

ROMPETROL RAFINARE S.A.		
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25	09	2023

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

From: ROMPETROL RAFINARE S.A.

CURRENT REPORT prepared in compliance with the provisions of Law no. 24/2017 on issuers of financial instruments and market operations, republished, and Regulation no. 5/2018 on issuers of financial instruments and market operations

Report date: **25 SEP. 2023**

ROMPETROL RAFINARE S.A.

Registered Seat: Năvodari, 215 Năvodari Blvd. (Administrative Building), Constanta County

Telephone number: 0241/506100

Fax number: 0241/506930; 506901

Number of registration with the Trade Registry: J13/534/1991

Sole Registration Code: 1860712

Subscribed and paid-up capital: 2,655,920,572.60 LEI

Regulated market on which the securities are traded: Bucharest Stock Exchange (market symbol RRC)

Significant events to report: Reporting of transactions with related parties according to art. 108 of Law 24/2017, republished

Rompotrol Rafinare S.A. informs its shareholders and investors about the conclusion of several transactions with affiliated parties of the type listed in art. 108 of the Law no. 24/2017, republished, according to the annexes below:

- Annex 1 - transactions with affiliated parties according to art. 108 para. (3) of Law 24/2017, republished, concluded by Rompetrol Rafinare S.A. (Issuer);
- Annex 2 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded between Rompetrol Downstream S.R.L. (DWS) - the subsidiary of Rompetrol Rafinare S.A. (RRC) and KMG ROMPETROL S.R.L. (KMGR) - affiliated with the RRC
- Annex 3 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded between Rompetrol Gas S.R.L. (RGS) - the subsidiary of Rompetrol Rafinare S.A. (RRC) and KMG ROMPETROL S.R.L. (KMGR) - affiliated with the RRC

General Manager
Felix CRUDU-TEȘLOVEANU

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Financial Manager
Ramona-Georgiana GĂLĂȚEANU

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rompetrol

 KazMunayGas
 International
 Group Member

Annex 1 - transactions with affiliated parties according to art. 108 para. (3) of Law 24/2017, republished, concluded by Rompetrol Rafinare S.A. (Issuer)

No.	Name of the Affiliate party	Nature of the relationship with the Affiliate	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6	7	8
Transactions of ROMPETROL RAFINARE S.A. (Issuer) as Beneficiary in July 2023 – August 2023							
1	KazMunayGas Trading AG	Afiliat	Contract 10409-Jef-Rafinare-2023-08/04.05.2023; RR 2/04.08.2023	Raw material acquisition	USD 6,211,663	NA	Payment to be made by TT at 12 working days after the final price is known
2	KazMunayGas Trading AG	Afiliat	Contract 10369-Rafinare -2023-07/05.07.2023; RR 3/10.07.2023	Raw material acquisition	USD 38,421,069	NA	Payment to be made by TT at 7 working days after the final price is known
3	KazMunayGas Trading AG	Afiliat	Contract 10392-Rafinare-2023-08/27.07.2023; RR 2/03.08.2023*	Raw material acquisition	USD 109,260,000	NA	Payment to be made by TT at 12 working days after the final price is known
4	KazMunayGas Trading AG	Afiliat	Contract 10393-Rafinare-2023-08/27.07.2023; RR 3/03.08.2023*	Raw material acquisition	USD 109,260,000	NA	Payment to be made by TT at 12 working days after the final price is known
5	KazMunayGas Trading AG	Afiliat	Addendum 5 - Contract 10179-Rafinare_01-2023/28.08.2023	Raw material acquisition	USD 7,058,462	NA	Payment to be made by TT no later than 5 days after B/L date (considered day 0)
6	ROMPETROL ENERGY SA	Affiliate	Notification no. 7/31.07.2023 to the Contract no. RR 3 /13.01.2022/ Addendum no.2/29.12.2022	Thermal energy price change	Contract value estimated for 2023 is 471,320,848 Lei* as per actual 155,155,535 Lei January- July 2023 included CO2 certificates cost and 316,165,313 lei estimated for 5 months as per Budget quantities and prices	NA	Payment term 30 days from the invoice issuing



