



No.295/28.04.2023

To:

- **BUCHAREST STOCK EXCHANGE**
Fax: 021/256.92.76
- **FINANCIAL SURVEY AUTHORITY**
Fax: 021/659.60.51

CURRENT REPORT
according to FSA Regulation no. 5/2018
Report date: 28.04.2023

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: Shareholder notification regarding reporting of holdings

OIL TERMINAL S.A. informs shareholders and investors that the shareholder Dumitrescu Andrei Sebastian, has submitted to the company, invoking the provisions of Article 71 of Law 24/2017, the attached notifications.

General Director**Viorel Sorin CIUTUREANU****Development Director****Marieta STAȘI****Chief of Shareholding-Communication Dept.****Georgiana DRAGOMIR**

DUMITRU, POPESCU SI ASOCIAȚII S.P.A.R.L.
Romania, Bucharest, Sector 2, Vasile Lascar street no. 78 A, phone:
021.310.13.01/02/04, fax: 021.310.13.03
office@dpa-legal.com. www.dpa-legal.com

To:
Oil Terminal S.A.
Constanta, No.2 Caraiman Street, Constanta County, 900117

Referrer:
Notification of Article 71 of Law no.24/2017

DEAR LADIES AND GENTLEMEN,

The undersigned Dumitrescu Andrei Sebastian, Romanian citizen, identified with CI series no. , , domiciled in Bucharest,, shareholder at the reference date, i.e. 13.04.2023, of the oil Terminal S.A. Company, a Romanian legal entity, headquartered in Constanta, str. Caraiman, no. 2, registered with the Trade Register Office under no. J13/512/1991, unique Registration Code 2410163 (hereinafter referred to as the Company), holder of a number of 100,254,978 shares, representing 3.34% of the total of 2,997,177,132 shares issued by the Company, with elected domicile regarding this correspondence at the registered office of Dumitru, Popescu and Associates SPARL, having the identification data mentioned in the letterhead, person designated to receive correspondence Mariana Curea, through lawyer Răzvan Popescu, pursuant to Article 71 of Law no.24/2017, I hereby submit the following

Notification

informing you of the existence of an event that changes the percentage of my voting rights, in the sense that it has fallen below the threshold provided for in Article 71, paragraph (l) of Law No. 24/2017 as a result of the operation to increase the share capital of OIL Terminal SA.

In this regard, on 04.04.2023 was published on the website of the Bucharest Stock Exchange, the information on the registration with the Central Depository SA of the increase in the share capital of OIL Terminal SA.

Accordingly, I hold 100,254,978 shares, representing 3.34% of the total 2,997,177,132 shares issued by the company.

Bucharest, 21.04.2023

DUMITRESCU ANDREI SEBASTIAN

through lawyer Răzvan Popescu

DUMITRU, POPESCU SI ASOCIAȚII S.P.A.R.L.

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To:

Oil Terminal S.A.

Constanta, No.2 Caraiman Street, Constanta County, 900117

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Notification of Article 71 of Law no.24/2017

DEAR LADIES AND GENTLEMEN,

The undersigned Dumitrescu Andrei Sebastian, Romanian citizen, identified with CI series no. , , domiciled in Bucharest, , shareholder at the reference date, i.e. 13.04.2023, of the oil Terminal S.A. Company, a Romanian legal entity, headquartered in Constanta, str. Caraiman, no. 2, registered with the Trade Register Office under no. J13/512/1991, unique Registration Code 2410163 (hereinafter referred to as the Company), holder of a number of 100,254,978 shares, representing 3.34% of the total of 2,997,177,132 shares issued by the Company, with elected domicile regarding this correspondence at the registered office of Dumitru, Popescu and Associates SPARL, having the identification data mentioned in the letterhead, person designated to receive correspondence Mariana Curea, through lawyer Răzvan Popescu, pursuant to Article 71 of Law no.24/2017, I hereby submit the following

Notification

Informing you of the existence of an event that changes the percentage of my voting rights, in the sense that it has fallen below the threshold provided for in Article 71, paragraph (1) of Law No. 24/2017 as a result of the operation to increase the share capital of OIL Terminal SA.

