

No. 40/16.01.2023

To:

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CURRENT REPORT
according to FSA Regulation no. 5/2018
Report date: 16.01.2023

OIL TERMINAL S.A.Constanta

Headquarters: no.2 Caraiman str., Constanta

Phone no.: 0241/702600, fax: 0241/694833

Registration number at Trade Register Office: J13/512/1991

Unique register number: 2410163

Important event to be reported: *The decisions of the Ordinary General Meeting of Shareholders adopted at the meeting of 16.01.2023*

OIL TERMINAL SA' Shareholders Ordinary General Assembly took place on 16.01.2023, 11:00 h, at first convocation, at the company's headquarters in no. 2 Caraiman Street. The decisions of the Shareholders Ordinary General Assembly of 16.01.2023 have the following content:

DRAFT DECISION
of the Ordinary General Meeting of Shareholders
of OIL TERMINAL S.A.
No. 1 of 16.01.2023

Having in view the provisions of Law no. 31/1990 republished, with further alterations and additions, those of Law no. 24/2017 regarding financial instruments issuers and market operations, FSA Regulation no. 5/2018 regarding financial instruments issuers and market operations, company' Constitutive Act and Shareholders General Ordinary Assembly' meeting' Report of **16.01.2023** the followings were adopted:

Decisions:

Art. 1 By 100 % of the voting rights, the following are elected as provisional members of the Board of Directors of Oil Terminal S.A., by cumulative voting method, in accordance with the provisions of GEO no. 109/2011 on corporate governance of public companies, with subsequent additions and amendments:

1. **GHEORGHE Cristian Florin**, Romanian citizen, engineer, personal identification number ____, identified by identity card series ____, no. ____, resided in Bucharest____410.268.607 votes;
2. **UNGUR Ramona**, Romanian citizen, economist, personal identification number _____, identified by identity card series ____, no. ____, resided in Bucharest _____405.203.426 votes;

3. **ANDREI Aurelian Ovidiu**, Romanian citizen, engineer, personal identification number _____, identified by identity card series __, no. __, resided in Giurgiu, Giurgiu county _____ 405.134.301 votes;

4. **TEȘLEANU George**, Romanian citizen, economist, personal identification number _____ identified by identity card series __ no. __, resided in Constanța, Constanța county 405.134.301 votes;

5. **NICOLAE Emilian**, Romanian citizen, jurist, personal identification number _____ identified by identity card series __, no. __, resided in Cernavodă, Constanța county 405.134.301 votes;

6. **LAZARIU Dragos- Ciprian**, Romanian citizen, economist, personal identification number _____ identified by identity card series _____, no. _____, resided in Voluntari, Ilfov county 707.756.147 votes;

7. **MICU Ionuț Stelian**, Romanian citizen, economist, personal identification number _____, identified by identity card series __, no. __, resided in Voluntari, Ilfov county _____ 400.000.000 votes.

Art.2 By 100 % of the voting rights, the following are revoked as members of the Board of Directors of Oil Terminal S.A., as a result of not having been reconfirmed by cumulative vote, in accordance with Article 32, paragraph (7) of GEO no. 109/2011 on corporate governance of public companies, with subsequent additions and amendments: Not applicable.

With a turnout of 450.506.105 votes, representing 77,35 % % of the voting rights total, the votes cast were recorded as follows:

- 450.506.105 votes “for”, representing 100 % of the votes cast total;
- 0 votes “against”,
- 0 votes “unexpressed”,

A number of 0 votes was annulled.

Art. 3 By 100 % of the voting rights, the duration of the mandate of the provisional administrators appointed in art. 1 of this resolution is approved for a period of 4 months, according to the provisions of art. 64¹, paragraph (5) of GEO no. 109/2011 or until the end of the recruitment and selection procedure provided for in GEO no. 109/2011, if this takes place earlier than 4 months after the appointment of the provisional administrators by the O.G.S.M, starting from 03.02.2023.

