

Către: BOARD OF DIRECTORS

Din partea: Financial Director, Mrs. Adriana Frangu
Chief of Financial-Budgets Dept., Mrs. Daniela Moldoveanu

Subject: Endorsement of guaranteed structure maintainance related to the extension of the credit line in amount of 10,000,000 RON for a 12-months period

Nr. 762/ 20.07.2021

By the present report, we let you know that, on 03.09.2021 expiră AA no.10/02.09.2020 related to the credit contract no. C12002013014744/05.09.2013 (**credit line – financing current activity**) in the amount of **10,000,000 RON** concluded with OTP BANK ROMANIA SA for a **12-month period** expires.

According to provisions of the company's Constitutive Act, Annex no.1 and to the report no.740/15.07.2021, the General Director endorsed the credit line extension for the amount of 10,000,000 Ron, for a 12-month period.

Also, by report no.761/20.07.2021 the executive management requested to the Board of Directors the approval of extension of the credit line in the amount of 10,000,000 ron for 12 months, according to the company' Constitutive Act' provisions, Annex no.1.

Also, by the Indicative Offer no. 25061/06.07.2021, OTP Bank proposes the maintainance of the guarantee structure for the extension of the credit line in the amount of 10,000,000 RON, structure related to credit contract no. C12002013014744/05.09.2013, approved by OGSM Decision no. 6/04.04.2018, OGSM Decision no.13/05.08.20219 and maintained by OGSM Decision no. 12/12.06.2020.

The guarantee structure proposed to be maintained in order to extend the credit line in the amount of 10,000,00 RON is the following:

I. Land in town building, category of use "courtyards-buildings", **in a surface of 23,141 sqm.**, located in Constanta, no.2, Caraiman str. – lot 2, together with the existent buildings on it, having a total built surface of 2.427 sqm., accountancy value on 31.05.2021 in the amount of **3,096,737.88 lei**.

On this field the following fixed assets are located:

- C1 –"Shoretank"(M15N), capacity of 10,000 CM, in a built surface of 830 sqm., identified with cadastral number 211722-C1; inventory number 11221613. Remained value on 31.05.2021 = **52,805.73 lei**.

- C3 – "Shoretank "(M16N), capacity 10,000 CM, in a built surface of 748 sqm., identified with cadastral number 211722-C2; inventory number 11221621. Remained value on 31.05.2021 = **52,805.73 lei**.

- C5 –"Shoretank" (M17N), capacity 10,000 CM, in a built surface of 849 sqm., identified with cadastral number 211722-C3; inventory number 11221612. Remained value on 31.05.2021 = **52,805.73 lei**.

The building is owned by Oil Terminal SA, together with all building improvements. The building has the cadastral number 211722 (former cad. No. 114466), 211722-C1, 211722-C2, 211722-C3, recorded in Land Book no. 211722 Constanta (obtained from written conversion of no. 159702) from Constanta Cadastral Office and Real Estate Advertising, Constanta Cadastral and Real Estate Office.

II. Land in town building, category of use "courtyards - buildings", **in a surface of 34,153 sqm.**, located in Constanta, no.2, Caraiman str. – lot 1/1 (*with direct access from Constantin Bratescu str., on the field owned by OIL Terminal SA, no.2, Caraiman str., lot 1/2*), together with the existent buildings on it, with an accountancy value on 31.05.2021 in the amount of **4,570,368.12 lei**.

On this field, the following fixed assets are located:

- C6 –"Shoretank" P2N, capacity of 10,000 CM, in a built surface of 855 sqm., identified with cadastral number 238666-C6; inventory number 11221619. Remained value on 31.05.2021 = **56,731.18 lei**
- C7 –"Shoretank" M5N, capacity of 10,000 CM, in a built surface of 804 sqm., identified with cadastral number 238666-C7; inventory number 11221616. Remained value on 31.05.2021 = **56,731.18 lei**.
- C8 –"Shoretank" P3N, capacity of 10,000 CM, in a built surface of 855 sqm., identified with cadastral number 238666-C8; inventory number 11221618. Remained value on 31.05.2021 = **56,731.18 lei**.
- C9 –"Shoretank" M4N, capacity of 10,000 CM, in a built surface of 854 sqm., identified with cadastral number 238666-C9; inventory number 11221617. Remained value on 31.05.2021 = **56,731.18 lei**.

The building is owned by Oil Terminal SA, together with all building improvements. The building has the cadastral number 238666 recorded in Land Book no. 238666 Constanta from Constanta Cadastral Office and Real Estate Advertising, Constanta Cadastral and Real Estate Office.

III. Land in town building, category of use "courtyards - buildings", **in a surface of 15,801 sq.m.**, located in Constanta, no.2, Caraiman str. – lot 1/2/1 (*with direct access from Constantin Bratescu str., on the field owned by OIL Terminal SA, no.2, Caraiman str., lot 1/2/2*), together with the existent buildings on it, with an accountancy value on 31.05.2021 in the amount of **2,114,496.14 lei**.

On this field, the following fixed assets are located:

- C2 –"Shoretank" P1N, capacity of 10,000 CM, in a built surface of 856 sqm., identified with cadastral number 238636-C6; inventory number 11221620. Remained value on 31.05.2021 = **56,731.18 lei**.
- C4 –"Shoretank" P8N, capacity of 10,000 CM, in a built surface of 855 sqm., identified with cadastral number 238636-C4; inventory number 11222068. Remained value on 31.05.2021 = **83,554.55 lei**.

