

OIL TERMINAL S.A.

DRAFT

Integral Component of the Selection Plan

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1. Contextual requirements

Organizational context, mission, requirements expressed in the letter of expectations, and existing or to be developed organizational strategy elements

OIL TERMINAL S.A. is a company established in accordance with the provisions of Law 15/1990 regarding the reorganization of state economic units as autonomous public corporations and commercial companies and Government Decision no. 1200/1990 regarding the establishment of joint-stock companies in industry. It is administered under a unitary system, having the legal form of a joint-stock company, and is a publicly held company according to the terminology provided in Law no. 24/2017 on the capital market, listed on the stock exchange (Category I) since 30.01.1998.

The Company has a subscribed and paid-up share capital of 299,717,713.2 RON, corresponding to 2,997,177,132 shares with a nominal value of 0.10 RON/share. These shares are nominative, indivisible, carry equal voting rights, and are freely tradable on the Bucharest Stock Exchange under the symbol "OIL".

OIL TERMINAL S.A., established in 1898 under the name "Steaua Română", holds a strategic position in the Black Sea region, being the largest offshore operator specializing in the handling of crude oil, liquid petroleum and petrochemical products, and other liquid products and raw materials for import/export and transit.

According to the NACE(CAEN)/2007 classification, the Company's main activity is *Code 5224 Handling – providing services for the receiving, loading, and unloading of crude oil, petroleum products, petrochemicals, chemicals, as well as other liquid finished products or raw materials for import, export, and transit.*

The experience gained over 125 years of operation, along with its location near the Danube-Black Sea Canal (with access to the Danube) and its relatively short distances to major clients, have secured the Company a strategic position. OIL TERMINAL S.A. is interconnected with Romanian refineries via the transport company CONPET S.A. Ploiești for the transportation of crude oil from the terminal to the refineries through underground pipelines that are part of the National Pipeline Transport System.

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Currently, the shareholder structure is as follows:

Shareholder name	Number of shares	Shares held Value in lei	Shares held Percentage (%)
The Romanian State represented by the Ministry of Energy	2.630.258.255	263.025.825,50	87,7579%

Natural persons	285.334.482	28.533.448,2	9,5201%
Legal persons	81.584.395	8.158.439,5	2,7220%
Total	2.997.177.132	299.717.713,20	100,00%

The company operates 7 berths in the Port of Constanța with depths between 12.50-17 m, allowing for the operation of vessels with a capacity of up to 165,000 DWT. The berths are equipped with hydraulically operated vessel coupling systems for loading/unloading, with diameters of 12" and 16" respectively.

OIL TERMINAL S.A. has the following work points:

1. The North Storage Area;
2. The Port Storage Area;
3. The South Storage Area;
4. Medical Office (8512) – Ambulatory Care Services.

OIL TERMINAL S.A. comprises 3 platforms/storage areas with a total storage capacity of 1.1 million m³, as follows:

1. The North Storage Area, located in Constanța Municipality, 2 Caraiman Street, (recently decommissioned) with a capacity of approximately 6,000 m³, used for storing petroleum residues.
2. The Port Storage Area, located within the Port, berth 69, with a storage capacity of approximately 103,000 m³, designated for storing petroleum products and liquid chemical products.
3. The South Storage Area, located in Constanța Municipality, MOVILA SARA, with a capacity of approximately 968,000 m³, used for storing crude oil, gasoline, diesel, and fuel oil.

The majority shareholder—the Romanian State, represented by the Ministry of Energy—and the other shareholders of OIL TERMINAL S.A. request the company's directors to pay particular attention to improving the quality of rehabilitation and maintenance services for tanks, crude oil and petroleum product pipelines, pumping stations, and all other related facilities and equipment that make up the operational infrastructure of the oil terminal, as well as increasing the safety of operation and functioning of all specific installations.

The majority shareholder—the Romanian State, represented by the Ministry of Energy—and the other shareholders of OIL Terminal S.A. wish for the company's directors to continue acting in accordance with the requirements of the Bucharest Stock Exchange New Corporate Governance Code, the provisions of the Code of Ethics and the Corporate Governance Regulation, the National Anti-Corruption Strategy, as well as in the interest of responsibility and transparent business practices. The management of privileged information must ensure equal treatment for all company shareholders.

The Company is administered under a unitary system by a Board of Directors composed of 7 members.

Recognizing the importance of its mission to both the country and the company, Oil Terminal's private, professional management will commit to ensuring efficient, transparent, and high-performing corporate governance. By leveraging existing and future opportunities with maximum efficiency, the company aims to achieve business excellence, thereby contributing to positioning Romania as a significant player in the energy sector in Europe.