With a turnout of 450.506.105 votes, representing 77,35 % % of the voting rights total, the votes cast were recorded as follows:

- 450.506.105 votes “for”, representing 100 % of the votes cast total;
- 0 votes “against”,
- 0 votes “unexpressed”,

A number of 0 votes was annulled.

Art. 4 By 100 % of the voting rights, it is approved the establishment of the monthly gross fixed indemnity of the provisional administrators appointed in art. 1 of the present decision, equal to 2 (two) times the average gross monthly earnings over the last 12 months for the activity carried out according to the main object of activity registered by the company at class level according to the classification of activities in the national economy, communicated by the National Institute of Statistics, prior to the appointment, calculated in compliance with the provisions of GEO no. 79/2017 for amending and supplementing Law no. 227/2015 on the Fiscal Code, in accordance with the provisions of Article 37, paragraph (2) of O.U.G. no. 109/2011 on corporate governance of public companies.

With a turnout of 450.506.105 votes, representing 77,35 % % of the voting rights total, the votes cast were recorded as follows:

- 450.506.105 votes “for”, representing 100 % of the votes cast total;
- 0 votes “against”,
- 0 votes “unexpressed”, total.

A number of 0 votes was annulled.

Art. 5 By 100 % of the voting rights, the form of the mandate contract to be concluded with the provisional administrators appointed in accordance with Article 1 of this resolution is approved. With a turnout of 450.506.105 votes, representing 77,35 % of the voting rights total, the votes cast were recorded as follows:

- 450.506.105 votes “for”, representing 100 % of the votes cast total;
- ___ votes “against”,
- ___ votes “unexpressed”, total.

A number of 0 votes was annulled.

Art. 6 By 100 % of the voting rights, the mandate of the representative of the majority shareholder, the Ministry of Energy, in the Ordinary General Meeting of Shareholders, Ms. DUMITRU Aura Gabriela, for the signature of mandate contracts with the provisional administrators appointed in accordance with Article 1 of this Decision is approved.

With a turnout of 450.506.105 votes, representing 77,35 % of the voting rights total, the votes cast were recorded as follows:

- 450.506.105 votes “for”, representing 100 % of the votes cast total;
- 0 votes “against”,
- 0 votes “unexpressed”,

A number of 0 votes was annulled.

Art. 7 By 100 % of the voting rights, the empowerment of the meeting’ Chairman to sign the assembly’ decisions is approved.

With a turnout of 450.506.105 votes, representing 77,35 % of the voting rights total, the votes cast were recorded as follows:

- 450.506.105 votes “for”, representing 100 % of the votes cast total;
- 0 votes “against”,
- 0 votes “unexpressed”,

A number of 0 votes was annulled.

Art. 8 By 100 % of the voting rights, the empowerment of the company’ general director to sign the necessary documents regarding theregistration of shareholders general assembly’ decisions in Trade Register Office of ConstantaCourt and to conduct the formalities regarding publishing these decisions is approved.

With a turnout of 450.506.105 votes, representing 77,35 % of the voting rights total, the votes cast were recorded as follows:

- 450.506.105 votes “for”, representing ___% of the votes cast total;
- 0 votes “against”,
- 0 votes “unexpressed”,

A number of 0 votes was annulled.

**Chairman of OIL TERMINAL S.A.’ Shareholders General Ordinary Assembly of
16.01.2023**

GHEORGHE Cristian Florin

No. 2 of 16.01.2023

Having in view the provisions of Law no. 31/1990 republished, with further alterations and additions, those of Law no. 24/2017 regarding financial instruments issuers and market operations, FSA Regulation no. 5/2018 regarding financial instruments issuers and market operations, company' Constitutive Act and Shareholders General Ordinary Assembly' meeting' Report of **16.01.2023** the followings were adopted:

Decisions:

Art. 1 By 100 % of the voting rights, it is approved to set 06.02.2023 as record date and 03.02.2023 as ex-date in accordance with the legal provisions.

With a turnout of 450.506.105 votes, representing 77,35 % of the voting rights total, the votes cast were recorded as follows:

- 450.506.105 votes "for", representing 100 % of the votes cast total;
- 0 votes "against",
- 0 votes "unexpressed",

A number of 0 votes was annulled.

