

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: December 6, 2021

**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:** RON 4,410,920,572.60

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

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

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

- Annex 1 - transactions with affiliated parties according to art. 108 para. (3) of Law 24/2017, republished, concluded by Rompetrol Rafinare S.A. (Issuer);
- Annex 2 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded between Rompetrol Downstream SRL (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 SRL (RGS) - the subsidiary of Rompetrol Rafinare S.A. (RRC) and KMG ROMPETROL S.R.L. (KMGR) - affiliated with the RRC;
- Annex 4 - transactions with affiliated parties according to art. 108 para. (3) of Law 24/2017, republished, concluded by Rompetrol Rafinare S.A. (Issuer);
- Annex 5- transactions according to art.108 para. (12) of Law 24/2017, republished, concluded between the subsidiaries of Rompetrol Rafinare S.A. (Issuer) namely: between Rompetrol Downstream S.R.L. and Rompetrol Gas S.R.L.

General Manager  
Felix CRUDU-TEȘLOVEANU

Financial Manager  
Ramona-Georgiana GĂLĂȚEANU

**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
<b>Transactions of ROMPETROL RAFINARE S.A. (Issuer) as Beneficiary</b>							
1	KazMunayGas Trading AG	Affiliate	09455-RAFINARE-2021-09; RR 3/03.09.2021	Purchase of raw materials	USD 25,520,367	NA	25 days after final price is known
2	KazMunayGas Trading AG	Affiliate	09504-Rafinare-2021-11; RR5/105.11.2021 (*)	Purchase of raw materials	USD 24,358,950	NA	45 days after loading date
3	UZINA TERMOELECTRICA MIDIA/ROMPETROL ENERGY SA	Affiliate	Notification no. 10 of the Contract no.RR 2 /21.12.2020	Thermal energy price change	Contract value estimated for 2021 is LEI 152,424,310 as per actual on 10 months – Lei 106,128,062 and LEI 46,296,248 estimated for 2 months as per MOP _on last notification price. In estimated value are included CO2 certificates cost	The collection of delay penalties, calculated from the day following the due date and until the date of payment of the main debt (exclusive). The percentage value of the delay penalties is 0.05% / day of delay (art. 20 a), from the contract.	Paiment term 45 days from the invoice reception

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
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4	ROMINSERV S.R.L.	Affiliate	2 orders submitted in October 2021 based on Contract RR 4/27.02.2019 and Addendum no.1 from 19.09.2019	Contractor	USD 1,925,954 (without VAT)	<p>Except where the Parties agree otherwise in writing or where the law imperatively establishes a longer warranty period (such as: the 36-month warranty period applicable to works concerning constructions in category C; the term 10 years from the receipt of the work for the hidden defects of the construction, the warranty period equal to the duration of the construction, for the defects of the resistance structure resulting from non-compliance with the design and execution rules in force at the date of its construction), warranty will last for:</p> <ul style="list-style-type: none"> <li>-12 (twelve) calendar months, starting with the date of preparation of the MINUTES OF RECEIPT AT THE END OF THE WORKS;</li> <li>-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.</li> </ul> <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</p>	Payment within 30 working 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
						problems appeared depending on the nature of the incident and its circumstances and any other particular aspects. The parties have established penalties for delay of the obligation to pay in the amount of 0.06% of the amount not paid in time, for each day of delay; the value of the delay penalties may not exceed 3% of the amount on which they are calculated. In addition, in case of late payment by the Beneficiary, the Contractor is entitled to request that the Beneficiary pay the amount representing the exchange rate difference between the date of actual payment and the due date of the invoice, taking into account the exchange rate communicated by NBR for RON / USD or RON / EUR, as the case may be, on the two dates.	
5	KazMunayGas Trading AG	Affiliate	FINANCIAL SERVICES CONTRACT – Crude oil and Oil Products 06.05.2011	Hedging - October 2021	- USD 9,236,242	NA	5 working days from receiving the invoice, the payment should be done through electronic transfer
6	KazMunayGas Trading AG	Affiliate	Act Ad. 187 / 01.04.2021 la FINANCIAL SERVICES CONTRACT – Refinery Margin and Base Operating Stock CTR RR 2/ 16.02.2011	Hedging - October 2021	- USD 1,126,105	NA	5 working days from receiving the invoice, the payment should be done through electronic transfer
<b>Transactions of ROMPETROL RAFINARE S.A. (Issuer) as Supplier</b>							
1	KazMunayGas Trading AG	Affiliate	Add. 131/30.09.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 3,346,753	NA	31 days after delivery, transfer telegrafic
2	KazMunayGas Trading AG	Affiliate	Add.132/02.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 882,348	NA	20 days after delivery, transfer telegrafic