In this regard, on 21.03.2022 the Company adopted the Decision of the Extraordinary General Meeting of Shareholders No.4, by which it decided:

1. approval of the continuation of the share capital increase procedure with a contribution in kind of 2,283,000,282 shares and a cash contribution in the maximum amount of 154,610,814.80 lei, by issuing a maximum number of 1,546,108,148 new registered shares, in dematerialized form, with a nominal value of 0.1 lei/share, of which:

a. contribution in kind - a number of 2,283,000,282 shares, with a nominal value of 0.1 lei / share, for a total value of 228,300,028.20 lei representing the value of the land for which certificates of attestation of ownership have been issued, established by valuation report no. 155/2021 drawn up by Mapps - Mașter Appraisal SRL J40/7308/2004 TRN 16400917, namely:

i. land with an area of 254.261,325 sqm, located in Constanta County, Caraiman Street no.2, registered in CF no.215416 held by OCPI, with cadastral number 215416, according to the certificate of attestation of private property right on land series M03 no.11703/02.02.2011 and

ii. land with an area of 129.334,70 sqm located in Constanța County, Caraiman Street no.2, registered in CF no.215382 held by OCPI, with cadastral number 215382, according to the certificate of attestation of the right of ownership of land series M03 no.11704/02.02.2011,

b. cash contribution - a maximum number of 1,546,108,148 shares, with a nominal value of 0.1 lei / share, for a total maximum amount of 154,610,814.80 lei which will be offered for subscription to the other shareholders with the exercise of the pre-emptive right, in order to maintain the stakes held in the share capital of OIL Terminal SA, at the date of registration.

Accordingly, the undersigned holds 100,254,978 shares, representing 3.34% of the total 2,997,177,132 shares issued by the company.

I hereby state that the undersigned is not controlled by any individual or legal entity and I do not control any entity (entities) that directly or indirectly has (have) an exposure in the issuer of the underlying shares.

This notification is a correction of the notification previously submitted (21.04.2023) and registered with you on 24.04.2023 under No. 12357.

Bucharest, 27.04.2023

DUMITRESCU ANDREI SEBASTIAN

By lawyer Răzvan Popescu

DECISION

no. 4 of 21.03.2022

Shareholders Extraordinary General Assembly

of OIL TERMINAL S.A.

Having in view the provisions of Law no. 31/1990 republished, with subsequent amendments 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 Extraordinary Assembly' meeting' Report of **21.03.2022** the followings were adopted:

Decision:

Art. 1 By 96,2070% of the present/ represented shareholders' voting rights, it is approved to carry on social capital increase procedure with contribution in kind of 2,283,000,282 shares and cash contribution in maximum value of 154,610,814.80 lei, by issuing a maximum number of 1,546,108,148 new shares, nominative, in dematerialized form, with a nominal value of 0.1 lei/share, from which:

a) Contribution in kind – a number of 2,283,000,282 shares, with a nominal value of 0.1 lei/share, in total value of 228,300,028.20 lei, representing the value of fields for which certificates attesting property rights were issued, established by evaluation report no. 155/2021 issued by Mapps – Master Appraisal SRL, J40/7308/2004, CUI 16400917, and namely:

i. Field in surface of 254,261.325 sqm, located in Constanta county, no. 2 Caraiman street, registered in land book no. 215416 held by OCPI, cadastral number 215416, according to certificate attesting property right on fields series M03 no. 11703/02.02.2011, and

ii. Field in surface of 129,334.70 sqm, located in Constanta county, no. 2 Caraiman street, registered in land book no. 215382 held by OCPI, cadastral number 215382, according to certificate attesting property right on fields series M03 no. 11704/02.02.2011.

b) Cash contribution – a maximum number of 1,546,108,148 shares, with a nominal value of 0.1 lei/share, in a total value of maximum 154,610,814.80 lei, to be offered to subscription to other shareholders in preferential right exercise, in order to maintain participation in Oil Terminal S.A. social capital on registration date.

Social capital increase process will be carried out with no issue premium according to provisions of art. 12 para. 51 and para. 52 of Law no. 137/2002 regarding some measure for accelerating privatization.

OIL TERMINAL' shareholders may exercise preferential rights within 45 days since the date mentioned in the proportioned prospectus to be elaborated by the authorized intermediary. The number of preferential rights is equal to the number of shares registered in the issuer's register on the registration date. A preferential right is equal to one share.

The subscription rate is of 6.574363900926190. The actual number of shares to be subscribed by each shareholder when exercising of preferential right is determined by multiplying the subscription Rate by the number of shares held. If the result is not a whole number, the result is rounded up down to the nearest whole number.