No.	Name of the Affiliate party	Nature of the relationship with the Affiliate	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6	7	8
7	ROMPETROL ENERGY SA	Affiliate	Notification no. 8/31.08.2023 to the Contract no. RR 3 /13.01.2022/ Addendum no. 2/29.12.2022	Thermal energy price change	Contract value estimated for 2023 is 437,805,688 Lei* as per actual 176,490,359 Lei January- August 2023 included CO2 certificates cost and 261,315,329 lei estimated for 4 months as per Budget quantities and prices	NA	Payment term 30 days from the invoice issuing
8	ROMINSERV S.R.L.	Affiliate	4 orders submitted in July 2023 based on Contract RR 4/27.02.2019 and Addendum no.1 from 19.09.2019	Contractor	5,422,531 USD (fara TVA)	<p>Except where the Parties agree otherwise in writing or where the law imperatively establishes a longer warranty period (such as: the 36-month warranty period applicable to works concerning constructions in category C; the term 10 years from the receipt of the work for the hidden defects of the construction, the warranty period equal to the duration of the construction, for the defects of the resistance structure resulting from non-compliance with the design and execution rules in force at the date of its construction), warranty will last for:</p> <ul style="list-style-type: none"> -12 (twelve) calendar months, starting with the date of preparation of the MINUTES OF RECEIPT AT THE END OF THE WORKS; -12 (twelve) calendar months, starting with the date of drawing up the MINUTES OF RECEPTION AT COMMISSIONING, in the case of the works mentioned in art.1.1. paragraph 1) letter b) but not more than 15 months from the signing of the Minutes of Reception at the Completion of the Works, provided that the commissioning is not postponed or prevented by causes attributable to the Beneficiary, in which case the warranty period will be 12 months old and will start to run from the date of preparation of the RECEPTION MINUTES AT THE END OF THE WORKS. <p>Before the expiration of the Warranty Period and within it, the Beneficiary will immediately inform the Contractor about all problems encountered in the works performed (but not later than 2 days from their knowledge), the potential causes that caused the problems and of the consequences that may occur, following that the Parties decide together the measures that are necessary to be adopted, the term for remedying the problems appeared depending on the nature of the incident and its circumstances and any other particular aspects.</p>	Payment within 30 calendar days from the date of issuing the invoice



No.	Name of the Affiliate party	Nature of the relationship with the Affiliate	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6	7	8
9	ROMINSERV S.R.L.	Affiliate	7 orders submitted in August 2023 based on Contract RR 4/27.02.2019 and Addendum no.1 from 19.09.2019	Contractor	5,934,440 USD (fara TVA)	<p>Except where the Parties agree otherwise in writing or where the law imperatively establishes a longer warranty period (such as: the 36-month warranty period applicable to works concerning constructions in category C; the term 10 years from the receipt of the work for the hidden defects of the construction, the warranty period equal to the duration of the construction, for the defects of the resistance structure resulting from non-compliance with the design and execution rules in force at the date of its construction), warranty will last for:</p> <p>-12 (twelve) calendar months, starting with the date of preparation of the MINUTES OF RECEIPT AT THE END OF THE WORKS;</p> <p>-12 (twelve) calendar months, starting with the date of drawing up the MINUTES OF RECEPTION AT COMMISSIONING, in the case of the works mentioned in art.1.1. paragraph 1) letter b) but not more than 15 months from the signing of the Minutes of Reception at the Completion of the Works, provided that the commissioning is not postponed or prevented by causes attributable to the Beneficiary, in which case the warranty period will be 12 months old and will start to run from the date of preparation of the RECEPTION MINUTES AT THE END OF THE WORKS.</p> <p>Before the expiration of the Warranty Period and within it, the Beneficiary will immediately inform the Contractor about all problems encountered in the works performed (but not later than 2 days from their knowledge), the potential causes that caused the problems and of the consequences that may occur, following that the Parties decide together the measures that are necessary to be adopted, the term for remedying the problems appeared depending on the nature of the incident and its circumstances and any other particular aspects.</p>	Payment within 30 calendar days from the date of issuing the invoice
Transactions of ROMPETROL RAFINARE S.A. (Issuer) as Supplier – July 2023 - August 2023							
1	ROMPETROL ENERGY SA	Affiliate	Notification 7/2023 to the Contract no. RR 1/28.01.2013	Refinery gas price change	2023 estimation contract value is 126,882,597* Lei/year as per actual for 7 months 68,895,711 Lei and 57,986,886 Lei estimated for 5 months as per Budget 2023 quantities and price	NA	Payment term 10 calendar days after invoice issuing
2	ROMPETROL ENERGY SA	Affiliate	Notification 8/2023 to the Contract no. RR 1/28.01.2013	Refinery gas price change	2023 estimation contract value is 126,683,557* Lei/year as per actual for 8 months 78,731,004 Lei and 47,952,552 Lei estimated for 4 months as per Budget 2023 quantities and price	NA	Payment term 10 calendar days after invoice issuing



