

BOARD OF DIRECTOR' DECISION

No. 41/22.03.2023

OIL TERMINAL SA' Board of Directors, gathered within the meeting of 22.03.2023,

As a result of the debates noted in the Minutes on report no. 196/20.03.2023 on behalf of the Development Director and of the Shareholding-Communication Dept.,

DECIDES:

Art. 1 The convocation and convener of the company's Shareholders Ordinary General Assembly, taking place on 27(28).04.2023, 11:00 h, with the following **agenda**, is endorsed:

1. Information on the Half-yearly report on the management activity for the second half of 2022, according to art 55, paragraph (1) of GEO 109/2011.
2. Report on the Annual Report of the Nomination and Remuneration Committee on the remuneration and other benefits granted to non-executive directors and directors with mandate for the financial year 2022 pursuant to art. 55 para.(2) of GEO 109/2011.
3. Approval of the financial statements for the year 2022, prepared in accordance with International Financial Reporting Standards (IFRS), comprising: statement of financial position, statement of comprehensive income, statement of changes in equity, statement of cash flows, notes to the financial statements, based on the Report of the Board of Directors and the Report of the independent auditor.
4. Approval of the distribution of the net profit for the financial year 2022 in the amount of 12,663,447 lei, as follows:

• Legal reserve:	721916 lei
• Other reserves representing fiscal facilities provided by law:	1,349,295 lei
• Employees' participation in profit:	1,059,224 lei
• 90% shareholders dividends:	9,533,012 lei
• Own financing source:	0 lei
5. Establishing the value of the gross dividend proposed to be granted to shareholders in the amount of 0,00318066 lei/ share.
6. Establishing the date of 07.06.2023 as the date of dividends payment to shareholders.
7. Entrustment of the Board of Directors to appoint the paying agent according to the regulatory framework applicable for dividends payment. Dividends payment shall be made in lei, only to the shareholders registered in the Register of Shareholders (kept by "Depozitarul Central" SA) on the registration date established by Shareholders General Assembly, and the method of dividends payment shall be notified to shareholders before the date of starting the payment.
8. Approval of the annual financial report for the financial year 2022 prepared in accordance with Law no. 24/2017 and ASF Regulation 5/2018 and Article 56 of GEO 109/2011, including in the single electronic reporting format (Extensible Hypertext Markup Language - XHTML) provided for in Article 1 of the Regulation of the Financial Supervisory Authority no. 7/2021 and Article 3 of Delegated Regulation (EU) 2018/815 of 17 December 2018 supplementing Directive 2004/109/EC of the European Parliament and of the Council.
9. Approval of managers discharge for the activity carried out in the financial year of 2022.
10. Approval of the remuneration report prepared in accordance with Article 107 of Law 24/2017 on issuers of financial instruments and market operations.

11. Empowerment of the meeting' President to sign the decisions of the assembly.
12. Empowerment of the company' general director to sign the necessary documents regarding the registration of shareholders general assembly' decisions at the Trade Register Office near Constanta Court and to carry out the formalities regarding the publication of these decisions.
13. Establishing the date of 19.05.2023, as registration date and the date of 18.05.2023 as ex-date according to legal provisions.

Art. 2 Starting from this date, any provision against this decision is no longer valid.

Art. 3 The company' functional departments are entrusted to apply this decision.

**Board of Directors' Chairman,
Cristian-Florin GHEORGHE**