The strategic vision of the company's directors will primarily focus on:

- Operational effectiveness and stability
- Environmental protection
- Performance optimization
- Sustainable development of the company.

The Ministry of Energy, as Public Tutelary Authority, expects directors to act for the sustainable performance of the company, pursuing, including but not limited to, the following objectives:

- Efficient management of the company's assets and resources;
- Increasing the company's turnover and profit;
- Optimizing the operation of storage and transport capacities, including their modernization;
- Making profitable and sustainable modernization and development investments, improving the quality of repair and rehabilitation programs, and ensuring maintenance within the oil terminal;
- Full compliance of the Company's situation with applicable legal requirements;
- Promoting and respecting organizational values (professionalism, social dialogue, respect for people and the environment, respect for organizational culture, community, history);
- Optimizing the implementation of good Corporate Governance principles, ethics, and integrity;
- Identifying and avoiding incompatibilities and conflicts of interest, preventing and reporting fraud and acts of corruption, and reporting irregularities.

The performance objectives to be met by the company's directors, which are monitored by the public tutelary authority, shall be negotiated and approved in accordance with the applicable legal provisions. The Company operates within a changing national and European energy context, imperatively influenced by the transition to "green" energy as part of collective efforts to combat the effects of climate change, aiming for a sustainable transformation of the economy.

2. Selection process stages, timetable, documents and materials to be verified or prepared, contact persons for further information and details

By the Ordinary General Shareholders Meeting Resolution no. 5/09.04.2025, the initiation of the selection procedure for the vacant positions of members of the Board of Directors of OIL TERMINAL S.A. was approved, in accordance with the provisions of Government Emergency Ordinance no. 109/2011 *on the corporate governance of public enterprises*, with subsequent amendments and additions (hereinafter referred to as G.E.O. no. 109/2011).

The Agency for Monitoring and Evaluation of Public Enterprise Performance, by presidential order, appointed two members to the Selection and Nomination Committee, designated the Independent Expert, and communicated the presidential order and information regarding the Independent Expert's nomination to the public tutelary authority and the public enterprise.

The head of the public tutelary authority, through an administrative act, appointed two members to the Selection and Nomination Committee and established the Committee in accordance with the provisions of Art. 4⁹, paragraphs (1) and (2) of Government Emergency Ordinance No. 109/2011 *on the corporate governance of public enterprises*, with subsequent amendments and additions.

The public tutelary authority developed the Initial Component of the Selection Plan. The Initial Component of the Selection Plan was approved by an administrative act of the public tutelary authority, specifically by Order no. 516/09.05.2025. The public tutelary authority, through its corporate governance department, developed the Board of Directors' profile.

The Selection and Nomination Committee developed the Integral Component of the Selection Plan.

The Board of Directors' profile and the candidate profile are part of the Integral Component of the Selection Plan and will be approved by the General Meeting of Shareholders through a resolution.

The announcement regarding the selection of board members will be published by the public tutelary authority, in accordance with the provisions of Article 29, paragraphs (4) and (5) of G.E.O. no. 109/2011 and Article 19, paragraph (3) of Government Decision no. 639/2023 for the approval of the methodological norms for the application of Government Emergency Ordinance no. 109/2011 regarding the corporate governance of public enterprises (hereinafter referred to as G.D. no. 639/2023), at least 30 days before the application deadline specified in the announcement.

Application files must be submitted by the deadline specified in the announcement. The Selection and Nomination Committee may request additional written clarifications from candidates, setting a deadline for response.

In accordance with the provisions of Article 4⁵ of G.E.O. no. 109/2011, the public tutelary authority will submit the application files (documents submitted by each candidate) to AMEPIP within two business days from the end of the submission period. AMEPIP will verify the submitted documents and transmit its approval to the public tutelary authority within two business days.

Incomplete application files will be rejected. Candidates will be informed in writing about this decision within a maximum of 5 business days from the date the rejection decision is adopted. Based on the complete application files submitted by the due date, the Selection and Nomination Committee will prepare the long list, which is confidential.

The Selection and Nomination Committee will analyze the information in the application files remaining on the long list and allocate scores according to the evaluation grid for each criterion within the Board of Directors Profile and the Candidate Profile for each candidate.

Candidates will undergo a comparative analysis, in relation to the Board of Directors Members Profile and the Candidate Profile. The Selection and Nomination Committee may request supplementary information when considered necessary to ensure the accuracy of decisions made. This information can be obtained through the following means: written clarification requests, verification of candidates' past activities, and verification of references provided by candidates. As a result of this supplementary information, the accuracy of the score obtained based on the Candidate Profile requirements may be revised, improved, and validated. Candidates will be eliminated from the long list in descending order of the score obtained according to the candidate profile requirements, up to a maximum of 5 candidates,

and a minimum of 2 candidates for each Board of Directors member position, thus forming the short list. The Selection and Nomination Committee will inform rejected candidates by electronic means.