No.	Name of the Affiliate party	Nature of the relationship with the Affiliate	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6	7	8
Other transactions concluded by Rompetrol Rafinare S.A. (Issuer) - July 2023 - August 2023							
1	KMG ROMPETROL SRL - as Coordinating Company	Affiliate	Loan agreement registered under no. 3 from 04.08.2014	Running of Available Funds Optimization System of the companies within the Rompetrol Group (Cash pooling)	<p>The value of the average balance** of the RON cash pooling account in July 2023 was - RON 1,684,973,260.60 and the net interest expense this month was - RON 11,735,893.60.</p> <p>The value of the average balance** of the USD cash pooling account in July 2023 was USD 100,731,433.48 and the net interest income was USD 616,183.40.</p> <p>The value of the average balance** of the EUR cash pooling account in July 2023 was EUR 18,576,231.31 and the net interest income was EUR 91,969.20.</p>	NA	For the Loan/ Credit: daily depending on the payment needs or maturity date (one year from the signing date which is the contract termination date) for the existing balance
2	KMG ROMPETROL SRL - as Coordinating Company	Affiliate	Loan agreement registered under no. 3 from 04.08.2014	Running of Available Funds Optimization System of the companies within the Rompetrol Group (Cash pooling)	<p>The value of the average balance** of the RON cash pooling account in August 2023 was - RON 2,153,368,334.27 and the net interest expense this month was - RON 15,003,062.97.</p> <p>The value of the average balance** of the USD cash pooling account in August 2023 was USD 92,603,476.95 and the net interest income was USD 608,676.31.</p> <p>The value of the average balance** of the EUR cash pooling account in August 2023 was EUR 17,635,588.67 and the net interest income was EUR 90,262.29.</p>	NA	For the Loan/ Credit: daily depending on the payment needs or maturity date (one year from the signing date which is the contract termination date) for the existing balance

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

(**) The average balance was calculated based on daily balances, which in some days had the nature of claim, and in others - the nature of debt


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Company Name	Nature of relationship	Related party Name	Nature of relationship	Currency	Balances as of 31.03.2023	
					Receivables	Liabilities
Rompetrol Rafinare S.A.	Emitent	KazMunayGas Trading AG	Affiliated	USD	23,797,141	647,865,823
				EURO	17,696,006	13,179,600
Rompetrol Rafinare S.A.	Emitent	ROMPETROL ENERGY S.A.	Affiliated	RON	80,840,120	27,561,520
Rompetrol Rafinare S.A.	Emitent	ROMINSERV SRL	Affiliated	RON	17,010,263	50,758,654
Rompetrol Rafinare S.A.	Emitent	KMG ROMPETROL S.R.L.	Affiliated	RON	2,344,806	1,400,856,854
				USD	101,629,914	
				EURO	15,100,834	

Abbreviations:

NA - not applicable

MOP – Monthly Operational Plan

B/L – Bill of Landing

TT - Telegraphic Transfer

General Manager
Felix CRUDU-TESLOVEANU

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Financial Manager
Ramona-Georgiana GĂLĂTEANU

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Annex 2 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded in July – August 2023 between Rompetrol Downstream SRL (DWS) - the subsidiary of Rompetrol Rafinare S.A. (RRC) and KMG Rompetrol S.R.L. (KMGR) - affiliated with the RRC

