

## Voting Form by Mail

### For OIL TERMINAL S.A.' Extraordinary General Shareholders' Assembly, convened for 18(19).04.2023

The undersigned \_\_\_\_\_ (the shareholder, physical person's name, first name), identified by \_\_\_\_\_ (identity act), series \_\_\_\_\_, number \_\_\_\_\_, issued by \_\_\_\_\_, on \_\_\_\_\_, with residence in \_\_\_\_\_, personal numeric code \_\_\_\_\_.

**Or**

The undersigned \_\_\_\_\_ (the shareholder juridic entity name), with social office in \_\_\_\_\_, registered at the Commerce Office Register of the Court \_\_\_\_\_ under no \_\_\_\_\_ with Registering Unic Code \_\_\_\_\_, legally represented by \_\_\_\_\_, \*shareholder on the reference date, namely **07.04.2023**, of OIL TERMINAL S.A., Romanian juridic entity, with Office located in Constanta, no. 2, Caraiman str., registered at the Commerce Register Office unde no. J13/512/1991, Unic Register Number 2410163 (here-called Company), having a number of \_\_\_\_\_ shares, representing \_\_\_\_\_% from the total of 582,430,253 shares issued by the Company, giving a number of \_\_\_\_\_ voting rights in the Extraordinary General Shareholders Assembly, representing \_\_\_\_\_ from the total voting rights, being aware of the agenda of OIL TERMINAL S.A.' Extraordinary General Shareholders Assembly for **18.04.2023, 11.00 h**, namely for **19.04.2023** (if the Extraordinary General Shareholders Assembly, at the first convocation, the quorum won't be met) and the documentation put on disposal by OIL TERMINAL S.A. regarding the agenda, according to provisions of Regulation no. 5/2018 of the FSA, by the present form, exercise my vote right by mail, as follows:

**For item 1 of the day agenda**, regarding *Approval of the Report on the increase of the share capital of the company Oil Terminal S.A.*, **the mandant shareholder's representative shall vote as follows:**

"pro"	
"against"	
"abstention"	

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

**For item 2 of the day agenda**, regarding *Approval of the update of article 7 of Oil's articles of incorporation*, following the completion of the share capital increase operations, as follows:

<u>PREVIOUS FORM</u>	<u>Proposal FORM of the update</u>
<b>Art. 7. Share capital</b>	<b>Art. 7. Share capital</b>
(1) The OIL TERMINAL company is a joint-stock, open-type company	(1) The OIL TERMINAL S.A. company is a joint-stock, open-type company
(2) The share capital of 58,243,025.30 RON divided into 582,430,253 registered shares with a nominal value of 0.10 RON each and is fully subscribed and paid up by the shareholders.	(2) The share capital of 299,717,713.20 RON divided into 2,997,177,132 registered shares, with a nominal value of 0.10 RON each and is fully subscribed and paid up by the shareholders (contribution in kind - 286,543,053.50 RON; cash contribution 13,174,659.70 RON).

3) The shareholding and capital structure is:			3) The shareholding and capital structure is:		
<b>Shareholders</b>	<b>Number of shares</b>	<b>Percentage of share capital</b>	<b>Shareholders</b>	<b>Number of shares</b>	<b>Percentage of share capital</b>
Ministry of Energy	347.257.973	59,62	Ministry of Energy	2.630.258.255	87,7579
Other individuals and legal entities	235.172.280	40,38	Other individuals and legal entities	366.918.877	12,2421
<b>TOTAL</b>	<b>582.430.253</b>	<b>100</b>	<b>TOTAL</b>	<b>2.997.177.132</b>	<b>100%</b>

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

"pro"	
"against"	
"abstention"	

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

**For item 3 of the day agenda**, regarding Approval of the amendments to Article 19 of Oil Terminal S.A. articles of incorporation based on the new legal provisions in force as follows:

<b><u>CURRENT FORM</u></b>	<b><u>FORM of the supposed AMENDMENT</u></b>
<p><b>Art.19</b> The management of the company is controlled by the shareholders and the statutory auditor as well as through internal audit activity. The statutory audit will be carried out in accordance with the conditions laid down in the O.U.G. no. 90/2008, approved with amendments by Law no. 278/2008, as amended.</p> <p>Internal audit is organised in the company in accordance with the legal provisions in force.</p> <p>The duties of the statutory auditor :</p> <ul style="list-style-type: none"> <li>• Ensures that the financial statements are examined in accordance with auditing standards with a view to expressing the auditors' opinion presented to the general meeting of shareholders at the close of the financial year.</li> <li>• Convene ordinary or extraordinary shareholders' meetings when not convened by the directors.</li> <li>• It takes part, as a guest, in ordinary and extraordinary meetings and may have any proposals it deems necessary included in the agenda.</li> </ul>	<p><b>Art.19</b> The management of the company is controlled by the shareholders and the statutory auditor as well as through internal audit activity. The statutory audit shall be carried out under the conditions laid down by law.</p> <p>Internal audit is organised in the company in accordance with the legal provisions in force.</p> <p>The duties of the statutory auditor :</p> <ul style="list-style-type: none"> <li>• Ensures that the financial statements are examined in accordance with auditing standards with a view to expressing the auditors' opinion presented to the general meeting of shareholders at the close of the financial year.</li> <li>• Convene ordinary or extraordinary shareholders' meetings when not convened by the directors.</li> <li>• It takes part, as a guest, in ordinary and extraordinary meetings and may have any proposals it deems necessary included in the agenda.</li> </ul> <p>The duties of the internal auditors are as follows:</p>