The short list is compiled by the Selection and Nomination Committee. Selected candidates are informed electronically about their inclusion on the short list and are required to submit a Letter of Intent to the public tutelary authority within 15 days of being informed.

The Selection and Nomination Committee analyzes the Letter of Intent and integrates the results of this analysis into the candidate's evaluation. The results from the Candidate Profile are analyzed based on the Board of Directors Profile.

The ranking of candidates on the short list is determined after an interview organized by the Selection and Nomination Committee, based on the interview plan.

After the interviews are concluded, the Selection and Nomination Committee prepares the candidate ranking and the final report. The final report is sent to AMEPIP for the issuance of a conformity approval under the terms of Art. 4⁴ para. (5) lit. c) point (vii) of G.E.O. no. 109/2011, and subsequently, to the head of the public tutelary authority, for mandating the representative in the General Meeting of Shareholders, in accordance with the provisions of Art. 22 para. (7) of Annex no. 1 to G.D. no. 639/2023.

After the conformity approval of AMEPIP, the final report is published on the websites of the public tutelary authority, the public enterprise, and AMEPIP, in compliance with the provisions of Regulation (EU) 2016/679 regarding the protection of natural persons with regard to the processing of personal data.

1.2 Selection process timetable, documents and materials to be verified and prepared

No.	Stage of the selection procedure	Deadline	Responsible party	Results and actions report
1.	Initiation of the directors' selection procedure	Date of GSM Resolution adoption	GSM	GSM Resolution
2.	Communication to the Ministry of Energy regarding the initiation of the selection procedure	Upon adoption	Secretariat of the GSM/Board of Directors	Communication address of the GSM Resolution
3.	Notification to AMEPIP regarding the initiation of selection procedures	2 working days from the date of the GSM Resolution adoption	APT	Notification address to AMEPIP

4.	Designation, by the order of the AMEPIP President, of two members for the Selection and Nomination Committee, submission to APT of their data and information regarding the selected independent expert.	3 days from the date of notification receipt	AMEPIP	-Order issued by the AMEPIP President -address including information regarding the selected independent expert
5.	Establishment of the Selection and Nomination Committee	2 days from the date of AMEPIP President Order receipt	APT	Order of the Ministry of Energy for the establishment of the Selection and Nomination Committee (CSN)
6.	Drafting and publication of the initial component of the selection plan	10 days from the date of the GSM Resolution to initiate the selection procedure	APT	The draft initial component of the selection plan is published on the websites of the APT and IP
7.	Consultations for completing the initial component of the selection plan	5 days from the date of publication	Shareholders representing, cumulatively or individually, at least 5% of the share capital	Announcement regarding consultations for the draft document
8.	Publication of proposals received for the initial component of the selection plan	1 day from the date of receiving proposals	APT	Address for proposals to complete/amend the draft document
9.	Approval of the initial component of the selection plan, including the Letter of Expectations as part of the initial component of the selection plan	Within 15 days from the date of initiating the selection procedure	APT	Order of the Minister of Energy approving the initial component of the selection plan, including the Letter of Expectations
10.	Publication of the initial component of the selection plan on the websites of the APT and IP	After the approval of the initial component	APT Board of Directors	-address for publishing the initial component of the

				<ul style="list-style-type: none"> selection plan - publication of Letter of Expectations on AMEPIP Website
11.	<ul style="list-style-type: none"> Drafting the Board Profile project Publication of the draft Board Profile on the websites of APT and IP Submitting the Board Profile to AMEPIP 	5 days from the date of approval of the initial component of the selection plan	APT	<ul style="list-style-type: none"> - The draft Board Profile - The address for publishing the Board Profile - The address to AMEPIP communicating the Board Profile
12.	Consultations for completing the Board Profile	5 days from the date of publication	Shareholders representing, individually or cumulatively, at least 5% of the share capital	Announcement of consultations
13.	Drafting of the integral component of the selection plan, including the Board Profile, Candidate Profile, interview plan, timelines for stages from the selection procedure's initiation to the final report's presentation, and the initial component of the selection plan	within 10 days of the establishment of the Selection and Nomination Committee (CSN)	CSN	draft integral component of the selection plan
14.	Publication of the draft integral component of the selection plan on the websites of the APT and IP	2 days after the completion of point 14	CSN, through its Secretariat	<ul style="list-style-type: none"> -draft integral component of the selection plan -the address for publishing the draft integral component of the selection plan
15.	Consultations for completing the integral component of the selection plan	5 days from the date of publication of the draft	Shareholders representing, individually or cumulatively, at least 5% of the share capital	Announcement regarding consultations for the draft document

