

**SPECIAL EMPOWERMENT**  
**for representation in the Ordinary General Shareholders' Assembly of**  
**OIL TERMINAL S.A. on 27(28).04.2023**

A. The mandant shareholder's name:

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B. The mandant shareholder's identification data:

Residence or social office:
Personal numeric code or Registration unic code:

C. The shares' number owned by the mandant shareholder according to OIL TERMINAL' shareholders' Register on **13.04.2023, reference data of the Ordinary General Shareholders' Assembly of 27(28).04.2023:**

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D. The shares of the mandant shareholder reported to OIL TERMINAL S.A.' total shares' number and to the total voting rights' number in the General Assembly (in percentage):

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E. The representative' name (to whom the special empowerment is given):

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F. The representative' identification data:

Residence or social office:
Personal numeric code or Registration unic code:

G. The date, time, location of the general assembly for which the special empowerment is given:

<b>27(28).04.2023, 11.00 h</b> , the meeting hall at OIL TERMINAL S.A.' office, Constanta, no. 2., Caraiman str.
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H. The powers given to the representative by empowerment:

To take part to the meeting in the name of the mandant shareholder and to exercise, in the name of the mandant representative, his voting right in relation with the mandant shareholder's shares registered in OIL TERMINAL S.A.' shareholders' Register on <b>13.04.2023</b> , reference date of the company' Ordinary General Shareholders' Assembly on <b>27(28).04.2023</b> .
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I. The voting exercising rule:

J. The special empowerment date (according to standard day-month-year):

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K. The shareholder's name in clear and authorized signature:

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**For item 1 of the day agenda**, regarding *the Information on the half-yearly report regarding management activity for the second semester of 2022, according to art. 55, paragraph (1) of GEO 109/2011*, **the mandant shareholder's representative will vote as follows:**

„It is taken note of the information”	
„It is not taken note of the information”	

*Note: it will check by 'x' the voted box. The other boxes will remain blank.*

**For item 2 of the day agenda**, regarding *the Information on the Annual Report of the Nomination and Remuneration Committee regarding the remunerations and other advantages granted to non-executive managers and mandate directors related to the 2022 financial year according to art. 55 paragraph (2) of GEO 109/2011*, **the mandant shareholder's representative will vote as follows:**

„It is taken note of the information”	
„It is not taken note of the information”	

*Note: it will check by 'x' the voted box. The other boxes will remain blank.*

**For item 3 of the day agenda**, regarding *the Approval of the financial statements for 2022, issued according to the International Financial Reporting Standards (IFRS), which include: statement of financial position, statement of overall result, statement of change in equity, statement of cash flows, notes to the financial statements, based on the Report of the Board of Directors and on the Report of the independent financial auditor*, **the mandant shareholder's representative will vote as follows:**

„pro”	
„against”	
„abstention”	

*Note: it will check by 'x' the voted box. The other boxes will remain blank.*

**For item 4 of the day agenda**, regarding the Approval of the distribution of net profit related to 2022' financial year in the amount of 12,663,447 lei, as follows:

- Legal reserve: 721,916 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

**the mandant shareholder's representative will vote as follows:**

"pro"	
"against"	
"abstention"	

Note: it will check by 'x' the voted box. The other boxes will remain blank.

**For item 5 of the day agenda**, regarding Establishing the value of the gross dividend proposed to be granted to shareholders in the amount of 0.00318066 lei/share, **the mandant shareholder's representative will vote as follows:**

"pro"	
"against"	
"abstention"	

Note: it will check by 'x' the voted box. The other boxes will remain blank.

**For item 6 of the day agenda**, regarding Establishing the date of 07.06.2023 as the date of dividends payment to shareholders, **the mandant shareholder's representative will vote as follows:**

"pro"	
"against"	
"abstention"	

Note: it will check by 'x' the voted box. The other boxes will remain blank.

**For item 7 of the day agenda**, regarding the Entrustment of the Board of Directors to designate the paying agent according to applicable regulatory framework 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. The method of dividends payment shall be notified to shareholders before the date of starting the payment, **the mandant shareholder's representative will vote as follows:**

"pro"	
"against"	
"abstention"	

Note: it will check by 'x' the voted box. The other boxes will remain blank.

**For item 8 of the day agenda**, regarding the Approval of the annual financial report of the 2022' financial year, issued according to Law no. 24/2017 and FSA Regulation 5/2018 and art.56 of GEO 109/2011, including its single electronic reporting format ( Extendable Hypertext Markup Language – XHTML) provided in art. 1 of the Delegated Regulation (EU) 2018/815 of 17 December 2018 to supplement Directive 2004/109/CE of the European Parliament and Council, **the mandant shareholder's representative will vote as follows:**

"pro"	
"against"	
"abstention"	

Note: it will check by 'x' the voted box. The other boxes will remain blank.