No.	Name of the Affiliate party	Nature of the relationship with the Affiliate	Type and No. Contract, date of conclusion	Object of transactions	Transaction value	Guarantees constituted	Terms and methods of payment
1	2	3	4	5	6	7	8
3	KazMunayGas Trading AG	Affiliate	Add. 133/05.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 19,325,079	NA	12 calendar days after delivery, transfer telegrafic
4	KazMunayGas Trading AG	Affiliate	Add.134/06.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 948,163	NA	20 days after delivery, transfer telegrafic
5	KazMunayGas Trading AG	Affiliate	Add.135/07.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 899,795	NA	20 days after delivery, transfer telegrafic
6	KazMunayGas Trading AG	Affiliate	Add. 136/08.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 3,550,376	NA	31 days after delivery, transfer telegrafic
7	KazMunayGas Trading AG	Affiliate	Add.137/08.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 890,335	NA	20 days after delivery, transfer telegrafic
8	KazMunayGas Trading AG	Affiliate	Add. 138/12.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 3,912,706	NA	6 days bank NY after delivery, transfer telegrafic/offset
9	KazMunayGas Trading AG	Affiliate	Add. 139/08.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 959,913	NA	20 days after delivery, transfer telegrafic
10	KazMunayGas Trading AG	Affiliate	Add.140/14.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 1,095,243	NA	20 days after delivery, transfer telegrafic
11	KazMunayGas Trading AG	Affiliate	Add. 141/15.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 3,830,587	NA	31 days after delivery, transfer telegrafic
12	KazMunayGas Trading AG	Affiliate	Add. 142/19.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 19,956,445	NA	11 days bank NY after delivery, transfer telegrafic
13	KazMunayGas Trading AG	Affiliate	Add. 143/21.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 3,980,456	NA	31 days after delivery, transfer telegrafic
14	KazMunayGas Trading AG	Affiliate	Add.144/23.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 1,107,732	NA	20 days after delivery, transfer telegrafic
15	KazMunayGas Trading AG	Affiliate	Add.145/24.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 968,127	NA	20 days after delivery, transfer telegrafic



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
16	KazMunayGas Trading AG	Affiliate	Add.146/25.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 1,006,598	NA	20 days after delivery, transfer telegrafic
17	KazMunayGas Trading AG	Affiliate	Add.147/25.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 502,131	NA	20 days after delivery, transfer telegrafic
18	KazMunayGas Trading AG	Affiliate	Add.148/27.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 860,151	NA	20 days after delivery, transfer telegrafic
19	KazMunayGas Trading AG	Affiliate	Add. 149/29.10.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 17,694,636	NA	11 days bank NY after delivery, transfer telegrafic
20	KazMunayGas Trading AG	Affiliate	Add.150/02.11.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 800,612	NA	20 days after delivery, transfer telegrafic
21	KazMunayGas Trading AG	Affiliate	Add. 151/03.11.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 4,118,344	NA	31 days after delivery, transfer telegrafic
22	KazMunayGas Trading AG	Affiliate	Add.152/05.11.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 865,626	NA	20 days after delivery, transfer telegrafic
24	KazMunayGas Trading AG	Affiliate	Add.154/07.11.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 942,732	NA	20 days after delivery, transfer telegrafic
25	KazMunayGas Trading AG	Affiliate	Add. 155/10.11.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 4,849,729	NA	31 days after delivery, transfer telegrafic
26	KazMunayGas Trading AG	Affiliate	Add.156/11.11.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 1,200,523	NA	20 days after delivery, transfer telegrafic
27	KazMunayGas Trading AG	Affiliate	Add. 157/12.11.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 3,932,937	NA	31 days after delivery, transfer telegrafic
28	KazMunayGas Trading AG	Affiliate	Add. 158/17.11.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 1,004,877	NA	20 days after delivery, transfer telegrafic
29	KazMunayGas Trading AG	Affiliate	Add. 159/17.11.2021 - Ctr RRC 2021-1/30.12.2020	Petroleum products sales	USD 187,262	NA	20 days after delivery, transfer telegrafic