16.	Approval of the integral component of the selection plan, and/including the Board Profile and Candidate Profile	2 days after the completion of point 16	Secretariat of the GSM/Board	GMS Resolution approving the integral component of the selection plan
17.	Publication of the announcement regarding the directors selection on the websites of the APT, IP and AMEPIP in at least 2 widely circulated economic and/or financial publications, and on at least one highly visible national human resources recruitment platform or website	-3 days after the completion of point 17 - at least 30 days before the deadline for submitting candidacies	Secretariat of the CSN and the Chairman of the Board of Directors	Recruitment and selection announcement
18.	Submission of candidacy files	until the deadline specified in the selection announcement	The candidates	Candidacy files
19.	Submission of documents filed by candidates to AMEPIP for verification of compliance with legal conditions for selection and appointment	2 working days after the end of the period for filing documents	APT	Documents filed by the candidates
20.	Verification of candidate documents and submission for approval to APT	2 working days from the completion of point 20	AMEPIP	Conformity approval
21.	Requesting additional clarifications in writing, with a specified due date for response	If applicable	CSN Candidates	Clarification form
22.	Incomplete candidacy files will be rejected. Candidates whose applications are rejected will be informed in writing about this decision	within a maximum of 5 working days from the adoption of the	CSN	Written notifications

		rejection decision		
23.	Compiling the long list based on complete candidacy files submitted within the deadline. The list is confidential	within 2 working days from the completion of point 21	CSN	Long list
24.	Analysis of the information included in the candidacy files and scoring of each criteria within the Board Profile for each candidate - Article 21, paragraphs (1)-(5) of Annex no. 1 to Government Decision no. 639/2023 Candidates are then eliminated from the long list in descending order of their scores, based on the candidate profile requirements, until a maximum of 5 candidates and a minimum of 2 candidates remain for each director position, consequently forming the shortlist	upon the finalization of the analysis of information in the candidacy files	CSN	Shortlist
25.	Notification of rejected candidates	upon the finalization of the shortlist	CSN	Electronic notification
26.	Selected candidates will be electronically informed of their inclusion on the short list and their obligation to submit a Letter of Intent to the APT within 15 days of being informed	within 15 days of being informed	Candidates	Letters of Intent

27.	Analysis of Letters of Intent and integrating the analysis results into Candidate Profile Matrix	deadlines established by the CSN	CSN	-Letter of Intent analysis form -Candidate profile matrix
28.	Organization and conduct of shortlisted candidate interviews	deadlines established by the CSN	CSN	Interview plan
29.	Ranking of Shortlisted Candidates and drafting the Final Report of the procedure, representing the conclusion of the selection process	after the interviews are completed, at the deadlines established by the CSN	CSN	-candidate ranking -Final Report
30.	Approval of the Final Report by the Head of the APT in order to mandate representatives in the General Meeting of Shareholders (AGA) for the proposal of Board of Directors members	deadlines established by the CSN	CSN	Communicating the Final Report for approval by the Head of the APT
31.	Communication of the Final Report to AMEPIP for approval	within 3 working days from the finalization of the selection procedure	APT	Final Report communication address
32.	AMEPIP issues a conformity approval, either approving or annulling the procedure. The President's decision will include remedial measures and/or sanctions	within 10 days from the date of receiving the Final Report	AMEPIP	Conformity approval issued by AMEPIP or the President's decision with remedial measures
33.	Publication of the Final Report, in compliance with GDPR rules, on the websites of APT, the Public Institution and AMEPIP	after AMEPIP's conformity approval is issued	APT, the Chairman of the Board of Directors and AMEPIP	Final Report publication address

34.	Convocation of the Public Enterprise GSM for directors appointment	within a maximum of 10 days from the communication of the Final Report	APT	Convocation of the GSM under the terms of Law no. 31/1990, republished, with subsequent amendments and additions
35.	Appointment of directors	in accordance with legal provisions	GSM	GSM Decision

2.3 Contact persons for additional information and details

Secretariat of the Nomination and Selection Committee: selectie.oilterminal@energie.gov.ro

2.4 Detailed list of documents required for submitting applications, based on the stages of the selection procedure for members of the Board of Directors