**For item 9 of the day agenda**, regarding the *Approval of managers discharge for the activity carried out in the financial year of 2022*, **the mandant shareholder's representative will vote as follows:**

"pro"	
"against"	
"abstention"	

*Note: it will check by 'x' the voted box. The other boxes will remain blank*

**For item 10 of the day agenda**, regarding the *Approval of the Remuneration report, issued according to art. 107 of Law 24/2017 regarding financial instruments issuers and market operations*, **the mandant shareholder's representative will vote as follows:**

"pro"	
"against"	
"abstention"	

*Note: it will check by 'x' the voted box. The other boxes will remain blank*

**For item 11 of the day agenda**, regarding the *Empowerment of the meeting' Chairman to sign the assembly' decisions*, **the mandant shareholder's representative will vote as follows:**

"pro"	
"against"	
"abstention"	

*Note: it will check by 'x' the voted box. The other boxes will remain blank*

**For item 12 of the day agenda**, regarding the *Empowerment of the company' general director to sign the necessary documents regarding the registration of shareholders general assembly' decisions in Trade Register Office of Constanta Court and to conduct the formalities regarding publishing these decisions*, **the mandant shareholder's representative will vote as follows:**

"pro"	
"against"	
"abstention"	

*Note: it will check by 'x' the voted box. The other boxes will remain blank*

**For item 13 of the day agenda**, regarding the *Establishment of the date of 19.05.2023, as registration date and the date of 18.05.2023 as ex-date according to legal provisions*, **the mandant shareholder's representative will vote as follows:**

"pro"	
"against"	
"abstention"	

*Note: it will check by 'x' the voted box. The other boxes will remain blank*

I here- annex to the present the available identity act/copy of the identification act\*\*

**Specifications made by OIL TERMINAL S.A.:**

1. The present special empowerment contains information according to ASF' Regulation no. 5/2018.
2. The present special empowerment is signed and dated by the mandant shareholder.
3. The special empowerment having a further date revokes the previous dated empowerment.

4. The special empowerment will be filled in by the mandant shareholder at all the registered sections.
5. The special empowerment is issued and used only in original, in 3 (three) original copies, from which:
  - an original copy remains at the shareholder;
  - an original copy will be given to the empowered representative (who will present it at the assembly' works);
  - an original copy will be deposited at OIL TERMINAL S.A. Constanta' office no later than **25 April 2023, 11:00 h**, date mentioned in the convenor and in the present specifications as well.
6. All the shareholders registered in the shareholders' register on **13.04.2023'** end day, **set as reference date**, are entitled to participate in the assembly' works.
7. The following documents will be annexed to the empowerment:
  - the certified copy, on his own responsibility, of the shareholder identity act physical person/representative juridical person (BI/CI/PASSPORT/RESIDENCE ACT)
  - Certificate issued by the Commerce Register or copy according to the original, or any other document, in original or in copy according to the original, issued by a competent authority in the state in which the shareholder is legally registered, certifying his right of legal representative, issued not later than 3 months from the Ordinary General Shareholders' Assembly' convenor' issue date.
  - Statement, on his own responsibility, issued by the credit company, supplying custody services for the Company' shareholders, from which the followings are understood:
    - i. the credit company supplies custody services for that shareholder;
    - ii. the instructions in the special Empowerment are identical to those in the SWIFT message received by the credit company to vote in the name of that shareholder;
    - iii. The special Empowerment is signed by the shareholder.
8. The shareholders can participate and vote in the general assembly by representation according to the present special empowerment, given only for the **Ordinary General Shareholders' Assembly of 27(28).04.2023**. The votes enlisted in the special empowerment are executed only according to the shareholder' wish.
9. The shareholders not having execution capacity and the legal persons can be represented by their legal representatives, who, on their turn, can give empowerment to other persons for **the Ordinary General Shareholders' Assembly of 27(28).04.2023**.
10. The members of the managing board, the managers or the company' employees can't be the shareholders' representatives.
11. The person representing more shareholders, according to special empowerments, express the votes of persons represented by the total of votes' number "pro", "against" and "abstention" without compensate them (for ex. at p. x of the day agenda represent "a" votes "pro" "b" votes "against" and "c" "abstentions"). The votes so expressed are validated according to the third copy of the special empowerments, by the general assembly' secretariat.
12. The present Special Empowerment will be deposited in original at OIL TERMINAL S.A.' office in Constanta, no.2, Caraiman str., or at the email address [actionariat@oil-terminal.com](mailto:actionariat@oil-terminal.com), with the extended electronic signature introduced no later than **25.04.2023, 11.00 h**, under the voting' right loss in the assembly.

The present Special Empowerment form can be found at the company' office. no.2, Caraiman str., Constanta, or on the company' site, <https://relatia.oil-terminal.com/agoa-2728-04-2023/> , starting from **27.03.2023, 18:00 h, both in Romanian language and in English language.**