<p>The duties of the internal auditors are as follows:</p> <ul style="list-style-type: none"> <li>• shall draw up methodological rules specific to the company in which it operates, with the opinion of the Central Harmonisation Unit for Internal Public Auditing (U.C.A.A.P.I), and in the case of subordinate public units, i.e. under the coordination or authority of another public entity, with its opinion;</li> <li>• prepares the draft multiannual internal public audit plan, as a rule for a period of three years, and on the basis of this, the draft annual internal public audit plan;</li> <li>• carries out internal public audit activities to assess whether the company's financial management and control systems are transparent and comply with the rules of legality, regularity, economy, efficiency and effectiveness;</li> <li>• informs the U.C.A.A.P.I. about the recommendations not followed by the head of the audited structure and their consequences;</li> <li>• report regularly on the findings, conclusions and recommendations resulting from its audit activities;</li> <li>• -prepares the annual report of the internal public audit activity;</li> </ul> <p>OIL TERMINAL S.A.</p> <ul style="list-style-type: none"> <li>• in the event of identification of irregularities or possible damage, report</li> <li>• immediately to the company's general manager and the competent internal control structure.</li> <li>• carries out internal audit activities in accordance with legal provisions and</li> <li>• reports directly to the Board of Directors.</li> </ul>	<ul style="list-style-type: none"> <li>• shall draw up methodological rules specific to the company in which it operates, with the opinion of the Central Harmonisation Unit for Internal Public Auditing (U.C.A.A.P.I), and in the case of subordinate public units, i.e. under the coordination or authority of another public entity, with its opinion;</li> <li>• prepares the draft multiannual internal public audit plan, as a rule for a period of three years, and on the basis of this, the draft annual internal public audit plan;</li> <li>• carries out internal public audit activities to assess whether the company's financial management and control systems are transparent and comply with the rules of legality, regularity, economy, efficiency and effectiveness;</li> <li>• informs the U.C.A.A.P.I. of recommendations not followed by the company's management and their consequences;</li> <li>• reports regularly on the findings, conclusions and recommendations resulting from its audit activities;</li> <li>• prepares the annual report of the internal public audit activity;</li> <li>• in the event of identification of irregularities or possible damage, report</li> <li>• immediately to the company's general manager and the competent internal control structure.</li> <li>• carries out internal audit activities in accordance with legal provisions and</li> <li>• reports directly to the Board of Directors.</li> </ul>
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**,the mandant shareholder’s representative shall 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 *Approval of the amendments to the Articles of Incorporation in accordance with the proposals submitted and the empowerment of the*

Chairman of the Board of Directors to sign the updated Articles of Incorporation in authentic form, the mandant shareholder's representative shall 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 *The empowerment of the meeting' President to sign the decisions of the assembly*, the mandant shareholder's representative shall 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 the *Empowerment of the company' general director to sign the necessary documents regarding the registration of shareholders general assembly' decisions at the Trade Register Office attached to Constanta Court and to carry out the formalities regarding the publication of these decisions*, the mandant shareholder's representative shall 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 establishment of the date of 09.05.20223, as registration date and the date of 08.05.2023 as ex-date according to legal provisions*, the mandant shareholder's representative shall 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\*\*

Date,

\*\*\* \_\_\_\_\_ signature

\*\*\*\* \_\_\_\_\_ (name, surname of the shareholder physical person or of the shareholder' legal representative the legal person, in clear, in capital letters)

**Note:**

\* it will be filled in only for legal persons

\*\* for the physical persons, a copy of the identity act will be annexed; for the legal persons, the followings will be annexed: a Certificate issued by the Trade Register or the copy according to the original or any other document, in original or a copy according to the original, issued by a competent

authority in the state the shareholder is legally registered, certifying his quality of legal representative, not older than 3 months before the Shareholders Extraordinary General Assembly' convenor' issue, special empowerment for mandant, in original (if the case), the Statement on his own liability issued by the credit company supplying custody services for the company' shareholders, from which it arises that:

- 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.
  - \*\*\* for the shareholders legal persons, the available stamp will be applied
  - \*\*\*\* for the shareholders legal persons, the legal representative' position will be mentioned

The present form will be deposited in original at OIL TERMINAL S.A.' office in Constanta, no.2 Caraiman str., or at the email address **e-mail [actionariat@oil-terminal.com](mailto:actionariat@oil-terminal.com)**, with the extended electronic signature introduced no later than **16.04.2023, 11.00h**, under the voting' right loss in the assembly.

The present form can be found at the company' office. No.2, Caraiman str., Constanta, Shareholding-Communication Dept., or on the company' site **[http://relatia.oil-terminal.com/aga-2023/agea-18\(19\).04.2023/](http://relatia.oil-terminal.com/aga-2023/agea-18(19).04.2023/)** as of **17.03.2023, 18.00h**, **both in Romanian language and English language.**