1. Document List (only in the hard copy file);
2. Typed, dated, and signed curriculum vitae which will include detailed information regarding past and current activities, with time intervals in DD/MM/YYYY format for each exercised role, including employer names and the nature of their activities, positions held, highlighting activities relevant to the position applied for, as well as other relevant information related to entities where the individual has held or holds leadership responsibilities. The information contained in the curriculum vitae must be relevant regarding the knowledge, skills, and experience the individual has;
3. Medical certificate issued by a general practitioner, within its validity period;
4. Criminal record certificate, within its validity period;
5. Fiscal record certificate, within its validity period;
6. Copies of:
 - a. Identity document;
 - b. Marriage certificate or other acts, only if the name on the submitted documents is different from the name on the identity document.
 - c. Bachelor's degree or equivalent.
 - d. Diplomas for other university study cycles (if applicable) – other bachelor's programs, master's programs, doctorates, MBA.
Copies of diplomas or certificates of participation in short-term training programs should not be submitted.
 - e. Documents proving the required professional experience (REGES/Revisal extract, copy of work book if applicable), mandate/management contracts, certificates issued by employers, certificate of incorporation issued by ONRC, documents showing the economic-financial results of the enterprises where the candidate served as administrator or director, documents showing authorization as a financial auditor and registration in the public electronic register by the competent authority in Romania, another member state, the European Economic Area, or Switzerland, or proving at least 3 years of experience in statutory audit acquired through participation in statutory audit engagements in Romania or within audit committees formed at

the level of boards of directors/supervisory boards of public interest companies/entities (if applicable), other documents endorsed by signature and stamp of the issuer attesting to the candidate's direct contribution to improving the financial performance of the companies they administered/led, proof of registration in the body of independent administrators (if applicable).

7. Forms:

- a. F1 - Application Form;
- b. F2 - Affidavit regarding the conformity of documents and information presented in the file;
- c. F3 - Agreement regarding data acquisition for information verification;
- d. F4 - Consent for personal data processing;
- e. F5 - Declaration of Interests.

3. Confidentiality and document access provisions, list of confidential elements

The Selection and Nomination Committee will ensure transparency throughout the entire recruitment and selection process while respecting the confidentiality of data provided by candidates.

All information concerning all candidates, throughout the entire process, will be made public by publishing it on the designated websites.

All personal information will be confidential.

Both the long list and the short list are confidential and will not be published. Candidates accepted onto or rejected from these lists will individually receive written notification to that effect.

All candidate application files will be treated in full confidentiality by all parties involved in the selection and nomination procedure. Furthermore, data confidentiality also implies not using this information for personal gain.

Information regarding the identity of candidates will be treated with the highest degree of confidentiality, and access to this information is limited only to those individuals involved in the decision-making process.

List of confidential elements:

- Identity, personal data, and candidacy files of candidates;
- Information related to the private, professional, or public life of candidates.
- The long list of qualified candidates and the short list of candidates qualified for the next selection stage.

Information accessible only to the Selection and Nomination Committee:

- All scores obtained during intermediate evaluations/clarifications and integrated into the matrix;
- Interview results and all details, examples, and data provided by candidates during interviews, with the exception of confidential data;

Information that can be made public:

- Initial Component of the selection plan, including the Letter of Expectations;
- Board Profile;

- Candidate Profile;
- Announcement regarding the selection for print and online media;
- Selection criteria;
- Interview Plan;
- Declaration templates;
- Integral Component of the selection plan.

The Final Report will be published on the websites of the Ministry of Energy, OIL TERMINAL S.A., and AMEPIP, in compliance with the provisions of Regulation (EU) no. 679/2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data.

4. List of possible risks and measures to be taken to mitigate these risks, ensuring shareholder rights are respected and public enterprise interests are protected

The list of possible risks and measures to be taken to mitigate these risks, ensuring shareholder rights are respected and public enterprise interests are protected. Several potential risks have been identified:

Risk Identified	Impact	Probability	Observations
Critical lack of time/Failure to meet legal deadlines	Moderate	Medium	- allocation of time for each activity and every stage of thp procedure - Preparation of documents in advance - clear determination of the responsibilities of each CSN member
Delays in the selection procedure	Moderate	Medium	- strict adherence to the planned stages in the selection procedure - CSN members fulfill their established duties promptly
Low number of applicants	Moderate	Medium	- adequate publicity; new channels to broadcast recruitment and selection campaign messages - direct approach of identified targets with head-hunting methods
Abandonment of the selection process by shortlisted/nominated candidates	High	Medium	- sufficiently large initial pool of candidates to ensure an adequate number of candidates accepted on the Shortlist - minimizing the period of decision for candidate acceptance

