANCIAL AND RISK MANAGEMENT INSTRUMENTS (continued)

The sensitivity analyses below have been determined based on the financial instruments at the reporting date. For floating rate liabilities, the analysis is prepared assuming the amount of liability outstanding at the reporting date was outstanding for the whole year.

If the interest rates had varied by + / - 50 points and all the other variables had remained constant, the net result of the Company as at 30 June 2025 would decrease / increase by RON 26.7 million (2024: decrease / increase by RON 31.0 million).

I. COMMODITY PRICE RISK

The Company is affected by the volatility of crude oil, oil product and refinery margin prices.

The operating activities of the Company require ongoing purchase of crude oil to be used in its production as well as for the supply of petroleum products to its customers. Due to significantly increased volatility of crude oil prices, the management developed a hedge policy which was presented to the Company's Board of Directors and was approved in most significant aspects in 2010 and with some further amendments in February 2011. Following this approval, the Company started on January 2011 to hedge commodities held by Rompetrol Rafinare.

According to the hedge policy, on the commodity side, the flat price risk for priced inventories above a certain threshold (called base operating stock) can be hedged using future contracts traded on ICE Exchange and some OTC instruments for the secondary risks. The base operating stock is the equivalent of priced stocks that are held at any moment in time in the Company, hence price fluctuations will not affect the cash-flow.

Trading activities are separated into physical (purchase from third parties and KazmunayGas Group, and sales to third parties and Intercompany) and paper trades (for economic hedging purposes). Each physical transaction is covered through a related futures position according to the exposure parameters set by management (i.e. based on physical quantities sold or purchased). The Company can sell or buy the equivalent number of future contracts. This paper trade is done only to hedge the risk of the Physical Trade and not to gain from the trading of these instruments.

The Refining activity of the Company is exposed to the increase of the EUA certificates prices. Rompetrol Refinery CO2 emissions are offset with EUA certificates. As a mitigation measure, the Financial Risk Management Department is monitoring the EUA market in order to hedge EUA deficit of the Refinery for the remaining years of first part of phase IV (2024-2025) as well as the following years. When the market price will be within the target level of the Company, hedge operations will be carried on.

J. CREDIT RISK

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or purchase contracts, which leads to a financial loss. The Company is exposed to credit risk from its operating activities primarily for trade receivables and from its financing activities including bank deposits, foreign exchange transactions and other financial instruments.

Trade receivables

Outstanding customer receivables are regularly monitored. The requirement for impairment is analyzed on a regular basis, being undertaken on an individual basis as well as collectively on the basis of aging.

Cash pooling and bank deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury in accordance with the Company's policy.

31.SUBSEQUENT EVENTS

Rompetrol Rafinare S.A credit facility in amount of up to EUR 30 million granted by Banca Transilvania was extended until July 26, 2026.

Rompetrol Rafinare S.A credit facility in amount of up to EURO 27.96 million granted by Banca Transilvania was extended until July 26, 2026.

Facility Agreement A in amount of USD 275.9 million granted by a consortium of banks, meaning Banca Comerciala Romana S.A. (BCR), ING Bank N.V Amsterdam – Bucharest Branch, Raiffeisen Bank S.A., UniCredit Bank S.A., Alpha Bank Romania S.A., Garanti Bank S.A., Banca Transilvania S.A. (takeover from OTP Bank Romania S.A.) and Intesa Sanpaolo Group through its subsidiaries Banca Comerciala Intesa Sanpaolo Romania and VUB A.S. was extended until April 13, 2027.

On July 29, 2025, the Company received from the National Agency for Tax Administration (ANAF-DGAMC) the Decision to amend the decision to defer payment of tax obligations, by which Rompetrol Rafinare received the deferral of payment of tax obligations in total amount of RON 505.6 million for a period of 58 months. The Decision amends the initial Decision to defer payment of tax obligations in amount of RON 26 million received by the Company in May 2025. The defer payment agreement is secured by bank guarantee letters in total amount of RON 507.3 million valid until December 31, 2030, issued by the following banks: Alpha Bank Romania S.A, ING Bank N.V Amsterdam – Bucharest Branch, Raiffeisen Bank S.A. and Garanti Bank S.A..

SORIN GRAURE
General Manager

ALEXANDRU STAVARACHE
Financial Manager

Prepared by, Alexandru Cornel Anton
Chief Accountant

**AFFIDAVIT**

The undersigned, Yedil Utekov, acting as Chairman of the Board of Directors, Sorin Graure, acting as General Manager of Rompetrol Rafinare S.A. and Alexandru Stavarache, acting as Financial Manager of Rompetrol Rafinare S.A., in consideration of art. 67, alin (2) lit. c) of the Law no. 24/2017 regarding the issuers of financial instruments and market operations,

Hereby declare that, as far as we are aware, the individual unaudited half-year financial-accounting statements as of 30.06.2025, drafted in compliance with the applicable accounting standards, provide a correct and accurate image of the actual assets, liabilities, financial status, profit and losses account of Rompetrol Rafinare S.A. and, respectively, of its subsidiaries included in the financial statements' consolidation process, as well as that the Reports of the Board of Directors (on the individual financial statements drafted in compliance with the Order of the Minister of Public Finance no. 2844/2016 for approval of the accounting regulations in compliance with the International Financial Reporting Standards ("IFRS") and on the consolidated financial statements drafted in compliance with IFRS) are presenting the information concerning the Company's activity in a correct and complete manner.

Chairman of the Board of Directors of
Rompetrol Rafinare S.A.

Yedil Utekov

General Manager

Sorin Graure

Financial Manager

Alexandru Stavarache

Date: August 13, 2025