No.	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6
DWS - as Participant Company (Member of the cash pooling System)					
KMGR - as Coordinating Company					
1	Loan agreement from 25.08.2014	Running of Available Funds Optimization System of the companies within the Rompetrol Group (Cash pooling)	The value of the average balance* of the RON cash pooling account in July 2023 was RON 1,121,695,305 and the net interest income this month was RON 7,371,553 The value of the average balance* of the USD cash pooling account in July 2023 was - USD 77,638,333 and the net interest expense was - USD 672,679 The value of the average balance* of the EUR cash pooling account in July 2023 was - EUR 42,510 and the net interest expense was - EUR 216	NA	For loan / credit / deposit: daily depending on receipts / payments or on the due date (one year from the date of signing which is also the date of termination of the contract) for the existing balance
2	Loan agreement from 25.08.2014	Running of Available Funds Optimization System of the companies within the Rompetrol Group (Cash pooling)	The value of the average balance* of the RON cash pooling account in August 2023 was RON 1,314,102,025 and the net interest income this month was RON 10,260,303 The value of the average balance* of the USD cash pooling account in August 2023 was - USD 76,396,056 and the net interest expense was - USD 695,253 The value of the average balance* of the EUR cash pooling account in August 2023 was - EUR 42,510 and the net interest expense was - EUR 224	NA	For loan / credit / deposit: daily depending on receipts / payments or on the due date (one year from the date of signing which is also the date of termination of the contract) for the existing balance

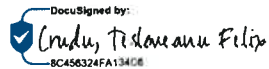
(* The average balance was calculated based on daily balances, which in some days had the nature of claim, and in others - the nature of debt

Abbreviations:

NA - not applicable

Company Name	Nature of relationship with the Issuer	Related party Name	Nature of relationship with the Issuer	Tranzaction Name	Currency	Balances as of 31.03.2023	
						Receivables	Liabilities
Rompetrol Downstream S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliated	Cash pooling	RON	757,908,676.46	4,988,037.74
				Cash pooling	USD	50,321,550.29	146,641,874.51
				Cash pooling	EURO		42,713.98

General Manager of Rompetrol Rafinare S.A.
Felix CRUDU-TEȘLOVEANU

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Financial Manager of Rompetrol Rafinare S.A.
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Annex 3 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded in July – August 2023 between Rompetrol Gas SRL (RGS) - the subsidiary of Rompetrol Rafinare S.A. (RRC) and KMG Rompetrol S.R.L. (KMGR) – affiliated with the RRC

No.	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6
RGS: as Participant Company (Member of the cash pooling System)					
KMGR - as Coordinating Company					
1	Loan agreement from 25.08.2014	Running of Available Funds Optimization System of the companies within the Rompetrol Group (Cash pooling)	The value of the average balance* of the RON cash pooling account in July 2023 was RON 341,753,950.45 and the net interest income this month was 2,347,059.21 RON The value of the average balance* of the USD cash pooling account in July 2023 was -USD 30,877,470.67 and the net interest expense was -USD 201,198.21	NA	For the Loan/ Credit: daily depending on the payment needs or maturity date (one year from the signing date which is the contract termination date) for the existing balance
2	Loan agreement from 25.08.2014	Running of Available Funds Optimization System of the companies within the Rompetrol Group (Cash pooling)	The value of the average balance* of the RON cash pooling account in August 2023 was RON 352,461,563.69 and the net interest income this month was 2,421,633.34 RON The value of the average balance* of the USD cash pooling account in August 2023 was - USD 32,476,071.57 and the net interest expense was - USD 218,112.84	NA	For the Loan/ Credit: daily depending on the payment needs or maturity date (one year from the signing date which is the contract termination date) for the existing balance

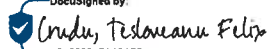
(*) The average balance was calculated based on daily balances, which in some days had the nature of claim, and in others - the nature of debt

Company Denumire	Nature of relationship with the issuer	Related party Denumire	Nature of relationship with the issuer	Tranzaction Name	Currency	Balances as of 31.03.2023	
						Receivables	Liabilities
Rompetrol Gas S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliate	Cash pooling	RON	349,307,978.24	
				Cash pooling-interest	RON	2,326,847.46	
				Cash pooling	USD		33,403,813.66
				Cash pooling-interest	USD		220,591.10

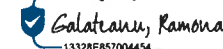
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