			<ul style="list-style-type: none"> - candidate acknowledgement regarding the procedure's conduct - clarifications, as much as possible, for candidate questions/concerns
Objection of the APT's decision at the administrative litigation court (Art. 29, par. (6) of Government Emergency Ordinance 109/2011)	High	Medium	<ul style="list-style-type: none"> - disgruntled candidates can appeal the outcome by filing objections at the administrative litigation court within 15 days from the APT's communication

5. Interview plan

1.	<p>ACCOMMODATION</p> <p>Candidate reception and accommodation: Introduction of the interviewers and the interview structure.</p>
2.	<p>CANDIDATE'S PRESENTATION OF THE COMPANY'S CONTEXTUAL REQUIREMENTS</p> <p>The candidate will briefly present the company's contextual requirements as deduced from the official data consulted (including the Letter of Expectations). Following this, they will present the main attributes of their personal profile – academic and professional background, remarkable career achievements that serve as arguments for the position they are applying for – attributes that optimally meet the company's contextual requirements.</p>
<p>QUESTIONS POSED BY THE SELECTION AND NOMINATION COMMITTEE TO EVALUATE SELECTION CRITERIA</p>	
3.	<p>COMPETECIES SPECIFIC TO THE COMPANY'S FIELD OF ACTIVITY</p> <p>1.1 Ability to understand and analyze the technological and operational processes specific to the Company's field of activity</p> <p>1.2 Ability to increase the Company's performance</p> <p>1.3 Ability to understand, integrate, and comply with the environmental requirements specific to the activity</p> <p>1.4 Ability to integrate safety standards into their decisions and actions</p> <p>1.5 Ability to understand the necessity and facilitate the implementation of investments required to achieve strategic objectives</p>
4.	<p>STRATEGIC PROFESSIONAL COMPETENCIES</p> <p>2.1 Ability to efficiently and sustainably manage the organization's physical, financial, and informational resources</p> <p>2.2 Ability to define clear objectives, assess the business environment, and implement strategies that ensure the sustainable development of the Company</p> <p>2.3 Ability to establish an organizational culture based on understanding and satisfying customer needs, in terms of quality and performance</p>

	<p>2.4 Ability to adapt to new economic, technological, and legislative contexts, as well as resilience when faced with challenges</p> <p>2.5 Ability to understand the basic principles of corporate finance, to efficiently manage costs, and to identify, assess, and manage risks</p> <p>2.6 Ability to oversee the implementation and development of digitalization processes, the use of advanced technologies, and their integration into the Company's operations</p>
5.	<p>CORPORATE GOVERNANCE COMPETENCIES</p> <p>3.1 Ability to establish and maintain constructive and transparent relationships with social partners, including employees, trade unions, authorities, and other relevant stakeholders</p> <p>3.2 Ability to apply the principles of corporate governance, in accordance with the provisions of G.E.O. no. 109/2011</p>
6.	<p>SOCIAL AND PERSONAL COMPETENCIES</p> <p>4.1 Institutional communication skills at the level required by the position</p> <p>4.2 Ability to represent the company</p>
7.	<p>LOCAL AND INTERNATIONAL EXPERIENCE</p> <p>5.1 Experience in dealing with public authorities, regulatory and supervisory authorities in the Company's field of activity</p> <p>5.2 Experience in dealing with European institutions</p>
8.	<p>SPECIFIC COMPETENCIES AND RESTRICTIONS FOR PUBLIC OFFICIALS OR OTHER CATEGORIES OF PERSONNEL WITHIN THE PUBLIC TUTELARY AUTHORITY OR WITHIN OTHER PUBLIC AUTHORITIES OR INSTITUTIONS</p> <p>6.1 Ability to implement and monitor public policies in the energy sector</p>
PRESENTATION OF THE ADMINISTRATIVE VISION	
9.	<p>Presenting answers regarding:</p> <ul style="list-style-type: none"> - Specific, measurable, achievable/realistic, relevant, and time-bound objectives that must be met during the future mandate for the company - Personal profile directly correlated with these objectives - Coherent assessments of the specific challenges the company/public institution faces in relation to its context - Specific, measurable, achievable/realistic, relevant, and time-bound objectives that meet expectations regarding operational performance - Specific, measurable, achievable/realistic, relevant, and time-bound objectives that meet expectations regarding financial performance - Specific, measurable, achievable/realistic, relevant, and time-bound objectives that meet expectations regarding the investment policy applicable to the public enterprise - Specific, measurable, achievable/realistic, relevant, and time-bound objectives that meet expectations regarding the dividend/net profit distribution policy applicable to the public enterprise - Specific, measurable, achievable/realistic, relevant, and time-bound objectives that meet expectations in the field of ethics, integrity, and corporate governance - Proposed indicators considered appropriate for monitoring the public enterprise's performance during the mandate, correlated with the formulated objectives

	- Realistic and comprehensive overview of potential constraints, risks, and limitations that may be encountered in achieving the proposed objectives, along with a plan of action to reduce/eliminate them.
10.	ATTRIBUTES 1. Personal and professional reputation 2. Integrity 3. Independence 4. Political exposure 5. Interpersonal communication skills 6. Vision
11.	CLARIFICATION Questions posed by the candidate to the interviewers.
12.	CONCLUSION Interview closure.