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
<b>Other transactions concluded by Rompetrol Rafinare S.A. (Issuer) in October 2021</b>							
1	KMG ROMPETROL SRL - as Coordinating Company	Affiliate	Loan agreement registered under no. RR 3 from 04.08.2014	Running of Available Funds Optimization System of the companies within the KMG International Group (Cash pooling)	<p>The value of the average balance** of the RON cash pooling account in October 2021 was - RON 1,595,674,802.27 and the net interest expense this month was - RON 5,209,718.02,</p> <p>The value of the average balance** of the USD cash pooling account in October 2021 was USD 4,144,302.66 and the net interest income was USD 4,562.05.</p> <p>The value of the average balance** of the EUR cash pooling account in October 2021 was EUR 12,677,025.99 and the net interest income was EUR 20,083.12.</p>	NA	For the Loan/ Credit: daily depending on the payment needs or maturity date (one year from the signing date which is the contract termination date) for the existing balance

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

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

Company Name	Nature of relationship	Related party Name	Nature of relationship	Currency	Balances as of 30.09.2021	
					Receivables	Liabilities
Rompetrol Rafinare S.A.	Issuer	KazMunayGas Trading AG	Affiliate	USD	31,562,178.74	763,881,834.95
				EURO	197,738.00	
Rompetrol Rafinare S.A.	Issuer	Uzina Termoelectrica Midia S.A.	Affiliate	RON	4,244,031.39	11,992,050.79
Rompetrol Rafinare S.A.	Issuer	ROMINSERV SRL	Affiliate	RON	900,283.02	66,831,392.51
Rompetrol Rafinare S.A.	Issuer	KMG ROMPETROL S.R.L.	Affiliate	RON	1,782,576.88	1,573,286,085.30
				USD	1,874,357.32	170,695.59
				EURO	13,802,594.95	

**Abbreviations:**

NA - not applicable

MOP-Monthly Operational Plan

B/L - Bill of Lading

**General Manager**

**Felix CRUDU-TESLOVEANU**

**Financial Manager**

**Ramona-Georgiana GĂLĂȚEANU**



**Annex 2 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded 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
<b>DWS - as Participant Company (Member of the cash pooling System)</b>					
<b>KMGR - as Coordinating Company</b>					
1	Loan agreement from 25.08.2014	Running of Available Funds Optimization System of the companies within the Rompetrol Group (Cash pooling)	<p>The value of the average balance* of the RON cash pooling account in October 2021 was RON 1,057,474,801 and the net interest income this month was RON 3,153,800</p> <p>The value of the average balance* of the USD cash pooling account in October 2021 was - USD 28,384,964 and the net interest expense was - USD 63,352</p> <p>The value of the average balance* of the EUR cash pooling account in October 2021 was - EUR 42,130 and the net interest expense was - EUR 70.10</p>	NA	For the Loan/ Credit: daily depending on the payment needs or maturity date (one year from the signing date which is the contract termination date) for the existing balance

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

Company Name	Nature of relationship with the Issuer	Related party Name	Nature of relationship with the Issuer	Transaction Name	Currency	Balances as of 30,09.2021	
						Receivables	Liabilities
Rompetrol Downstream S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliate	Cash pooling	RON	1,057,933,874	820,080
				Cash pooling	USD	20,913,646	48,364,645
				Cash pooling	EUR		42,378

**Abbreviations:**

NA - not applicable

**General Manager of Rompetrol Rafinare SA**  
**Felix CRUDU-TEȘLOVEANU**

**Financial Manager of Rompetrol Rafinare SA**  
**Ramona-Georgiana GĂLĂȚEANU**

**Annex 3 - transactions with affiliated parties according to art. 108 para. (12) of Law 24/2017, republished, concluded between Rompetrol Gas SRL (RGS) - the subsidiary of Rompetrol Rafinare S.A. (RRC) and KMG ROMPETROL S.R.L. (KMGR) - affiliated with the RRC, respectively ROMPETROL BULGARIA JSC - 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
<b>RGS: as Participant Company (Member of the cash pooling System)</b>					
<b>KMGR - as Coordinating Company</b>					
1	Loan agreement from 25.08.2014	Running of Available Funds Optimization System of the companies within the Rompetrol Group (Cash pooling)	<p>The value of the average balance* of the RON cash pooling account October 2021 was RON 285,750,356.06 and the net interest income this month was RON 923,612.81</p> <p>The value of the average balance* of the USD cash pooling account in October 2021 was - USD 40,432,179.76 and the net interest expense was - USD 89,800.25</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
<b>RGS: as Seller</b>					
<b>ROMPETROL BULGARIA JSC: as Buyer</b>					
2	Sale-Purchase Contract RGS No:155/17.10.2019	Sale of products (Liquefied petroleum gas, commercial propane butane 40/60) during January-October 2021	10,057,887.56 USD		35 days from the date of invoicing