Art. 2 By 100 % of the voting rights, the proxy of the Chairman of the meeting to sign the resolutions of the meeting is approved.

With a turnout of 450.506.105 votes, representing 77,35 % of the voting rights total, the votes cast were recorded as follows:

- 450.506.105 votes "for", representing 100 % of the votes cast total;
- 0 votes "against",
- 0 votes "unexpressed",

A number of 0 votes was annulled.

Art. 3 By 100 % of the voting rights, the empowerment of the company' general director to sign the necessary documents regarding theregistration of shareholders general assembly' decisions in Trade Register Office of Constanta Court and to conduct the formalities regarding publishing these decisions is approved.

With a turnout of 450.506.105 votes, representing 77,35 % of the voting rights total, the votes cast were recorded as follows:

- 450.506.105 votes "for", representing 100 % of the votes cast total;
- 0 votes "against",
- 0 votes "unexpressed",

A number of 0 votes was annulled.

**Chairman of OIL TERMINAL S.A.' Shareholders General Ordinary Assembly of
16.01.2023
GHEORGHE Cristian Florin**

**DRAFT DECISION
of the Ordinary General Meeting of Shareholders
of OIL TERMINAL S.A.
No. 3 of 16.01.2023**

Having in view the provisions of Law no. 31/1990 republished, with further alterations and additions, those of Law no. 24/2017 regarding financial instruments issuers and market operations, FSA Regulation no. 5/2018 regarding financial instruments issuers and market operations, company' Constitutive Act and Shareholders General Ordinary Assembly' meeting' Report of **16.01.2023** the followings were adopted:

Decisions:

Art. 1 By 99,5271 % % of the voting rights of the shareholders present/represented, the profile of the Board of Directors is approved.

With a turnout of 450.506.105 votes, representing 77,35 % of the voting rights total, the votes cast were recorded as follows:

- 448.375.8695 votes “for”, representing 99,5271 % % of the votes cast total;
- 2.130.236 votes “against”, representing 0,5271 % of the votes cast total;
- 0 votes “unexpressed”,
- A number of 0 votes was annulled.

Art. 2 Cu 99,5271 % din voturile exprimate, se aprobă profilul candidatului pentru pozitia de membru in consiliul de administratie.

Cu o prezență de 450.506.105 voturi, reprezentând 77,35 % din totalul drepturilor de vot, voturile exprimate au fost înregistrate după cum urmează:

- 448.375.8695 voturi “pentru”, reprezentând 99,5271 % din totalul de voturi exprimate;
- 2.130.236 voturi “împotriva”, reprezentând 0,5271 % din totalul de voturi exprimate;
- 0 voturi “neexprimate”,

Au fost anulate un numar de 0 voturi.

Art.3 By 100 % % of the voting rights, the empowerment of the Chairman of the meeting to sign the resolutions of the meeting is approved.

With a turnout of 450.505.105 votes, representing 77,35 % of the voting rights total, the votes cast were recorded as follows:

- 450.505.105 votes “for”, representing 100 % of the votes cast total;
- 0 votes “against”,
- 0 votes “unexpressed”,

A number of 0 votes was annulled.

Art. 4 By 100 % of the voting rights, the empowerment of the company’ general director to sign the necessary documents regarding theregistration of shareholders general assembly’ decisions in Trade Register Office of ConstantaCourt and to conduct the formalities regarding publishing these decisions is approved.

With a turnout of 450.505.105 votes, representing 77,35 % of the voting rights total, the votes cast were recorded as follows:

- 450.505.105 votes “for”, representing 100 % of the votes cast total;
- 0 votes “against”,
- 0 votes “unexpressed”,

A number of 0 votes was annulled.

**Chairman of OIL TERMINAL S.A.’ Shareholders General Ordinary Assembly of
16.01.2023
GHEORGHE Cristian Florin**

**Chairman of Assembly
Florin- Cristian GHEORGHE**

**Development Director
Marieta STAȘI**

**Chief of Shareholding-Communication Dept.
Georgiana DRAGOMIR**