The building is owned by Oil Terminal SA, together with all building improvements. The building has the cadastral number 238836, recorded in Land Book no. 238836 Constanta from Constanta Cadastral Office and Real Estate Advertising, Constanta Cadastral and Real Estate Office.

IV. Land in town building, category of use "courtyards - buildings", **in a surface of 12,916 sqm.**, located in Constanta, no.2, Caraiman str., North 1 Storage Farm, Constanta county – lot 3, together with the existent buildings on it, with an accountancy value on 31.05.2021 in the amount of **1,728,424.29 lei**.

- C394 –„Garbage facility”, in a surface of 47 sqm., identified with cadastral number 214855-C1; inventory number 11220521. Remained value on 31.05.2021 = **0 lei**.
- C395 – „Administrative building”, in a surface of 23 sq.m., identified with cadastral number 214855-C2; inventory number 11110104. Remained value on 31.05.2021 = **33,657.22 lei**.
- C396 – „Greenhouses”, in a surface of 167 sqm., identified with cadastral number 214855-C3; inventory number 11222984. Remained value on 31.05.2021 = **0 lei**
- C397 – „Greenhouses”, in a surface of 676 sqm., identified with cadastral number 214855-C4; inventory number 11223487. Remained value on 31.05.2021 = **0 lei**.

The building is owned by Oil Terminal SA, together with all building improvements. The building has the cadastral number 214855 (former cad. No. 116120), 214855-C1, 214855-C2, 214855-C3, 214855-C4, recorded in Land Book no. 214855 Constanța (obtained from written conversion of no. 160527) from Constanța Cadastral Office and Real Estate Advertising, Constanța Cadastral and Real Estate Office.

V. Mortgage on accounts opened in OTP Bank Romania SA.

According to provisions of Constitutive act, art. 12 paragraph (4) letter p) ‘the acts of acquisition, estrangement, exchange or of constitution in guarantee of the company’ fixed assets’ some assets, which value exceeds individually or cummulated, during a financial year, 20% of the total fixed assets, less receivables”, will be concluded only after the shareholders general extraordinary assembly’ approval.

Calculation of tangible assets percentage proposed as guarantees in total assets less receivables:

- Fixed assets on 31.05.2021	= 524,311,946 lei
- Receivables on 31.05.2021	= 20,878,204 lei
- Fixed assets less receivables	= 524.311.946 – 20.878.204 = 503,433,742.00 lei
- 20% from total assets less receivables	= 503.433.742 ,00 lei x 20% = 100,686,748.40 lei

Guarantees total value = 12,069,311.29 lei, from which :

I. Field in a surface of 23,141 sq.m.	= 3,096,737.88 lei
1. Shoretank M15N (capacity 10,000 CM, inventory no. 11221613) =	52,805.73 lei
2. Shoretank M16N (capacity 10,000 CM, inventory no. 11221621) =	52,805.73 lei
3. Shoretank M17N (capacity 10,000 CM, inventory no. 11221612) =	52,805.73 lei
II. Field in a surface of 34,153 sq.m.	= 4,570,368.12 lei
1. Shoretank P2N (capacity 10,000 CM, inventory no.11221619) =	56,731.18 lei
2. Shoretank M5N (capacity 10,000 CM, inventory no. 11221616) =	56,731.18 lei
3. Shoretank P3N (capacity 10,000 CM, inventory no. 11221618) =	56,731.18 lei
4. Shoretank M4N (capacity 10,000 CM, inventory no. 11221617) =	56,731.18 lei
III. Field in a surface of 15,801 sq.m.	= 2,114,496.14 lei
1. Shoretank P1N (capacity 10,000 CM, inventory no. 11221620) =	56,731.18 lei
2. Shoretank P8N (capacity 10,000 CM, inventory no. 11222068) =	83,554.55 lei
IV. Field in a surface of 12,916 sq.m.	= 1,728,424.29 lei
1. Garabage facility (inventory no. 11220521)	= 0 lei
2. Administrative building (inventory no. 11110104)	= 33,657.22 lei
3. Greenhouses (inventory no. 11222984)	= 0 lei
4. Greenhouses (inventory no. 11223487)	= 0 lei

Guarantees in assets total less receivables = 12,069,311.29 / 503,433,742.00 x 100 = 2.4 %

On 31.05.2021 the above-mentioned guarantees structure represents **2.4% from fixed assets total, less receivables. Therefore they don’t exceed 20% from the fixed assets total, less receivables.**

Therefore, on 31.05.2021 the proposed guarantees don’t exceed 20% from the fixed assets total, less receivables, the proposal to maintain the guarantees structure will be submitted for approval to the

Shareholders General Ordinary Assembly, according to art.12 paragraph (3) letter g) of the company' Constitutive Act.

Having in view the provisions of Annex no.1 of the company' Constitutive Act, **we propose you to endorse the maintenance of the above-mentioned guarantees structure.**

After endorsement, the present report will be submitted to the Shareholders General Assembly for approval.

In order to sign the contracts, we ask you mention both in the Board of Directors' decision and in the Shareholders General Ordinary' decision the **empowerment of general director, financial director, chief of legal litigations dept. or the legal representatives of empowered persons to represent the company in relationships with the bank, public notary and to sign on behalf of the company the credit contracts, real estate and real estate collateral guarantee contracts, additional acts of these and any other necessary inscriptions in running the contractual relationship with the bank for the granted loans.**

General Director,
Sorin Ciutoreanu

Financial Director,
Adriana Frangu

Chief of Financial-Budgets Dept.,
Daniela Moldoveanu

Chief of Legal Litigations Dept.,
Mihaela Emilia Ignat