With a turnout of 360.976.413 votes, representing 61,98 % of the voting rights total, the votes cast were recorded as follows:

- 347.284.672 votes “for”, representing 96,2070% of the votes cast total;
- 13.688.930 votes “against”, representing 3,7922% of the votes cast total;

– 2.811 votes “abstain” representing 0,0008% of the votes cast total
A number of 0 votes was annulled.

Art. 2 By 96,2078 % of the present/ represented shareholders’ voting rights, the empowerment of the Board of Directors to appoint an intermediary authorized by FSA, to issue the proportionate prospectus and to fulfill any and all legal formalities related to registration, approval, implementation of prospectus, according to the provisions of FSA Regulation regarding securities issuers and operations and of delegated Regulation (EU) no. 980/2019 of European Commission is approved.

With a turnout of 360.976.413 votes, representing 61,98 % of the voting rights total, the votes cast were recorded as follows:

- 347.284. 483votes “for”, representing 96,2078 % of the votes cast total;
- 13.688.930 votes “against”, representing 3,7922% of the votes cast total
- 0 votes “unexpressed”

A number of 0 votes was annulled.

Art. 3 By 96,2070 % of the present/ represented shareholders’ voting rights, the empowerment of the Board of Directors to fulfill any and all formalities to implement EGSM decision is approved including, but not limiting to the following:

- a) Approval of the proportionate prospectus,
- b) Monitoring and coordinating the approval of the proportionate prospectus by FSA and its publication,
- c) Implementation of the offer (establishment and approval of subscription procedure, of date, place and payment methods, of how subscriptions are approved and evaluated, taking measures regarding unsubscribes shares and any other measures required),
- d) Termination of subscription and notification of FSA regarding the final situation of subscriptions,
- e) Approval of final results after the subscriptions termination; determination of the exact value increasing social capital, from which, how much is contribution in kind and how much is cash contribution, while detailing the number of shares issued for the contribution in kind and the total number of shares issued for the cash contribution; establishment of the social capital value after the increase and social capital’s distribution per shareholder; modification of constitutive act corresponding to the increase; taking ancillary decision to inform FSA regarding subscription termination and to register in ONRC and register company.

With a turnout of 360.976.413 votes, representing 61,98 % of the voting rights total, the votes cast were recorded as follows:

- 347.284. 672 votes “for”, representing 96,2070% of the votes cast total;
- 13.688.930 votes “against”, representing 3,7922% of the votes cast total;
- 2.811 votes “abstain” representing 0,0008% of the votes cast total

A number of 0 votes was annulled.

Art. 4 By 97,1304% of the present/ represented shareholders’ voting rights, setting the date of 08.04.2022 as registration date, 07.04.2022 as ex-date according to legal provisions and the date of 11.04.2022 as payment date is approved.

With a turnout of 360.976.413 votes, representing 61,98 % of the voting rights total, the votes cast were recorded as follows:

- 350.617.719 votes “for”, representing 97,1304% of the votes cast total;
- 10.358.694 votes “against”, representing 2,8696% of the votes cast total
- 0 votes “unexpressed”

A number of 0 votes was annulled.

Art. 5 By 97,1304% of the present/ represented shareholders’ voting rights, the empowerment of the meeting’ Chairman to sign the assembly’ decisions is approved.

With a turnout of 360.976.413 votes, representing 61,98 % of the voting rights total, the votes cast were recorded as follows:

- 350.617.719 votes “for”, representing 97,1304% of the votes cast total;
- 10.358.694 votes “against”, representing 2,8696% of the votes cast total
- 0 votes “unexpressed”

A number of 0 votes was annulled.

Art. 6 By 97,1304% of the present/ represented shareholders’ voting rights, 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 is approved.

With a turnout of 360.976.413 votes, representing 61,98 % of the voting rights total, the votes cast were recorded as follows:

- 350.617.719 votes “for”, representing 97,1304% of the votes cast total;
- 10.358.694 votes “against”, representing 2,8696% of the votes cast total
- 0 votes “unexpressed”

A number of 0 votes was annulled.

**Chairman of OIL TERMINAL S.A.’
Shareholders General Extraordinary Assembly of 21.03.2022**

Toma-Bogdan COSTREIE