Estimated maximum duration: 50 minutes

6. Selection criteria

The selection criteria are the competencies and traits necessary for candidates to successfully fulfill the role they will be assigned. They are listed below, grouped for comparative analysis:

A. COMPETENCIES

1. Competencies specific to the company's field of activity

- 1.1 Ability to understand and analyze the technological and operational processes specific to the Company's field of activity
- 1.2 Ability to increase the Company's performance
- 1.3 Ability to understand, integrate, and comply with the environmental requirements specific to the activity
- 1.4 Ability to integrate safety standards into their decisions and actions
- 1.5 Ability to understand the necessity and facilitate the implementation of investments required to achieve strategic objectives

2. Strategic professional competencies

- 2.1 Ability to efficiently and sustainably manage the organization's physical, financial, and informational resources
- 2.2 Ability to define clear objectives, assess the business environment, and implement strategies that ensure the sustainable development of the Company
- 2.3 Ability to establish an organizational culture based on understanding and satisfying customer needs, in terms of quality and performance
- 2.4 Ability to adapt to new economic, technological, and legislative contexts, as well as resilience when faced with challenges
- 2.5 Ability to understand the basic principles of corporate finance, to efficiently manage costs, and to identify, assess, and manage risks

2.6 Ability to oversee the implementation and development of digitalization processes, the use of advanced technologies, and their integration into the Company's operations

3. Corporate governance competencies

3.1 Ability to establish and maintain constructive and transparent relationships with social partners, including employees, trade unions, authorities, and other relevant stakeholders

3.2 Ability to apply the principles of corporate governance, in accordance with the applicable legal provisions

4. Social and personal competencies

4.1 Institutional communication skills at the level required by the position

4.2 Ability to represent the company

5. Local and International experience

5.1 Experience in dealing with public authorities, regulatory and supervisory authorities in the Company's field of activity

5.2 Experience in dealing with European institutions

6. Specific competencies and restrictions for public officials or other categories of personnel from the public tutelary authority or from other public authorities or institutions

6.1 Ability to implement and monitor public policies in the energy sector

7. Conformity with the Letter of Expectations

7.1 Clearly presents the objectives that will need to be achieved in the future mandate

7.2 Presents the personal profile directly correlated with these objectives

7.3 Formulates assessments regarding the specific challenges faced by the company in relation to its context

7.4 Formulates objectives that meet expectations regarding operational performance

7.5 Formulates objectives that meet expectations regarding financial performance

7.6 Formulates objectives that meet expectations regarding the quality of services and the management of energy infrastructure

7.7 Formulates objectives that meet expectations regarding the investment policy applicable to the public enterprise

7.8 Formulates objectives that meet expectations regarding the reduction of receivables

7.9 Formulates objectives that meet expectations regarding the policy on dividends/net profit distribution applicable to the public enterprise

7.10 Formulates objectives that meet expectations in terms of ethics, integrity, and corporate governance

7.11 Proposes indicators that they consider appropriate for monitoring the performance of the public enterprise during the mandate period, correlated with the formulated objectives

7.12 Presents the overview of constraints, risks, and possible limitations to be encountered in achieving the proposed objectives and the strategy for reducing/overcoming them

B. ATTRIBUTES

1. Personal and professional reputation

2. Integrity

3. Independence
4. Political exposure
5. Interpersonal communication skills
6. Vision

C. OTHER CRITERIA

1. The economic and financial results of the enterprises in which the candidate has served as a director or manager
2. Entries in the fiscal and judicial records
3. Gender diversity

7. Scoring method

The aforementioned criteria will be evaluated, according to the provisions of Annex no.1a of Government Decision no.639/2023, based on the following grid:

Score	Competency Level	Description
	Not applicable.	This competency does not need to be applied or demonstrated.
1.	Basic level	Has an understanding of basic knowledge.
2.	Intermediary	<p>Has a level of experience gained through fundamental training and/or a few similar experiences. This level of competence assumes the support of individuals with expertise.</p> <ul style="list-style-type: none"> • Understands and can correctly use terms, concepts, principles, and issues related to this competency. • Knows and uses applicable normative acts, regulations, and guidelines.
3.	Competent	<p>Is able to perform the functions associated with this competency. Support from individuals with expertise may sometimes be necessary, but regularly, this skill is demonstrated independently.</p> <ul style="list-style-type: none"> • Has applied this competency in the past, with minimal external support. • Understands and can analyze the effects of changes in the processes, policies, and procedures in the field of activity.

