

**SPECIAL PROXY FORM**  
**for representation in the Ordinary General Shareholders Meeting of**  
**OIL TERMINAL S.A.**  
**of 15(16).12.2025**

A . Name of the principal shareholder:

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B. Identification data of the principal shareholder:

Address of registered office, as applicable:
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Personal identification number of Unique registration code, as applicable:
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C. Number of shares held by the principal shareholder according to OIL TERMINAL SA' shareholders Register on **04.12.2025**, **reference date of the Ordinary General Shareholders Meeting of 15(16).12.2025**:

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D. Shareholding of the principal shareholder in relation to the total number of shares of OIL TERMINAL S.A. and to the total number of voting rights in the General Meeting (percentage):

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E. Name of the representative (to whom the special proxy is granted):

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F. Identification data of the representative:

Address of registered office, as applicable:
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Personal identification number of Unique registration code, as applicable:
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G. Date, time and place of the Ordinary General Meeting to which the special proxy refers:

<b>15(16).12.2025, 11:00 hours</b> , meeting room at the headquarters of OIL TERMINAL S.A. in Constanța, 2 Caraiman Street.
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H. Powers granted by the special proxy to the representative:

Participation in the meeting on behalf of the principal shareholder and exercise, on behalf of the principal shareholder, of its voting rights in relation to the principal shareholder's shares registered in the OIL TERMINAL S.A. shareholders Register on <b>04.12.2025</b> , <b>reference date</b> of the Ordinary General Shareholders Meeting of <b>15(16).12.2025</b> .
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I. Method of voting:

J. Date of the special proxy (day – month – year format):

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K Full name and authorized signature of the shareholder:

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**For point no. 1 of the agenda**, regarding *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*

**Art. 1** *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 as proposed by the company, for the directors appointed by OGSM Resolution no.12/27.04.2023, the representative of the principal shareholder will vote as follows:*

„for”	
„against”	
abstention	

*Note: the box corresponding to the vote will be marked with "x". The other boxes will not be completed.*

**Art. 2** *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 as proposed by the company, for the directors appointed by OGSM Resolution no. 33/28.11(02.12).2025, the representative of the principal shareholder will vote as follows:*

„for”	
„against”	
abstention	

*Note: the box corresponding to the vote will be marked with "x". The other boxes will not be completed.*

**For point no. 2 of the agenda**, regarding *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, the representative of the principal shareholder will vote as follows:*

„for”	
„against”	
abstention	

*Note: the box corresponding to the vote will be marked with "x". The other boxes will not be completed.*

**For point no. 3 of the agenda**, regarding *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,*

**Art. 1** *The establishment of the fixed gross monthly allowance limits for the directors under mandate contracts assimilated to executive directors, the representative of the principal shareholder will vote as follows:*

„for”	
„against”	
abstention	

*Note: the box corresponding to the vote will be marked with "x". The other boxes will not be completed.*

**Art. 2** *The establishment of the (gross) variable component limits for the directors under mandate contracts assimilated to executive directors, the representative of the principal shareholder will vote as follows:*

„for”	
„against”	
abstention	

*Note: the box corresponding to the vote will be marked with "x". The other boxes will not be completed.*

**Art. 3** *The establishment of the limits for the benefits granted to directors under mandate contracts assimilated to executive directors, the representative of the principal shareholder will vote as follows:*

„for”	
„against”	
abstention	

*Note: the box corresponding to the vote will be marked with "x". The other boxes will not be completed.*

**For point no. 4 of the agenda,** regarding *The empowerment of the Chairman of the meeting to sign the resolutions of the meeting, the representative of the principal shareholder will vote as follows:*

„for”	
„against”	
abstention	

*Note: the box corresponding to the vote will be marked with "x". The other boxes will not be completed.*

**For point no. 5 of the agenda,** regarding *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, the representative of the principal shareholder will vote as follows:*

„for”	
„against”	
abstention	

*Note: the box corresponding to the vote will be marked with "x". The other boxes will not be completed.*

**For point no. 6 of the agenda,** regarding *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, the representative of the principal shareholder will vote as follows:*

„for”	
„against”	
abstention	

*Note: the box corresponding to the vote will be marked with "x". The other boxes will not be completed.*

I hereby annex the available identity document/copy of the identification document.\*\*

**Clarifications made by OIL TERMINAL S.A.:**

1. This special proxy includes information in accordance with FSA Regulation no. 5/2018.
2. This special proxy is signed and dated by the principal shareholder.
3. The special proxy dated later has the effect of revoking the previously dated proxy.
4. The special proxy will be completed by the principal shareholder in all listed items.
5. The special proxy is drafted and used only in original, in 3 (three) copies, of which:
  - One original copy for the principal;
  - One original copy will be handed to the authorized representative (who will present it at the meeting);
  - One original copy will be submitted at OIL TERMINAL S.A. headquarters, no later than **13.12.2025, 11.00 hours**, noted in the convening notice and in these clarifications.
6. All shareholders registered in the shareholders' register at the end of the day of **04.12.2025, day established as reference date**, are entitled to participate in the meeting.
7. The following documents will be attached to the special proxy:
  - Certified copy of the identity document of the individual shareholder/legal entity representative (ID card/passport/residence permit)
  - Registration Certificate issued by the Trade Register or a certified copy of the original, or any other document, in original or certified copy of the original, issued by a competent authority from the state where the shareholder is legally registered, certifying the capacity of legal representative, not older than 3 months before the date of publication of the convening notice of the Ordinary General Shareholders Meeting.
  - Declaration issued by the credit institution that provides custody services for the company's shareholders, from which it results that:
    - i. the credit institution provides custody services for the respective shareholder;
    - ii. the instructions in the special proxy are identical to those in the SWIFT message received by the credit institution to vote on behalf of the respective shareholder;
    - iii. the special proxy is signed by the shareholder.
8. Shareholders may participate and vote in the general meeting by representation based on this special proxy, granted only for the **Ordinary General Shareholders Meeting of 15(16).12.2025**. The votes recorded in the special proxy are exercised only in the manner desired by the shareholder.
9. Shareholders who do not have legal capacity, as well as legal entities, may be represented by their legal representatives who, in turn, may grant other persons power of attorney for the **Ordinary General Shareholders Meeting of 15(16).12.2025**.
10. Members of the board of directors, directors or employees of the company cannot represent the shareholders.
11. The person who represents several shareholders based on special proxies expresses the votes of the represented persons by totaling the number of "for", "against" and "abstention" votes without compensating them (e.g., at item x of the agenda I represent "a" "for" votes, "b" "against" votes and "c" "abstention" votes). The votes expressed are validated based on the third copy of the special proxy, by the secretariat of the general meeting.
12. This special proxy will be submitted, in original, at OIL TERMINAL S.A.'s headquarters in Constanta, 2 Caraiman Street, or at the email address [actionariat@oil-terminal.com](mailto:actionariat@oil-terminal.com), with an incorporated extended electronic signature, no later than **13.12.2025, 11.00 hours**, under penalty of losing the right to vote at the meeting.

This special proxy can be found at the company's headquarters, Constanta, 2 Caraiman Street, at the Shareholding-Communication Dept. or on the company's website, [http://relatia.oil-terminal.com/aga-2025/AGOA-15\(16\).12.2025/](http://relatia.oil-terminal.com/aga-2025/AGOA-15(16).12.2025/), starting from **14.11.2025, 18:00 hours**, in both **Romanian and English**.