

## DECISION OF THE BOARD OF DIRECTORS

**No. 127/13.11.2025**

The Board of Directors of OIL TERMINAL S.A., convened at the meeting held on 13.11.2025,

Following deliberations noted into the Minutes no. 893/12.11.2025 from the Development Director and Shareholding-Communication Dept.,

### DECIDES:

**Art. 1** The Note of the Nomination and Remuneration Committee regarding the implementation of the amendments to the provisions of Government Emergency Ordinance 109/2011 on corporate governance of public enterprises, introduced by Law 158/2025, is approved.

**Art. 2** The form and content of the additional acts to the mandate contracts to be concluded with the non-executive directors of Oil Terminal appointed by OGSM Resolution no.12/27.04.2023 and OGSM Resolution no.33/28.11.2025 for the implementation of the amendments to Government Emergency Ordinance no. 109/2011 by Law no. 158/2025, as proposed by the company, are approved.

**Art. 3** The convocation and the convening notice of the company's Ordinary General Meeting of Shareholders to be held on 15(16).12.2025, 11:00 hours, with the following **agenda**, is approved:

1. Approval of the form of the additional act to the mandate contract to be concluded with the non-executive directors of Oil Terminal for the implementation of the amendments to Government Emergency Ordinance no. 109/2011 by Law no. 158/2025.
2. Mandating the representative of the majority shareholder, the Romanian State through the Ministry of Energy, within the Ordinary General Meeting of Shareholders to sign the additional act to the mandate contract to be concluded with the non-executive directors of the Board of Directors.
3. Establishment of the limits for remuneration and benefits for the directors under mandate contracts (assimilated to executive directors) for the implementation of the amendments to Government Emergency Ordinance no. 109/2011 by Law no. 158/2025.
4. The empowerment of the Chairman of the meeting to sign the resolutions of the meeting.
5. The empowerment of the company's general director to sign the necessary documents regarding the registration of the shareholders general meeting's resolutions with the Trade Register Office attached to Constanta Tribunal and to carry out the formalities regarding the publication of these resolutions.
6. Setting the date of 12.01.2026, as the date of registration and the date of 09.01.2026 as ex-date in accordance with legal provisions.

**Art. 4** As of this date, any provision inconsistent with this decision shall cease to apply.

**Art. 5** The functional departments of the company shall be responsible for the implementation of this decision.

**Chairman of the Board of Directors  
Ramona UNGUR**