4.	Advanced	<p>Performs the tasks associated with this skill without external support.</p> <p>Is recognized within their organization as an expert in this competency, able to provide support, and has advanced experience in this competency.</p> <ul style="list-style-type: none"> • Has offered practical/relevant ideas, resources, and practical perspectives regarding the process or the development of practice, at the level of board governance and senior executive level. • Is able to interact and have constructive discussions with executive management, as well as train other people in the application of this competency.
5.	Expert	<p>Is known as an expert in this sector for providing support and identifying solutions for complex issues related to this area of expertise.</p> <ul style="list-style-type: none"> • Has demonstrated excellence in applying this competency across multiple boards of directors and/or organizations. • Is perceived as an expert, leader, and innovator in this competency by the board, the organization, and/or other organizations.

8. Documents related to the Letter of Intent

According to Article 1 of Government Decision No. 639/2023, Annex No. 1c, the Letter of Intent is part of the mandatory set of documents prepared and submitted by candidates qualified on the short list for the position of board member and director.

The Letter of Intent includes a summary of the candidate's managerial experience and an argument for the connection between the candidate's profile, their professional experience accumulated up to the time of application, and how this could contribute to solving the managerial challenges faced by the public enterprise, while also addressing the requirements set forth in the letter of expectations.

The Letter of Intent presents the candidate's perspective on the public enterprise's development, from the standpoint of the position they wish to hold on the board, and must mandatorily include the following elements:

- a) The candidate's responses and vision regarding shareholder expectations;
- b) Assessments of the specific challenges faced by the public enterprise, reported in relation to its contextual situation;
- c) The connection between the candidate's profile and the objectives they must achieve, according to the letter of expectations.

The Letter of Intent may also contain the following elements, but is not limited to them:

- a) Examples of financial and non-financial indicators for measuring the objectives presented in the letter of expectations, as well as examples of financial and non-financial performance indicators for establishing the variable component of remuneration, which the candidate considers to be appropriate for performance monitoring, in addition to the mandatory financial indicators provided by Art. 4⁷ para. (2) of Government Emergency Ordinance no. 109/2011;
- b) Constraints, risks, and limitations that the candidate believes they might encounter in implementing the proposed measures.

For drafting the Letters of Intent, candidates will use the information included in the Letter of Expectations, as well as all accessible official sources of information.

Analysis of the Letter of Intent and how analysis results were integrated into the candidate evaluation

The analysis on the Letters of Intent prepared and submitted within the legal timeframe will aim to evaluate the following selection criteria:

Ability to present specific, measurable, achievable/realistic, relevant, and time-bound objectives that must be met during the future mandate for the company

Ability to present personal profile directly correlated with these objectives

Ability to present coherent assessments of the specific challenges the company/public institution faces in relation to its context

Ability to present specific, measurable, achievable/realistic, relevant, and time-bound objectives that meet expectations regarding operational performance

Ability to present specific, measurable, achievable/realistic, relevant, and time-bound objectives that meet expectations regarding financial performance

Ability to present specific, measurable, achievable/realistic, relevant, and time-bound objectives that meet expectations regarding the company's profitability

Ability to present specific, measurable, achievable/realistic, relevant, and time-bound objectives that meet expectations regarding the quality of services

Ability to present specific, measurable, achievable/realistic, relevant, and time-bound objectives that meet expectations regarding the investment policy applicable to the public enterprise

Ability to present specific, measurable, achievable/realistic, relevant, and time-bound objectives that meet expectations regarding receivables reduction

Ability to present specific, measurable, achievable/realistic, relevant, and time-bound objectives that meet expectations in the field of ethics, integrity, and corporate governance

Ability to present proposed indicators considered appropriate for monitoring the public enterprise's performance during the mandate, correlated with the formulated objectives

Ability to present realistic and comprehensive overview of potential constraints, risks, and limitations that may be encountered in achieving the proposed objectives, along with a plan of action to reduce/eliminate them.

9. Annexes

- a) Board Profile
- b) Candidate Profile
- c) Announcements regarding the selection for print and online media
- d) Declarations to be completed by candidates (Forms F1-F5)
- e) Draft Mandate Contract
- f) Initial Component of the Selection Plan
- g) Letter of Expectations