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

Company Name	Nature of relationship with the Issuer	Related party Name	Nature of relationship with the Issuer	Transaction Name	Currency	Balances as of 30,09,2021	
						Receivables	Receivables
Rompetrol Gas S.R.L.	Subsidiary of RRC (Issuer)	KMG ROMPETROL S.R.L.	Affiliate	Cash pooling	RON	256,374,636.91	
				Cash pooling-interest	RON	642,313.94	
				Cash pooling	USD		39,334,786.76
				Cash pooling-interest	USD		77,749.10
Rompetrol Gas S.R.L.	Subsidiary of RRC (Issuer)	ROMPETROL BULGARIA JSC	Affiliate	Sale - purchase	USD	-	343.10

**Abbreviations:**

NA - not applicable

**General Manager of Rompetrol Rafinare SA**  
**Felix CRUDU-TESTLOVEANU**

**Financial Manager of Rompetrol Rafinare SA**  
**Ramona-Georgiana GĂLĂȚEANU**

**Annex 4 - 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
<b>Transactions of ROMPETROL RAFINARE S.A. (Issuer) as Beneficiary</b>							
1	KazMunayGas Trading AG	Afiliat	09447-RAFINARE-2021-09	Purchase of raw materials	USD 13,158,383	NA	25 days after final price is known
2	KazMunayGas Trading AG	Afiliat	09373-RAFINARE-2021-07; RR 3/07.07.2021	Purchase of raw materials	USD 3,728,630	NA	30 days after B/L date
3	KazMunayGas Trading AG	Afiliat	09374-RAFINARE-2021-07_ RR2/07.07.2021	Purchase of raw materials	USD 13,822,322	NA	5 days after B/L date
4	KazMunayGas Trading AG	Afiliat	09439-RAFINARE-2021-08/ 20.08.2021	Purchase of raw materials	USD 13,338,883	NA	25 days after B/L date
5	KazMunayGas Trading AG	Afiliat	09496-Rafinare-2021-10/ RR1/14.10.2021	Purchase of raw materials	USD 4,889,028	NA	30 days after B/L date
6	KazMunayGas Trading AG	Afiliat	09470-Rafinare-2021-10; RR3/10.09.2021	Purchase of raw materials	USD 11,542,014	NA	28 days after B/L date
7	KazMunayGas Trading AG	Afiliat	09471-Rafinare-2021-10; RR3/17.09.2021	Purchase of raw materials	USD 4,242,544	NA	28 days after B/L date

**Abbreviations:**

NA - not applicable

B/L - Bill of Lading

Company		Related party		Currency	Balances as of 30.09.2021	
Name	Nature of relationship	Name	Receivables		Receivables	Liabilities
Rompetrol Rafinare S.A.	Issuer	KazMunayGas Trading AG	Affiliate	USD	31,562,178.74	763.881.834,95
				EURO	197,738.00	

**General Manager of Rompetrol Rafinare S.A.**  
**Felix CRUDU-TESLOVEANU**

**Financial Manager of Rompetrol Rafinare S.A.**  
**Ramona-Georgiana GĂLĂȚEANU**

**Annex 5- transactions according to art.108 paragraph (12) of Law 24/2017, republished, concluded between the subsidiaries of Rompetrol Rafinare S.A. (Issuer) namely: between Rompetrol Downstream S.R.L. and Rompetrol Gas S.R.L.**

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
<b>Subsidiary Rompetrol GAS SRL (Subsidiary of RRC): as Seller Rompetrol Downstream SRL (Subsidiary of RRC): as Buyer</b>					
1	Agreement of Autogas delivery in Buyer Skid no.217/30.09.2016	Sale and delivery of fuel (for period January 1 <sup>st</sup> , 2021 – October 31, 2021)	RON 11,136,853	-	30 days from the date of invoicing

**General Manager of Rompetrol Rafinare S.A.  
Felix CRUDU-TESLOVEANU**

**Financial Manager of Rompetrol Rafinare S.A.  
Ramona-Georgiana GĂLĂȚEANU**