



RESOLUTION DRAFT no. 3/2026
of the Ordinary General Meeting of the Shareholders of
ROMPETROL RAFINARE S.A.
as of April [29th/30th], 2026

The Ordinary General Meeting of the Shareholders (“OGMS”) of the trade company ROMPETROL RAFINARE S.A., having its registered seat located in Năvodari, 215 Năvodari Blvd., Administrative Facility, Constanța County, registered with Constanța Trade Registry under no. J1991000534130, having the sole registration code 1860712 (hereinafter referred to as the “Company”), with subscribed and paid up share capital of 2,655,920,572.6 lei, divided into 26,559,205,726 registered shares, with a par value of 0.1 lei each,

Convened in virtue of articles 117 of the Law no. 31/1990 - as republished - by means of the convening notice published in the Official Gazette no. _____ as of 27.03.2026 and in “Bursa” newspaper no. 57 (historical no. 8051) as of 27.03.2026,

Legally and statutory convened in session on **April [29th/30th], 2026**, at 11:00 a.m. o'clock (first/second convening), at the Company's headquarters from Năvodari, 215 Năvodari Blvd., Administrative Facility, Constanța County, in the presence of the Company's shareholders representing _____% of the share capital and respectively _____% of the entirety of voting rights, for all the Company's shareholders registered in the Registry of the Company's Shareholders at the **April 22nd, 2026, deemed as Reference Date** for this meeting,

Hereby adopts the following resolution concerning the items 8, 9 and 12 - 13 on the agenda:

Article 1

In the presence of the shareholders representing _____% of the share capital and _____% of the total voting rights, with _____ votes „*for*” representing _____% of the share capital and _____% of the votes cast and _____ votes „*against*” representing _____% of the share capital and _____% of the casted votes, **there are hereby [approved/rejected] the election of the 7 (seven) members who will form the new Board of Directors of the Company for a term of 4 years starting with 01.05.2026 as a result of the expiration of the mandates on 30.04.2026 of the current members of the Board of Directors.**

Article 2

In the presence of the shareholders representing _____% of the share capital and _____% of the total voting rights, with _____ votes „*for*” representing _____% of the share capital and _____% of the votes cast and _____ votes „*against*” representing _____% of the share capital and _____% of the casted



votes, there are hereby [approved/rejected] *the appointment of Mr. Dan Alexandru Iancu, financial auditor registered with the Romanian Chamber of Financial Auditors, as independent member in the Audit Committee, for a mandate equal to the mandate of the members of the Board of Directors elected according to item 8 on the agenda of this OGMS, i.e. from May 1st 2026 until April 30th, 2030.*

Article 3

In the presence of the shareholders representing _____% of the share capital and _____% of the total voting rights, with _____ votes „for” representing _____% of the share capital and _____% of the votes cast and _____ votes „against” representing _____% of the share capital and _____% of the casted votes, **it is hereby [approved/rejected] the date of:**

- (i) **May 19, 2026, as Record Date**, according to Article 87 (1) of Law No. 24/2017; and
- (ii) **May 18, 2026, as Ex-Date**, the date from which the financial instruments are traded without the rights arising from the RRC' OGMS, according to Article 2 (2) item 1) of Regulation No. 5/2018.

Article 4

In the presence of the shareholders representing _____% of the share capital and _____% of the total voting rights, with _____ votes „for” representing _____% of the share capital and _____% of the votes cast and _____ votes „against” representing _____% of the share capital and _____% of the casted votes, **it is hereby [approved/rejected] the empowerment of Mr. Sorin Graure, as General Manager of the Company, to conclude and/ or sign on behalf of the Company and/ or the shareholders of the Company the Resolution No. 3/2026 adopted by this OGMS and to carry out all legal formalities for registration, announcement, enforceability, execution, and publication of the adopted Resolution No. 3/2026, with the possibility of sub-mandating third parties**

ROMPETROL RAFINARE S.A.

By: Mr. Sorin Graure

General Manager of the Company

Proxy acting in virtue of article no. [4] of the Resolution no. 3/2026 of the General Ordinary Meeting of Shareholders as of April [29/30].2026

Meeting secretary:

Mr./Mrs. _____