

**ADDITIONAL ACT NO. 1**  
**To**  
**MANDATE CONTRACT no.....**

Considering:

- The provisions of the Government Emergency Ordinance no. 109/2011 regarding the corporate governance of public enterprises, with subsequent amendments and additions;
- The provisions of Law no. 31/1990 regarding commercial companies, republished, with subsequent amendments and additions ("Law no. 31/1990");
- The provisions of Law no. 24/2017 regarding issuers of financial instruments and market operations, with subsequent amendments (for listed companies);
- Law no. 187/2023 amending and supplementing Government Emergency Ordinance no. 109/2011 regarding the corporate governance of public enterprises;
- Government Decision no. 639/2023 for the approval of the Methodological Norms for the application of the Government Emergency Ordinance no. 109/2011 regarding the corporate governance of public enterprises;
- Government Decision no. 1200/1990 regarding the establishment of the company Oil Terminal S.A.;
- The Articles of Incorporation of the Oil Terminal S.A. Company, updated;
- The provisions of art. 1913 – 1919, art. 1924, as well as of art. 2009 et seq. of the Civil Code;
- The Decision of the Ordinary General Shareholders Meeting of the company no. \_\_\_\_\_ of 04.09.2025 for the approval of the additional act concluded between the company and the company's directors

*and that*

- by Decision no. 5 of 09.04.2025, the company's Ordinary General Shareholders Meeting appointed Mr./Ms. \_\_\_\_\_ as a member of the Board of Directors, and he expressly accepted the appointment, and exercised, together with the other members of the Board of Directors, the attributions provided by Law no. 31/1990, by the Articles of Incorporation of the company, ("Articles of Incorporation "), by Government Emergency Ordinance no. 109/2011;
- by OGSM Resolution no. 5 of 09.04.2025, the selection procedure for vacant directors positions has started according to the provisions of Government Emergency Ordinance 109/2011 regarding the corporate governance of public enterprises, with subsequent amendments and additions. The selection procedure shall be carried out by the Ministry of Energy, as supervisory public authority;
- according to the provisions of art 29<sup>1</sup> para. (2) of Government Emergency Ordinance 109/2011 regarding the corporate governance of public enterprises, with subsequent amendments and additions according to which *"In the situations provided for in para. (1), the duration of the mandate is maximum 5 months, subject to a single extension for an additional 2 months, for good reasons. If the selection and nomination procedure for the permanent directors is completed before the expiration of the period for which the provisional director was appointed, the permanent director or directors are appointed*

*forthwith by the general meeting of shareholders and the mandate of the provisional directors terminates”;*

- Law no. 31/1990 and Government Emergency Ordinance no. 109/2011 require the members of the Board of Directors not to be in a legal employment relationship with the company during their term of office;
- it is required to establish the rights and obligations of the signatory parties, in the context of a legal relationship under civil law, corresponding to the exercise of the position of member of the Board of Directors,

The parties agree to conclude this additional act to the Management Contract, as a result of the mutual agreement expressed by the signatory parties.

**Oil Terminal S.A.**, commercial company managed in a unitary system, with registered office in Constanța, 2 Caraiman street, Constanța county, registered with the Trade Register Office attached to Constanta Court under no. J13/512/1990, Unique Registration Code (CUI): 2410163, represented by Mr./Ms. \_\_\_\_\_, as **Principal**, („*The Company*”),

and

**Mr./Ms.** \_\_\_\_\_, citizenship \_\_\_\_\_, born on \_\_\_\_\_, in \_\_\_\_\_, domiciled in \_\_\_\_\_, \_\_\_\_\_ Street, identified with ID series \_\_\_\_\_, no. \_\_\_\_\_, Personal Numeric Code (C.N.P.) \_\_\_\_\_, as director or **Agent** („*Director/Agent*”).

agree on the amendment and completion of the Mandate Contract no ...../....., as follows:

**Art. 1.** The duration of the Mandate Contract no. \_\_\_\_\_ is extended by 2 (two) months starting from 09.09.2025 until 08.11.2025 inclusive.

The other contractual clauses remain unchanged.

In witness whereof the parties concluded today, ..... in 2 (two) original copies, this Additional Act to the Mandate Contract no...../....., declaring that they have each received, upon the signing thereof, one copy.

**OIL TERMINAL SA,**  
**Represented by:**

**Director,**